**VXT: Board Resolution**

On 31 Aug 2020, Transport - Warehousing and Trade service Joint Stock Company announced the Board Resolution No. 099/2020/NQ-HDQT/KV on approving the plan for share issuance to raise charter capital and the plan of proceeds as follows:

**Article 1.** Approve the plan for share issuance to raise charter capital as follows:

- Name of share: Share of Transport - Warehousing and Trade service Joint Stock Company

- Type of share: common share

- Par value: VND 10,000/share

- Charter capital before share issuance: VND 23,504,000,000

- Number of existing shares: 2,350,400 shares

- Number of shares offered: 1,249,600 shares

In which

+ Number of shares offered to existing shareholders: 1,175,200 share with the exercise rate: 2:1 (shareholders have 01 rights for every share they own, they could buy 01 new share for 2 rights)

+ Number of shares offered to employees: 74,400 shares

- Total value offered at par value: VND 12,496,000,000

- Charter capital after offering successfully additional shares issued: VND 36,000,000,000

- Expected time for the offering: After receiving the certificate for the offering from the State Securities Commission

- Target subject:

+ Existing shareholders according to the list of shareholders at the record date

+ Employees working for the company selected by the Board of Directors according to the criteria when they have long-term working experiences with the company

- Offered price: VND 10,000/share, which is defined based on comparing book value and market price

At 31 December 2018, book value of 01 share was VND 12,080/share

At 31 December 2019, book value of 01 share was VND 11,972/share

The company offers the price at VND 10,000/share in order to increase the chance of offering successfully all the shares

- Rounding method: the number of shares issuing for existing shareholders shall be rounded down to unit digit

- Plan on handling unsold share and odd-lot share: General Meeting of Shareholders authorizes Board of Directors to distribute the number of unsold shares and odd-lot shares to other entities with the prices which is not less than the issuing price for existing shareholders

- Transfer of the right to buy new shares: Existing shareholders have the right to buy share or transfer the rights to buy shares or to deny buying shares. These shareholders have the rights to transfer their right to buy share to one or more third parties with the negotiated price. It could only be transferred once

- Public offering: In case the rate of the ownership ratio of new shareholders (shareholders received unsold and odd shares) exceeding 25% of the total number of voting shares, it is not required to go through the public tender offer procedure.

- Plan on proceeds:

Total amount collected from the offering: VND 12,496,000,000. It will be used as follows:

|  |  |  |
| --- | --- | --- |
| **No.** | **Content** | **Ammount** |
| 1 | Pay bank loan | VND 10,000,000,000 |
| 2 | Supplement capital for business | VND 2,469,000,000 |
| **Total** | **12,496,000,000,000** |

- Plan for the capital mobilization in case the shares could not be offered completely as expected: In order to provide capital for investment and business of the company, the rate of offering successfully is minimum at 70%, equivalent to the amount of money collected of VND 8.7 billion. So in case the offering do not reach the rate for successfully offering or the shares are not distributed as planned and the capital mobilized was not as planned, the Board of Directors will consider to adjust the capital structure for the investment plan or to adjust the plan to be more appropriate with the financial capabilities.

- Condition for cancelling the offering: The rate of shares offered is 0%

- Stock depository and listing: Additional offering shares will be centrally registered at the Vietnam Securities Depository and registered to list on the institutional stock exchange within 1 year after completing the offering to the public to ensure the requirements for listed shares offering to the public.

**Article 2.** Assign the General Manager to direct related department to complete the procedures for the permission for the offering and to implement the offering as prescribed by the legal regulations

**Article 3.** Implementation

The Board of Directors, Board of Executive Managers, related departments and employees have the responsibilities in implementing this board resolution.