

Code IBC
Company name Apax Holdings Joint Stock Company
Date 07/31/2018
Subject Resolution of the 1st Extraordinary General Meeting of 2018

Content:

Apax Holdings Joint Stock Company announces the resolution of the 1st Extraordinary General Meeting of 2018 dated July 27, 2018 as follows:

Article 1: Approving to adjust the plan for issuing convertible bonds for the first phase of 2018:

- Content before adjustment: the convertible bonds will be restricted within 12 months from the issue date.
- Content after adjustment: the convertible bonds will be restricted within 12 months from the issue date except the transfer between professional investors or other cases under the law.

Article 2: Approving the report on the result and the use of capital of the convertible bond issuance for the second phase of 2018:

- Total registered offering volume: 455 bonds
- Par value: VND1,000,000,000/bond
- Total offering value: VND455,000,000,000.
- Total offering volume in practice: 207 bonds.
Of which:
 - Shinhan Bank (the entrusted firm of Valuesystem Dae Gwang A Investment-Private Investment Fund and Valuesystem Global Mezzanine Investment-Private Investment Fund): 207 bonds.
- Total offering value in practice: VND207,000,000,000.
Of which:
 - Shinhan Bank (the entrusted firm of Valuesystem Dae Gwang A Investment-Private Investment Fund and Valuesystem Global Mezzanine Investment-Private Investment Fund): VND207,000,000,000.
- Successful bid volume: 45.49%

- Total proceeds from the bond offering: VND207,000,000,000.
- Purpose:
 - To purchase the shares of Apax English Joint Stock Company. Accordingly, the Board of Directors approved the disbursement of VND188,785,840,000 to buy 18,878,584 shares of Apax English, raising the owning volume at Apax English to 42,169,384 shares.
 - To increase the working capital by VND18,214,160,000 for the operation of Apax Holdings Joint Stock Company.

Article 3: Approving the plan for the convertible bond issuance for the second phase of 2018:

- Issuer: Apax Holdings Joint Stock Company
- Bond type: convertible secured bond
- Bond code: ApaxHoldings_TPCD_2018
- Bond form: book-entry
- Collateral: the asset of the third party (the asset of E-Group)
- Issue method: private placement
- Currency unit: VND
- Total expected issue value: VND248,000,000,000.
- Par value: VND1,000,000,000/bond
- Expected offering volume: 248 bonds
- Expected offering price: 100% par value
- Bond term: 05 years
- Coupon rate: 5%/year (maximum)
- Interest payment period: quarterly
- Expected issue time: after 06 months from the finish date of the first bond issuance of 2018 until the end of Quarter III/2019 and after the State Securities Commission approves.
- Issue date: the date that the last investor completes the transfer of money into the Company's account.
- Transfer restriction: the convertible bonds will be restricted within 12 months from the issue date except the transfer between professional investors or other cases under the law.

Article 4: Approving to elect an additional member to the Board of Directors for the term of 2017 – 2021:

- Mr. Sang Ho Jung.