



TP. Hồ Chí Minh, ngày 19 tháng 01 năm 2022
Ho Chi Minh City, January 19, 2022

Số/Ref: 115/2022/CV-SSIHO

V/v: Công bố Nghị quyết HĐQT triển khai
Phương án phát hành cổ phiếu tăng vốn điều lệ
Re: Disclosing Board Resolution on the implementation
of the detailed shares issuance plan for capital injection

**CÔNG BỐ THÔNG TIN
TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA ỦY BAN
CHỨNG KHOÁN NHÀ NƯỚC VÀ SỞ GDCK**

**DISCLOSURE OF INFORMATION
ON THE STATE SECURITIES COMMISSION'S
PORTAL AND STOCK EXCHANGE'S PORTAL**

Kính gửi/To: - Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*
- Sở Giao dịch Chứng khoán TP. Hồ Chí Minh/ *Hochiminh Stock Exchange*
- Sở Giao dịch Chứng khoán Hà Nội/ *Hanoi Stock Exchange*

Công ty:	CÔNG TY CỔ PHẦN CHỨNG KHOÁN SSI
Organization name:	SSI SECURITIES CORPORATION
Mã chứng khoán:	SSI
Ticker	SSI
Địa chỉ trụ sở chính:	72 Nguyễn Huệ, P. Bến Nghé, Quận 1, TP. Hồ Chí Minh
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Người thực hiện công bố thông tin:	Nguyễn Hồng Nam
Spokesman:	Nguyen Hong Nam
Chức vụ:	Tổng Giám đốc
Position:	Chief Executive Officer

Loại thông tin công bố 24 giờ bất thường theo yêu cầu định kỳ

Information disclosure type 24 hours irregular on demand periodic

Nội dung thông tin công bố/ *Content of information disclosure:*

Nghị quyết số 01/2022/NQ-HĐQT ngày 19/01/2022 của Hội đồng quản trị Công ty cổ phần Chứng khoán SSI về việc triển khai phương án chào bán thêm cổ phiếu cho cổ đông hiện hữu theo quy định tại Nghị quyết ĐHĐCĐ số 01/2022/NQ-ĐHĐCĐ. / *Resolution No. 01/2022/NQ-HĐQT dated January 19, 2022 of SSI's Board of Directors on the offering additionally for existing shareholders mentioned in the Resolution 01/2022/NQ-ĐHĐCĐ.*



Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 19/01/2022 tại đường dẫn www.ssi.com.vn.

This information was posted on SSI website on January 19, 2022 at this link www.ssi.com.vn.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby declare to be responsible for the accuracy and completeness of the above information.

Đại diện tổ chức
Organization representative
Người được ủy quyền công bố thông tin
Party authorized to disclose information



Nguyễn Hồng Nam
Tổng Giám đốc
Chief Executive Officer





Ho Chi Minh City, January 19, 2022

No: 01/2022/NQ-HĐQT

**RESOLUTION
BOARD OF DIRECTORS**

On approval of detailed additional shares
offering for existing shareholders

**BOARD OF DIRECTORS
SSI SECURITIES CORPORATION**

Pursuant to:

- Charter of SSI Securities Corporation;
- Resolution 01/2022/NQ-ĐHĐCĐ of GMS dated Jan 10, 2022 (herein called "Resolution 01/2022/NQ-ĐHĐCĐ");
- Meeting of collecting voting opinions of members of the Board of Directors ("the Board") dated January 19, 2022;

RESOLVED:

Article 1: To approve the additional offering implementation for existing shareholders mentioned in Article 1 of Resolution 01/2022/NQ-ĐHĐCĐ. The details as below:

1.	Name of share	SSI Securities Corporation shares
2.	Ticker	SSI
3.	Type of share	Ordinary shares
4.	Par value	VND 10,000/share
5.	Charter capital before issuance (included 10,000,000 shares issued under the Employee Stock Ownership Plan to comply with Resolution No. 01/2021/NQ-ĐHĐCĐ dated May 22, 2021)	VND 9,947,500,220,000
6.	Quantity of shares before issuance	994,750,022 shares
7.	Quantity of expected shares to additional offering	Maximum 497,375,011 shares The quantity of offered shares for the existing shareholders based on the offering ratio of the outstanding shares and method of rounding down
8.	Total value of such offering on par value	Maximum VND 4,973,750,110,000
9.	The offering price	VND 15,000 (Fifteen thousand)/share
10.	Total expected quantity of share after offering	1,492,125,033 shares
11.	Estimated charter capital after offering	VND 14,921,250,330,000

12.	Ratio of rights execution	2:1 (on the date of finalized shareholders list for right execution, shareholder owns 01 purchasing right per 01 share, shareholder owns 02 purchasing rights enable to buy 01 new issued share)
13.	Method of offering	Offering for the existing shareholders with the subscription execution
14.	Potential purchaser	Existing shareholders as in the shareholders list on the record date for subscription right execution to additional offering
15.	Transfer the subscription rights	<p>Existing shareholders as in the shareholders list on the record date for subscription right execution to additional offering, who have the right to transfer such rights for others for once within regulated deadline (the transferee is not allowed to transfer for the third party). Transferor and transferee have a deal on transferred price, payment and responsible for fulfilling their obligations as stipulated regarding to the transfer.</p> <p>Example: On the record date, shareholder A owns 200 shares shall have 200 subscription rights. Shareholder A can transfer such 50 rights to investor B and 150 rights to investor C. Investor B and C are not allowed to transfer such rights to the third party.</p>
16.	Principle of rounding and handling the fractional shares, decimal of shares	<p>For the decimal of shares (if any) arising after execution, in order to not excess of total quantity of offered shares, the offered shares for each shareholder shall be rounded down to units. The fractional shares (if any) shall be rounded to 0 share.</p> <p>Example: On the record date, shareholder A owns 205 shares shall have 205 subscription rights. The eligible shares be bought by shareholder A will be calculated on $(205 \times 1) / 2 = 102.5$ shares. After rounded down to units, the eligible shares are 102 shares</p>
17.	Handling for undistributed shares	<p>The remaining undistributed shares for existing shareholders (including arising shares due to rounding, shareholders' refusal to exercise subscription rights, unissued shares with the other reasons) will be offered by the Board for other investors (including existing shareholders) with the offering price is not under the price offered for existing shareholder.</p> <p>According to authorization from the General Meeting of Shareholders, the Board shall make a decision for selection and criteria of investors, who eligible to buy those undistributed shares as below:</p> <ul style="list-style-type: none"> - Securities professional investors. - Means international, domestic institution and individual (include existing shareholders and/or Company's employees) with financial potential, professional ability, technology knowledge and experience suitable with business operation of Company or ability to support efficiently during the Company's development orientation, cooperation commitment with the Company. <p>After the deadline for distributing shares as regulations (including extension if any), the undistributed shares will be cancelled and the Board will decide on finishing the offering period.</p>
18.	Restricted to transfer	<p>Those new offered shares will not be in transferred restriction.</p> <p>For the existing shareholders still in the restricted period are eligible to receive the subscription rights. Those new issued shares will not be in transferred restriction.</p> <p>For the remaining undistributed shares for the existing shareholders, when offered those shares for other shareholders or investors will be restricted within 01 year since the completion date of the offered period as regulation.</p>

19.	Public offering	Approving for shareholder/investor selected by the Board to purchase the undistributed shares for existing shareholders, who will not conduct to make procedures on public offering regulated in Law on Securities in cases purchasing leads to ownership ratio greater than its limitation as Clause 1 Article 35 of Law on Securities.
20.	Minimum successful ratio	Not applicable
21.	Estimated issuance period	In 2022 and right after the approval of SSC
22.	Purpose of the additional offering	Enhancing to Company's financial capacity to meet the purpose of capital usage
23.	Ownership ratio of foreign investor	Ownership ratio of foreign investors at SSI is 100%. Therefore, foreign shareholders will not be limited on ownership ratio of foreign investors under this issuance plan.



The remaining contents in the Resolution 01/2022/NQ-ĐHĐCĐ.

Article 2: Evaluation of expected shares dilution after issuance

During shares offering for capital injection may arise the dilution risks, including:

- (i) dilution of reference price on the ex-right date;
- (ii) dilution of earnings per share (EPS);
- (iii) dilution of book value per share (BVPS);
- (iv) dilution of controlling ratio and voting rights.

The controlling ratio and voting rights of the existing shareholders shall be decreased by the equivalent ratio to ratio of shareholders who refused for execution in such offering (compared to the period before the date of finalized shareholders list for subscription execution which owned by shareholders).

The detailed risk assessment will be mentioned in the Prospectus on additional public offering.

Article 3: To approve the plan on capital usage from the issuance

Total maximum capital amount collected from the shares offering for the existing shareholders is VND7,460,625,165,000 to supplement the margin loan resource. In term of not use for margin loans, the capital resource will be used for bond investments, certificate of deposit to ensure its usage efficiently.

Article 4: To approve the depository registration at the Vietnam Securities Depository and listing additionally at the Hochiminh Stock Exchange for total offered shares of the Company in compliance with the applicable laws.

The Board commits to make the above procedures right after completing the offering.

Article 5: To approve the list of dossiers for public offering

1. Resolution 01/2022/NQ-ĐHĐCĐ dated January 10, 2022 of SSI General Meeting of Shareholders;
2. Resolution of the Board on detailed additional offering for existing shareholders and list of dossiers for public offering;
3. Application for offering registration;
4. Separated and Consolidated Audited Financial Statements in 2019 and 2020; Financial Statements of quarter IV/2021;
5. Audited report of owner's investment capital for the period from June 4, 2021 to October 28, 2021;
6. The Prospectus on additional public offering;
7. License on Establishment and Operation, Enterprise Registration Certificate of the Company;

8. Company Charter;
9. Confirmation Letter of the Bank on opening the blocked account to receive the purchasing amount from the offering;
10. Report on capital usage from the latest shares offering;
11. Commitment Document on not being for the criminal prosecution or conviction about one of economic offences which has not been expunged deliberately;
12. Commitment on listing additionally after finishing the issuance;
13. The other documents mentioned in the offering dossier.

Article 6: The Board authorizes for the Chairman of the Board to decide all relevant tasks, signing the relevant documents, dossiers which including without limitation of the following:

- Deciding the specific period for offering;
- Deciding the blocked account to receive the purchasing amount;
- Deciding the record date to finalize the shareholders list and make its procedures for offering to the existing shareholders;
- Conducting the procedure of issued shares distribution described in offering plan;
- Revising Company Charter for capital injection and apply its dossiers, which based on the issuance results at competent agencies under the applicable laws;
- Implementing the necessary legal procedures as well as relevant dossiers and documents stipulated in the applicable laws and under requests from the competent agencies to complete the shared offering, deposit at Vietnam Securities Depository and list additionally at Hochiminh Stock Exchange for these new issued shares of the Company.

Article 7: This Resolution takes effective from signing date. The Board members, related individuals and departments are responsible for implementation of this Resolution.

Recipients:

- As Article 7;
- BOD, BOM, BOI;
- For archives.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**



SSI
Nguyễn Duy Hưng