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TP. Hồ Chí Minh, ngày 02 tháng 10 năm 2023  
Ho Chi Minh City, 02 October 2023

**CÔNG BỐ THÔNG TIN BẤT THƯỜNG**  
**EXTRA-ORDINARY INFORMATION DISCLOSURE**

**Kính gửi:** Ủy ban Chứng khoán Nhà nước  
Sở Giao dịch Chứng khoán Hồ Chí Minh  
Sở Giao dịch Chứng khoán Hà Nội  
**To:** *State Securities Commission of Vietnam*  
*Ho Chi Minh Stock Exchange*  
*Ha Noi Stock Exchange*

- Tên tổ chức: Công ty Cổ phần Tập đoàn Masan  
*Name of organization: Masan Group Corporation*  
Mã chứng khoán/Mã thành viên: MSN  
*Stock code/ Broker code: MSN*  
Địa chỉ: Số 23 Lê Duẩn, phường Bến Nghé, Quận 1, Tp. Hồ Chí Minh  
*Address: 23 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City*  
Điện thoại liên hệ/Tel.: 28 6256 3862 Fax: 28 3827 4115
- Nội dung thông tin công bố: **Thông cáo báo chí “Thương vụ đầu tư vốn cổ phần lên đến 500 triệu USD dẫn đầu bởi Bain Capital”**  
*Contents of disclosure: Immediate release on “Bain Capital Leads MSN’s Equity Funding Round of Up to US\$500 Million”*
- Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 02/10/2023 tại đường dẫn <https://www.masangroup.com/investor-relations.html>  
*This information was disclosed in the folder Corporate Announcements of section Investor Center on the Company’s website on 02 October 2023 at <https://www.masangroup.com/investor-relations.html>*



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 certify that the information provided is true and correct and we bear the full responsibility to the law.*

***Tài liệu đính kèm/Attached documents:***

Tài liệu liên quan đến nội dung thông tin công bố như nêu tại Mục 2.

*Documents related to disclosed information at mentioned in Item 2.*

**ĐẠI DIỆN TỔ CHỨC**  
**ORGANIZATION REPRESENTATIVE**  
Người được ủy quyền công bố thông tin  
**Authorized representative for information disclosure**  
**LUẬT SƯ TRƯỞNG / GENERAL COUNSEL**



**TRẦN PHƯƠNG BẮC**





## **FOR IMMEDIATE RELEASE**

### **Bain Capital Leads MSN's Equity Funding Round of Up to US\$500 Million**

**Ho Chi Minh City, 2 October 2023** – Masan Group Corporation (**HOSE: MSN**, "Masan" or the "Company") today announced that Bain Capital, a leading private investment firm with approximately US\$180 billion of assets under management, has agreed to invest into Masan Group at least US\$200 million in equity capital at price of VND85,000 per share (the "Transaction"). Proceeds from the Transaction will be used to strengthen the Company's financial position and de-lever its balance sheet. This marks Bain Capital's first-ever investment in Vietnam and underscores its confidence in Masan's ability to realize the immense opportunity to fulfill 100 million Vietnamese consumers' daily grocery, financial, and other life needs.

Vietnam is the fastest consumption growth market in Southeast Asia with forecasted annual growth of 7.7% between 2022 and 2040, underpinned by increasing urbanization and an exploding consumer class with higher disposable income and evolving demands extending beyond basic needs to lifestyle and financial ones. A leader in the Vietnamese consumer market, Masan has been transforming from a pure branded products company into an integrated consumer-retail platform to consolidate the growth potential across the consumer value chain. In that respect, Masan has identified 3 multi-year secular growth trends:

- Premiumization and health-led innovations, served by its fast-moving consumer goods ("FMCG") business, Masan Consumer Holdings;
- Transition from unbranded to branded and increasing demand for higher-quality animal protein, provided by Masan MEATLife; and
- Shift from general trade ("GT") to modern trade ("MT"), accelerated by its retail platform, WinCommerce.
- At the center of Masan's platform is WIN Membership – the platform connecting brands and consumers – which has reached 7 million members and is targeted to reach 10 million members by year-end and 30 million members by 2025. The WIN Membership platform allows Masan to provide more personalized, targeted products and services to better serve the Vietnamese consumers and will serve as the critical growth engine for the Company's businesses.

Danny Le, CEO of Masan Group, commented on the transaction: "In the face of a challenging consumer environment, Masan has continued to invest in our platform and breakthrough innovations to position ourselves for the consumer upswing. We aim to be a profitable multiplier on Vietnam's golden consumption era. Bain Capital's partnership is a strong validation of all the consumer-centric investments and transformation we have made over the past 18 months to win 80% of the consumer wallet. We look forward to working with Bain to accelerate our vision to be the one-stop shop for consumer daily needs."

"We are thrilled to partner with Masan for an important investment in Vietnam and believe that Masan has the right fundamentals, reach, and growth strategy to succeed in a high-growth and compelling consumer market. Masan is one of the most trusted brands in Vietnam with significant reach to households with the ability to anticipate consumer tastes and build out an innovative product pipeline to meet those needs. We see a significant opportunity to invest behind Masan's continued growth and first-class management team," said Barnaby Lyons, a Partner at Bain Capital.

Bain Capital has deep experience in investing to support the growth and leadership of a diversified set of consumer and retail businesses in Asia, including Schwan's Company and Carver Korea.

Masan expects the Transaction to close by end of 2023 and continues to explore other strategic alternatives for equity capital, including diluting its interest in non-core businesses, to bolster its liquidity profile and achieve a sustainable Net Debt to EBITDA ratio below 3.5x on a steady-state basis.

Jefferies Singapore Limited acted as the financial advisor to Masan Group. The Transaction is subject to customary corporate and regulatory approvals.



### Transaction Details

- The Transaction is an equity investment in the form of Convertible Dividend Preference Share ("CDPS") to be issued at a price of VND85,000 per share which can be converted into ordinary shares at a 1:1 conversion ratio
- In addition to the normal dividends payable (if any) to the Company's shareholders, the CDPS has no preference dividend for the first five years, then followed by a 10% preference dividend at par value of each outstanding CDPS per annum from the sixth anniversary onwards
- On the tenth anniversary of the issuance, the outstanding CDPS will be mandatorily converted into ordinary shares of Masan Group
- Masan is also in discussion with other investors to upsize the investments to up to US\$500 million which is subject to prevailing market conditions and the Company's capital needs

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## **MASAN GROUP CORPORATION**

Masan Group Corporation believes in doing well by doing good. The Company's mission is to provide better products and services to the 100 million people of Vietnam, so that they can pay less for their daily essentials. Masan aims to achieve this by driving productivity with technological innovations, trusted brands, and focusing on fewer but bigger opportunities that impact the most lives.

Masan Group's member companies and associates are industry leaders in branded fast moving consumer goods, branded meat, modern retail, F&B retail, financial services, telecommunications, and value-add chemical processing, altogether representing segments of Vietnam's economy that are experiencing the most transformational growth.

## **BAIN CAPITAL**

Bain Capital is one of the world's leading private investment firms with approximately \$180 billion of assets under management that creates lasting impact for our investors, teams, businesses, and the communities in which we live.

Since our founding in 1984, we've applied our insight and experience to organically expand into several asset classes including private equity, credit, special situations, public equity, venture capital and real estate. We leverage our shared platform to capture cross-asset class opportunities in strategic areas of focus. With offices on four continents, our global team aligns our interests with those of our investors for lasting impact.

## **CONTACTS:**

Investors/Analysts  
Phu Duong  
T: +84 28 6256 3862  
E: [ir@msn.masangroup.com](mailto:ir@msn.masangroup.com)

Media  
Van Pham  
T: +84 28 6256 3862  
E: [pr@msn.masangroup.com](mailto:pr@msn.masangroup.com)

This press release contains forward-looking statements regarding Masan's expectations, intentions or strategies that may involve risks and uncertainties. These forward-looking statements, including Masan's expectations, involve known and unknown risks, uncertainties, and other factors, some of which are beyond Masan's control, which may cause Masan's actual results of operations, financial condition, performance, or achievements to be materially different from those expressed or implied by the forward-looking statements. You should not rely upon forward-looking statements as predictions, future events or promises of future performance.

