**DHT: Notice on the private placement**

On December 15, 2023, HaTay Pharmaceutical JSC announced Notice No. 1195/TB-DHT on the private placement of shares as follows:

Plan of the private placement to increase charter capital:

1. Share name: Share of HaTay Pharmaceutical JSC
2. Share type: Common share;

* Total number of issued shares: 73,941,773 shares.
* Total number of outstanding shares: 73,940,260 shares.
* Total value of outstanding shares (calculated at par value or market price at the reporting time (if any): VND 739,402,600,000
* Characteristics (specified characteristics or rights attached): None.
* Total treasury shares: 1,513 shares.

1. Par value: VND 10,000/share;
2. Expected maximum offer price: VND 21,500/share;
3. Expected minimum offer price: VND 21,500/share;
4. Number of shares registered for offering: 8,400,000
5. Total expected mobilized amount: VND 180,600,000,000
6. Terms for warrants attached to preferred shares: None
7. Number of shares registered for offering/Total number of outstanding shares: 11.36%
8. Offering purposes:

All proceeds from the offering will be used for the following contents:

|  |  |  |
| --- | --- | --- |
| No. | Capital use purpose | Expected amount (VND) |
| 1 | High-Tech Hataphar Pharmaceutical Manufacturing Factory Project. | 78,387,000,000 |
| 2 | Restructure liabilities to improve the capital autonomy and reduce financial pressure on the Company | 102,213,000,000 |
|  | Total | 180,600,000,000 |

1.1 Investment in the High-Tech Hataphar Pharmaceutical Manufacturing Factory Project: VND 78,387,000,000

1. Legal Basis Related to the Project.

Decision No. 163/QD-CNCHL dated October 7, 2020, by the Management Board of Hoa Lac High-Tech Park;

1. Basic Information of the Project.

* Investor’s name: HaTay Pharmaceutical JSC
* The address of the investor's headquarters: No. 10 A Quang Trung Street, Quang Trung Ward, Ha Dong District, Hanoi City
* The operational management and implementation unit of the project: The investor organizes management and operations.
* Construction site: An area of 45,166 square meters located at lots CN1-3A-1, CN1-03A-2, and CN1-03A-3 within Lot CN1-03A of High-Tech Industrial Zone 1 - Hoa Lac High-Tech Park, Km 29 Thang Long Boulevard, Thach That District, Hanoi.
* Project scale.
* Projected production scale and expected products: Modern medicines (estimated 2 billion product units/year), hormone-containing drugs (estimated 2 billion product units/year), and herbal medicine (estimated 700 million product units/year);
* Expected personnel scale: 349 employees during the stable phase of the project.
* Total estimated investment: VND 1,283,120,000,000
* The total disbursed capital to date: VND 656,618,141,985
* The actual project implementation progress as of June 30, 2023: Currently implementing Phase 1 as follows:
* Total investment of stage 1: VND 790,037,646,951 (Value added tax included).
* Disbursed (Phase 1): VND 656,618,141,985 (Value added tax included).
* Capital needed (Phase 1): VND 133,419,504,966
* The capital requirement to complete Phase 1 is VND 133,419,504,966. Therefore, the entire amount received in 1.1. will be used for project investment.

1.2. Restructure liabilities to improve the capital autonomy and reduce financial pressure on the Company: VND 115,424,998,316

The planned restructuring of loans/loan contracts by the Company is detailed as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Loan contract | Relation with DHT, related person of DHT | The value of the debt/contract (VND) | Expected debt repayment time |
| 1 | MUFG Bank, LTD. - Hanoi City Branch (Long-term credit contract No. FL/053/22 dated August 2, 2022). | None | 115,424,998,316 (\*) | Q4/2023 |
|  | Total |  | 115,424,998,316 |  |

(\*) The outstanding loan balance according to the Semi-annual Separate Financial Statements of the Holding Company reviewed on June 30, 2023.

1. Eligible buyer

Criteria for selecting subjects of the offering:

* Professional financial institutions and/or domestic/foreign entities or individuals with financial strength, and capable resources that can contribute to the company's business activities for future benefits.
* Other criteria that the Board of Directors considers as necessary.

1. Expected list:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of investors | ID/Passport or Business Registration Certificate | Subject | | Number of shares owned before the offering | Number of shares expected to be offered (share) | Expected ownership rate after the offering |
| Strategic investor/Professional investor | Foreign investors/Economic organizations with foreign investors holding more than 50% of charter capital/Domestic investors |
| 1 | ASKA PHARMACEUTICAL CO., LTD. | Certificate of Establishment No. 0104-01-018375, initially issued on October 3, 2005, by the Ministry of Justice of Japan. | Strategic investors | Foreign investors | 18,411,178 | 8,400,000 | 32.56% |
| Total | | | | | 18,411,178 | 8,400,000 | 32.56% |

1. Based on the recorded list of shareholders as of July 25, 2023.
2. Calculated based on the expected maximum outstanding shares after the private placement for strategic investors.
3. Transfer restriction: The minimum transfer restriction period for shares privately offered to strategic investors is 3 years from the end date of the offering (unless legally mandated otherwise).
4. The offering period shall not exceed 90 days from the date of receipt of the State Securities Commission's written notification confirming the receipt of complete registration dossier for the private placement of shares by the Company: from December 15, 2023 to March 14, 2024
5. Blocked accounts receive money to buy shares: 112002948272 at Vietnam Joint Stock Commercial Bank of Industry and Trade - Thanh An Branch.