**MST: Extraordinary Annual General Mandate 2024**

On February 22, 2024, MST Investment Joint Stock Company announced General Mandate No. 01/2024/NQ-DHDCD as follows:

Article 1: Approve the plan for the private placement of shares to professional securities investors.

1. Issuance plan:

|  |  |
| --- | --- |
| Name of shares | Share of MST Investment Joint Stock Company |
| Share type | Common shares |
| Par value | VND 10,000/share |
| Issuance plan | Private placement of shares to professional securities investors |
| Number of issued shares | 70,000,000 shares |
| Total value of issued shares (based on the par value) | VND 700,000,000,000 |
| Criteria for selecting issuance subjects | Professional securities investors who are domestic individuals and organizations with strong financial potential and can support the Company in core construction; improving financial capacity; and corporate governance. |
| Issuance subjects | Professional securities investors, the amount is 13 investors according to the attached list.  Authorize the Board of Directors to change the number of shares offered to each investor and change professional securities investors to choose to buy individual shares if necessary and depending on the actual situation. The professional securities investor selected as an alternative (if any) must meet the above criteria. |
| Offering price | VND 10,000/share |
| Transfer of purchase right | Professional securities investors who are allocated buying rights in this case are not allowed to transfer buying rights to others |
| Transfer restriction | Shares offered privately to professional securities investors are restricted from transfer for 01 years from the date of completion of the offering. Except for cases of transfer between professional securities investors or implementation under an effective court judgment or decision or inheritance according to the provisions of law. |
| Expected time of issuance | Authorize the Board of Directors to choose a suitable time to make the offering. The offering will only be made after receiving approval from the State Securities Commission. |
| Plan on handling undistributed shares | If at the end of the offering period, the remaining shares have not yet been distributed, the General Meeting of Shareholders authorizes the Board of Directors to distribute to other subjects who are professional securities investors for VND 10,000 /share.  In this case, the Company will increase its charter capital according to the number of shares successfully issued, and the number of shares not purchased by the Investor will be canceled. |
| Ownership rate of foreign investors | The issuance objects are domestic professional securities investors, so the issuance ensures the ownership rate of foreign investors in the Company in accordance with the provisions of law. |

1. Purpose and plan to use capital obtained from the offering:
2. Issuance purpose

Supplement investment capital to buy controlling shares of Binh Thuan - Hoang Quan Consulting, Trading, Real Eastate Service Joint Stock Company (The enterprise owns Ham Kiem I Industrial Park and Ham Kiem I Industrial Park Social Housing Area in Ham Kiem Commune, Ham Thuan Nam District, Binh Thuan Province)

1. Capital use plan:

The expected proceeds from the offering are VND 700,000,000,000 which will be used for the following purposes:

|  |  |  |
| --- | --- | --- |
| No. | Capital use plan (expected) | Expected amount to be used (VND) |
| 1 | Buy 32,300,000 shares equivalent to 99.85% of the charter capital of Binh Thuan - Hoang Quan Consulting, Trading, Real Eastate Service Joint Stock Company (Business code: 3400382817. Head office address: 198 Nguyen Hoi, Phu Trinh ward, Phan Thiet city, Binh Thuan province) | VND 700,000,000,000 |
| Total | | VND 700,000,000,000 |

1. The potential of Binh Thuan - Hoang Quan Consulting, Trading, Real Estate Service Joint Stock Company and the effectiveness of investing in buying controlling shares of Binh Thuan - Hoang Quan Consulting, Trading, Real Estate Service Joint Stock Company.

Binh Thuan - Hoang Quan Consulting, Trading, Real Estate Service Joint Stock Company is the owner of the Ham Kiem I Industrial Park project with an area of 132.67 hectares and the Ham Kiem I Industrial Park Social Housing Area with an area of 13.54 hectares at Ham My Commune, Ham Thuan Nam District, Binh Thuan Province. Specifically:

❖ Information about the Ham Kiem I Industrial Park project

Location: The project is located in Ham Kiem Commune And Ham My Commune, Ham Thuan Nam District, Binh Thuan Province with a total land area of 132.67 hectares.

Project's scale: The area of the Industrial Park is 132.67 hectares. In which:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Land type | Area (hectares) | Rate (%) |
| 1 | Productive land | 90.78 | 68.42% |
| 2 | Land for operating and service area | 2.22 | 1.67% |
| 3 | Technical infrastructure land | 2.33 | 1.76% |
| 4 | Land for traffic | 18.41 | 13.88% |
| 5 | Land for trees | 18.93 | 14.27% |
| Total | | 132.67 | 100.00% |

Project legality: The project already has full legal status. Specifically:

* Decision on investment policy: 2883/QD-UBND dated August 10, 2005, regarding land allocation to Binh Thuan - Hoang Quan Consulting, Trading, Real Estate Service Joint Stock Company

Investment Certificate No.: 48221000007 was first registered on May 17, 2007, 1st adjusted Investment Certificate No.: 48221000029 dated April 8, 2009, Second adjusted Investment Certificate No.: 48221000007 dated June 12, 2013.

* Certificate of Land Use Rights No: CK818839 entry number: CT13875, date of issue: February 08, 2018
* Land lease contract signed between the Company and the Department of Natural Resources and Environment: No. 158/HDTD dated September 18, 2007, and adjusted annexes No. 193 in 2008, No. 181 in 2017, No. 86 in 2018;
* Decision to allocate land: 3915/QD-UBND dated November 17, 2005. Board Decision No. 1750/QD-UBND dated July 6, 2007. Board Decision No. 1642/QD-UBND dated June 20, 2008
* Decision to establish Industrial Park: 1220/QD-UBND dated May 6, 2009
* Decision approving detailed planning no: 3427/QD-UBND dated December 27, 2006, Decision on adjusting: 692/QD-UBND dated March 10, 2009. Decision on adjusting: 2748/QD- UBND dated October 19, 2015
* Certificate of completion of environmental impact assessment: No. 26/GXN-STNMT dated September 5, 2017

Status: The company is still investing in the construction and exploitation of the project. As of the end of November 2023, the total leased area is 257,709 m2 (leased to 14 secondary investors), equivalent to an occupancy rate of 28%. The remaining unleased area is 650,091 m2, equivalent to 72%.

* Information on the Ham Kiem I Industrial Park Social Housing Area project

Location: The project is located in Ham My Commune, Ham Thuan Nam District, Binh Thuan Province, with a total land area of 13.54 hectares.

Project's scale: 13.54 hectares of which:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Land type | Area (m2) | Rate (%) |
|  | Project's scale: | 135,416 | 100.00 |
| I | Residential Land | 56,529 | 41.74 |
| 1 | Commercial residential land | 11,273 | 8.32 |
| 2 | Social housing land | 36,189 | 26.72 |
| 3 | High-rise social housing land (CC1) | 4,176 | 3.08 |
| 4 | High-rise social housing land (CC2) | 4,891 | 3.61 |
| II | Public construction land (market) | 5,400 | 3.99 |
| III | Land for trees | 30,082 | 22.21 |
| 1 | Green trees in the house group | 192 | 0.14 |
| 2 | Park - water surface - sports (isolated trees) | 29,890 | 22.07 |
| IV | Land for traffic -Technical infrastructure | 43,405 | 32.05 |
| 1 | Traffic in the residential group | 32,867 | 24.27 |
| 2 | Traffic outside the residential group | 10,538 | 7.78 |

Project legality: The project has full legality. Specifically:

* Document of approval and policy decision:
* Document No. 1826/TTg-KTN dated October 14, 2015
* Decision No. 2602/QD-UBND dated September 27, 2018
* Decision No. 3114/QD-UBND dated December 5, 2019 -> Adjusting Decision 2602
* Decision No. 1661/QD-UBND dated August 5, 2022 -> Adjusting Decisions 2602 and 3114
* Planning documents and decisions:
* Decision No. 1955/QD-UBND dated July 30, 2018
* Decision No. 2331/QD-UBND dated September 13, 2019 -> Local adjustment of Decision 1955
* Environmental decisions
* Decision No. 2581/QD-UBND dated September 6, 2016
* Decision No. 2660/QD-UBND dated October 3, 2018 -> Adjusting Decisions 2602 and 2581
* Decision to change land use purpose:
* Decision No. 910/QD-UBND dated April 11, 2019.
* Tax authorities' incentives for social housing construction:
* Decision No. 834/QD-CT dated May 15, 2019 (Exemption from market land use fees)
* Decision No. 833/QD-CT dated May 15, 2019 (Exemption from land use fees for adjacent houses land and Apartments)
* Results of fire prevention and fighting appraisal
* Approval of fire protection for infrastructure category No. 3704/TD-PCCC dated October 30, 2018
* Approval of fire protection for the Market category No. 4097/TD-PCCC dated November 13, 2019
* Fire protection approval for Apartment category No. 4241/TD-PCCC dated May 6, 2020.
* Construction license:
* No. 55/GPXD dated June 21, 2019: Category: adjacent houses Phase 1 + Project-wide infrastructure
* No. 78/GPXD dated September 18, 2019: Category: adjacent houses phase 2
* No. 04/GPXD dated January 13, 2020: Market - Shopping Center category
* Approve selling and rental prices:
* Document No. 196/SXD-QLN&PTDT dated January 18, 2021 of the Department of Construction: Agree to approve the selling price and rental price (temporarily calculated).
* Notice of eligibility to sell houses formed in the future:
* No. 534/SXD-QLN&PTDT dated August 20, 2019 (Phase 1 - lots O15, O16, O17): 132 adjacent houses
* No. 784/SXD-QLN&PTDT dated November 28, 2019 (Phase 1 - lots O13, O14, O18, O19, O20, O21, O22): 267 adjacent houses
* No. 1731/SXD-QLN&PTDT dated June 19, 2020 (Phase 2 - lots O2, O3, O4, O5, O12, O23): 273 adjacent houses
* Notice of acceptance and putting into use:
* Fire protection acceptance:
* No. 555/PCCC dated January 6, 2020 (segment 1 - phase 1)
* No. 687/PC07 dated December 22, 2020 (segment 2- phase 2).
* Construction acceptance:
* No. 112/TB-SXD dated February 5, 2021 Acceptance and putting into use 399 adjacent houses
* Notice of eligibility to issue the Certificate of land use rights and ownership of houses and other land-attached assets: Notice of inspection of the current status of land use, built housing and conditions for transferring land use rights and selling housing of the investor of the 13.5ha project (phase 1).

Status: As of the end of November 2023, the Ham Kiem I Industrial Park Social Housing Project has completed construction items with the following completion rate:

Phase 1 Construction of adjacent house lots O13 - O22 (399 apartments); Construction of technical infrastructure, trees - landscape around the house lots:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Items | Progress | Rate (%) |
| I | Technical infrastructure land | Completed | 100% |
| II | Trees - landscape | Completed | 100% |
| III | Adjacent houses | Completed | 100% |

Phase 2 Construction of the remaining adjacent houses lots (556 apartments); 02 apartments; 01 market; Infrastructure; Trees - surrounding landscape and public works:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Category | Progress: | Rate (%) |
| I | Infrastructure; Trees - landscape - public works | | 40% |
| II | Central market | Complete the foundation and frame | 50% |
| III | Apartment | Complete the foundation | 30% |
| IV | Adjacent houses |  |  |
| 1. | Segment 1 (Lot O2 - O5; O12; O23): | |  |
| - | Lot: O2; O3; O4 | Complete the foundation up to the Plinth beam | 13% |
|  | Lot O5 | Completed 26 apartments; The remaining 26 apartments are being completed. | 78% |
|  | Lot O12 | Completed | 100% |
|  | Lot O23 | Completed 10 apartments; Completed the foundation up to the 41 remaining apartments | 30% |
| 2. | Segment 2 ( Lot O1; O6 - O11) | |  |
|  | Lot: O1; O6-O10 | Not yet constructed | 0% |
|  | Lot O11 | The foundation of 17/34 apartments is under construction | 6% |

Information of Products sold as of November 2023:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | PRODUCT INFORMATION | Unit | | GROSS PRODUCT | | SOLD | DEPOSIT | NOT YET SOLD |
| I | ADJACENT HOUSES | House | | 955 | | 461 | 02 | 492 |
| 1 | Commercial adjacent houses |  | | 215 | | 194 |  | 21 |
| 2 | Social adjacent houses - For sale |  | | 691 | | 267 | 02 | 422 |
| 3 | Social adjacent houses - For rent |  | | 49 | |  |  | 49 |
| II | SOCIAL APARTMENTS | Apartment | | 261 | |  |  | 261 |
| 1 | Social apartment CC1 - For rent | |  | | 114 |  |  | 114 |
| 2 | Social apartment CC2 - For rent | |  | | 147 |  |  | 147 |
| III | Central market | | m2 | | 1888 |  |  | 1888 |
| 1 | Indoor stall | |  | | 1312 |  |  | 1312 |
| 2 | Outdoor stall | |  | | 576 |  |  | 576 |

1. Additional listing and additional depository

All additional shares issued will be deposited by the Company and additionally registered for listing according to regulations.

1. Authorization

The General Meeting of Shareholders authorizes the Board of Directors to decide all issues related to the private placement of shares to professional investors to increase charter capital, specifically:

Implementing the share issuance plan:

* Actively develop and explain documents requesting permission from the State Securities Commission for the private placement to domestic professional securities investors;
* Adjust the list of domestic professional securities investors buying individual shares and the number of shares offered to each investor if necessary and announce publicly.
* Develop a detailed plan to use the proceeds for the right purpose of the issuance.
* Decided to distribute the unpurchased shares to other domestic professional securities investors for VND 10,000 /share.
* Implement amendments to provisions related to charter capital, shares in the Company's Charter of Organization, and Operation after completing the private placement of shares to professional securities investors according to the actual results of the issuance.
* Implement procedures to change the Company's Business Registration Certificate related to changing charter capital according to the actual results of the issuance with competent state agencies.
* Perform other related work.

Article 2: Approve changing the Company's headquarters address.

Article 3: Approve the amendments and supplements to the Company’s Charter.

Article 4: Terms of enforcement

This General Mandate takes effect from February 22, 2022.

The General Meeting of Shareholders assigns the Board of Directors, the Board of Managers, the Supervisory Board, and the Board of Management of the Company to organize the implementation of the contents approved at the General Meeting based on ensuring the interests of the Company and the interests of the shareholders, under the Company's Charter on organization and operation and following current legal regulations.