**PCH: Extraordinary General Mandate 2023**

On November 22, 2023, Picomat Plastic Joint Stock Company announced General Mandate No. 02/2023/NQ/DHDCD as follows:

Article 1: Approve the content of Proposal No. 11/2023/TTr-HDQT on approving the repurchase of shares of PCLand Investment and Asset Management Joint Stock Company (PCLand) from the Company’s own capital and adjusting the content of the Plan on private placement of shares to buy PCLand shares in Proposal No. 09/2023/TTr-HDQT dated June 7, 2023 approved by the Annual General Meeting of Shareholders 2023

The Meeting approved adjusting the content of the Plan on the private placement of shares and using a part of the own capital to invest in PCLand Investment and Asset Management Joint Stock Company (PCLand) with specific contents as follows:

1. Information about the investee:
* Name of Company: PCLand Investment and Asset Management Joint Stock Company
* Business Registration Certificate No. 0107870863 issued by Hanoi Department of Planning and Investment for the first time on June 1, 2017 and changed for the 6th time on May 15, 2023.
* Head office: Cau Lieu Village, Thach Xa Commune, Thach That District, Hanoi City
* Charter capital: VND 183,960,000,000
* Main business lines: Short-time accommodation services
1. Approve the repurchase of shares of PCLand from the own capital (Round 2) of Picomat Plastic Joint Stock Company as follows:
* Number of shares expected to buy: 1,600,000 shares.
* Purchase price: VND 14,000/share
* Total value of shares repurchased: VND 22,400,000,000.
* Source of capital for implementation: The Company’s own capital.
* Picomat's expected ownership rate in PCLand after purchase is 28.27% (including the share ownership rate of PCLand purchased previously)
1. Approve the private placement plan to purchase PCLand shares as follows:
	1. Plan on the private placement
* Capital increase plan in 2023: Expected increase of VND 176,000,000,000 in charter capital by offering 17,600,000 additional shares.

Notes: The actual number of offered shares may change after being recalculated by the Board of Directors based on actual figures at the time of offering.

* Name of offered share: Shares of Picomat Plastic Joint Stock Company
* Share type: Common shares
* Par value: VND 10,000/share
* Securities code: PCH
* Number of shares expected to be offered: 17,600,000 shares
* Total estimated offering value at par value: VND 176,000,000,000
* Offering price: VND 10,000
* Offering form: Private placement
* Eligible buyers: Less than 100 investors, not including professional investors who are domestic organizations and individuals with financial potential
* Criteria for selecting investors: Domestic organizations or individuals who are professional securities investors with financial potential and commit to accompanying and supporting the Company in governance and financial activities to develop the Company and ensure benefits for shareholders; investors with appropriate ownership rate after offering according to the provisions of law; Institutional investors meeting the provisions of law on holding company - subsidiary: The offering organization is not the holding company of the organization offering shares, or both organizations are not subsidiaries of the same holding company.
* List of investors allowed to buy shares: According to the list attached to this Plan; The General Meeting of Shareholders authorizes the Board of Directors to change the investors selected to buy individual shares if necessary and depending on the actual situation. The investor for replacement (if any) must meet the above criteria; For shares in the private placement that are not purchased by investors who are allowed to buy shares according to the list selected by the Board of Directors (if any), the General Meeting of Shareholders authorizes the Board of Directors to continue offering to other subjects wishing to purchase in an appropriate manner and conditions, with a selling price not lower than the initial offering price on the basis of ensuring this private placement of the Company does not exceed the scope of a private placement and in accordance with applicable legal regulations.
* Expected time of the offering: Decided by the Board of Directors after being approved by the General Meeting of Shareholders and approved by the State Securities Commission, expected in Q1/2024
* Transfer restriction: Shares in this private placement will be restricted from transfer for 01 year for professional securities investors from the date of completion of the offering in accordance with the law, except in cases of transfer between professional securities investors or compliance with legally effective court judgments or decisions, Arbitration decisions or inheritance according to the provisions of law.
* Guarantee of meeting regulations on foreign ownership rate: The General Meeting of Shareholders assigns and authorizes the Board of Directors to approve a plan to ensure that the share offering meets regulations on foreign ownership rate.
* Offering purposes: additional offering of shares for the purpose of repurchasing shares of shareholders at PCLand Investment and Asset Management Joint Stock Company and supplementing working capital.
* Handling plan in case of not fully distributing shares: In case shares are not fully registered as expected and the amount of mobilized capital does not reach as expected, the General Meeting of Shareholders authorizes the Board of Directors to consider supplementing the lack of capital through other forms of mobilization such as loans from credit institutions or from other organizations/ individuals in accordance with the provisions of law.
* The plan to handle the number of shares that are not fully distributed: In case at the end of the offering period, shares are not fully registered to be purchased by investors (if any), the General Meeting of Shareholders authorizes the Board of Directors to continue offering to other investors with the need in an appropriate form and conditions, with a selling price not lower than the initial offering price on the basis that this private placement of shares of the Company does not exceed the scope of a private placement and in accordance with current legal regulations.
1. Plan to use the capital collected from the issuance:

The expected proceed from the offering is VND 176,000,000,000 which will be used as follows:

(1) Repurchase shares from shareholders at PCLand Investment and Asset Management Joint Stock Company: VND 161,000,000,000. Specifically:

* Investee: PCLand Investment and Asset Management Joint Stock Company
* Business Registration Certificate No. 0107870863 issued by Hanoi Department of Planning and Investment for the first time on June 1, 2017 and changed for the 6th time on May 15, 2023.
* Head office: Cau Lieu Village, Thach Xa Commune, Thach That District, Hanoi City
* Charter capital: VND 183,960,000,000
* Main business lines: Short-time accommodation services
* At the present time: The company does not have accumulated losses
* Pursuant to Appraisal Certificate No. 36205/23/CT/OCA-HNO issued by Ocean Auditing Valuation Company Limited on June 2, 2023, Picomat Plastic Joint Stock Company plans to repurchase 11,500,000 shares of individuals who are currently shareholders of PCLand Investment and Asset Management Joint Stock Company as follows:
* Repurchase 8,820,000 shares of Ms. Dam Thi Bich Ngoc at the price of VND 14,000/share, the value of the repurchased shares is VND 123,480,000,000;
* Repurchase 2,219,350 shares of Mr. Doan Van Nam at the price of VND 14,000/share, the value of the repurchased shares is VND 31,070,900,000;
* Repurchase 460,650 shares of Ms. Vu Thi Kieu Van for VND 14,000/share, the value of repurchased shares is VND 6,449,100,000.
* It is expected that the number of shares owned by Picomat Plastic Joint Stock Company at PCLand Asset Management and Investment Joint Stock Company (after additional purchase) is 16,700,000 shares, equivalent to the ownership rate of 90.78%.

Supplement working capital to serve production and business activities: VND 15,000,000,000

1. The General Meeting of Shareholders assigns and authorizes the Board of Directors:
* The General Meeting of Shareholders assigns and authorizes the Board of Directors to develop a specific capital use plan, decide specifically on the allocation and use of proceeds from the share offering and/or amend, supplement or adjust the capital use plan in accordance with the Company's business situation when implementing the share offering, the Company's general development plan, ensuring the interests of shareholders.
* The General Meeting of Shareholders assigns and authorizes the Board of Directors to develop a detailed issuance plan and capital use plan according to the contents approved by the General Meeting of Shareholders; select the time of offering; Select investors that match the set criteria; Negotiate conditions on price and other binding conditions to ensure that the issuance to increase capital is successful and brings the highest benefits to shareholders and the Company.
* Decide and implement the works and procedures related to the implementation of the issuance. Depending on each specific case, the Board of Directors can authorize the General Manager to sign contracts and perform detailed related works to complete the issuance.
* Register, deposit additional securities, and register additional listing.
* The entire number of additional offered shares will be registered and deposited for additional securities at the Vietnam Securities Depository/Vietnam Securities Depository and Clearing Corporation and registered for additional listing at the Stock Exchange where the company is listing its shares within the time limit prescribed by law.
* Carry out procedures to change the Business Registration Certificate with the Department of Planning and Investment after completing the issuance.
* In addition to the issues authorized to the Board of Directors specifically stated in the share offering plan and plan for using capital collected from the above offering, the General Meeting of Shareholders authorizes the Board of Directors the following contents:
* Regulate specifically the share offering plan and/or amend and supplement the share offering plan at the request of the competent authority when carrying out share offering registration procedures or when necessary based on the actual situation of the Company at the time of offering to ensure a successful offering;
* Decide on selecting and approving the list of investors to buy shares in the private placement, handle undistributed shares (if any);
* Decide on handling the undistributed shares to other investors with the need in an appropriate form and conditions with a selling price not lower than the initial offering price on the basis of ensuring this private placement of the Company does not exceed the scope of a private placement and in accordance with current legal regulations;
* Implement tasks and procedures related to the share offering as per the provisions of law and the Company's charter.
* Decide and implement all the necessary tasks and procedures related to: (i) Recording the change in the charter capital, recording the amendment/supplement of provisions regulating the charter capital in the Company's Charter; and (ii) registering to change the Company's Certificate of Enterprise Registration/Business Registration; and (iii) registering and depositing additional shares of the Company at the Vietnam Securities Depository/Vietnam Securities Depository and Clearing Corporation; and (iv) registering for additional listing of the Company's shares on the Stock Exchange:
* Regulate specifically the capital use plans when necessary or requested by a competent authority when carrying out share offering registration procedures; Balance and allocate capital collected from the share offering to use according to the purpose approved by the General Meeting of Shareholders, but must ensure the company's operating criteria, and actively adjust the use of collected capital, time to disburse capital or change the purpose of capital use (if necessary) to suit the Company's actual operations and report to the next General Meeting of Shareholders on adjustments/changes related to the use plan of this capital;
* Decide all other issues related to the offering of shares, additional depository and listing registration of shares and the use of capital collected from the offering of shares.

Article 2: Validity:

This General Mandate is approved by the General Meeting of Shareholders and takes effect from the date of its signing. The General Meeting of Shareholders authorizes the Board of Directors of the company to concretize it into specific plans and tasks to direct and organize the implementation of the General Mandate./.