**CAP: Board Resolution**

On March 28, 2024, Yen Bai Joint Stock Forest Agricultural Products and Foodstuff Company announced Resolution No. 15/NQ-HDQT as follows:

Article I: The Board of Directors of Yen Bai Joint Stock Forest Agricultural Products and Foodstuff Company agrees to approve the following contents:

The Board of Directors approves the implementation of the plan on issuing bonus shares as per the Employment Stock Ownership Plan 2024 program (ESOP program)

1. The plan on issuing shares as per the ESOP program in 2024 is as follow:

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| --- | --- | --- |
| 1 | Name of Issuer | Yen Bai Joint Stock Forest Agricultural Products and Foodstuff Company |
| 2 | Name of shares: | Yen Bai Joint Stock Forest Agricultural Products and Foodstuff Company |
| 3 | Securities code: | CAP |
| 4 | Share type: | Common share |
| 5 | Par value | VND 10,000/share |
| 6 | Total number of issued shares: | 15,079,284 shares |
| 7 | Charter capital at par value | VND 150,792,840,000 |
| 8 | Number of treasury shares | 0 shares  |
| 9 | Issuance form | Issue bonus shares as per the ESOP program |
| 10 | Issuance purpose | In order to recognize the contribution of key managerial personnel of the Company At the same time, encourage the working spirit and the long-term commitment of the personnel, contributing to the business efficiency of the Company |
| 11 | Issue objects | Key managerial personnel of the Company  |
| 12 | Number of shares expected to be issued:  | 190,681 shares |
| 13 | Total issuance value at par value | VND 1,906,810,000 |
| 14 | The rate of shares expected to be issued/issued shares | 1.264% |
| 15 | Capital source for the issuance | Profit after tax in 2022-2023 in the Audited Consolidated Financial Statements for the Financial Year ended on September 30, 2023 of Yen Bai Joint Stock Forest Agricultural Products and Foodstuff Company  |
| 16 | Transfer restrictions | 01 year of transfer restriction from the completion date of the issuance  |
| 17 | Standards to select, distribution principles, and list of key managerial personnel participating in the program on issuing of bonus shares  | As per the Regulations on issuing bonus shares as per the Employment Stock Ownership Plan 2024 program, approved by the Board of Directors  |
| 18 | Implementation time | In Q2/2024, after being approved by the State Securities Commission.  |
| 19 | Additional depository and share listing: | All the shares issued as per ESOP program will be registered for additional depository at Viet Nam Securities Depository and Clearing Corporation (VSDC) and additional listing at Hanoi Stock Exchange (HNX)  |
| 20 | Authorization | The Board of Directors authorizes the Chair of the Board of Directors and the Manager of the Company to actively:* Implement the plan on issuing shares as per ESOP program
* Adjust the issuance plan as per the actual situations and finish the dossiers for registration for the issuance plan according to the demands of the State Securities Committee;
* Decide the time to issue shares
* Report on the results of shares issuance and send to the State Securities Commission;
* Implement the procedures with competent management agencies to complete the dossiers for depository and registration for additional transactions of the number of additional issued shares;
* Amend the Company’s Charter; change the contents of the Business Registration Certificate of the Company related to the change of charter capital according to the actual results of the issuance with the competent state authority;
* Implement other related works.
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1. Approve the plan on ensuring the share issuance as per ESOP program meeting the regulations on the maximum foreign ownership rate at the Company

According to Official Dispatch No. 6051/UBCK-PTTT dated September 12, 2022 of the State Securities Commission, the maximum foreign ownership rate at the Company is 0%.

* According to Official Dispatch No.: 9918/VSD-DK.NV dated September 15, 2022 of Vietnam Securities Depository, on adjusting the maximum foreign ownership rate of the security code CAP from 49% to 0% takes effects from September 16, 2022
* According to the list of shareholders recorded on March 19, 2024: The foreign ownership rate at the Company is 1.196% (the foreign investors owned before the adjustment to 0%)
* The Board of Directors commits to implement the plan: Not issue shares as per the ESOP program for foreign investors in 2024 to ensure the maximum foreign ownership rate at the Company is 0%

Article II: This Resolution takes effect from the date of its signing. Members of the Board of Directors, the Board of Managers, the Supervisory Board and relevant individuals are responsible for the implementation of this Resolution