**VNX: Board Resolution**

On May 14, 2024, Vietnam National Trade Fair and Advertising Company announced Resolution No. 17/HDQT-NQ on the simultaneous implementation of the Plan to offer shares to existing shareholders according to the ownership rate by the method of offering securities to the public in 2024 and the Plan to issue shares according to the ESOP as follows:

Article 1: Approve the content of implementing the Plan to offer shares to existing shareholders according to the share ownership rate by the method of offering securities to the public in 2024 according to Proposal No. 05/HDQT-VNX dated March 6, 2024 which has been approved by the Annual General Meeting of Shareholders 2024, details are as follows:

1. Plan to offer shares to existing shareholders according to the share ownership rate by the method of offering securities to the public

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| 1. | Issuer | : | Vietnam National Trade Fair and Advertising Company |
| 2. | Name of offered share | : | Shares of Vietnam National Trade Fair and Advertising Company |
| 3. | Share code: | : | VNX |
| 4. | Type of shares to be offered | : | Common shares |
| 5. | Share's par value | : | VND 10,000/share |
| 6. | Charter capital before the offering: | : | VND 12,249,480,000 |
| 7. | Number of outstanding shares | : | 1,224,948 shares |
| 8. | Treasury share | : | 0 shares |
| 9. | Offering method | : | Offering shares to existing shareholders according to the share ownership rate by the method of offering securities to the public |
| 10. | Expected number of shares in the offering | : | 612,474 shares |
| 11. | Total value of shares in the offering (based on the par value) | : | VND 6,124,740,000 |
| 12. | Expected number of outstanding shares after the issuance | : |  |
| 13. | Offering object | : | Existing shareholders on the list of shareholders at the record date to exercise the right to buy shares offered to existing shareholders issued by Vietnam Securities Depository and Clearing Corporation. |
| 14. | Offering Rate | : | 50%, which is the rate between the expected number of additional shares to be offered to existing shareholders and the number of outstanding shares at the record date of the list of shareholders to exercise the rights to buy the offered shares. |
| 15. | Exercise rate | : | 2:1 (On the date of recording the list of shareholders to exercise the rights implemented by the Vietnam Securities Depository and Clearing Corporation, owners receive 01 purchase right for every share owned, for every 02 purchase rights, owners can purchase 01 additionally offered share) |
| 16. | Offering price | : | VND 10,000/share |
| 18. | Offering price | : | VND 10,000/share |
| 19. | Total proceeds from the offering (according to the offering price) | : | VND 6,124,740,000 |
| 20. | Minimum success rate of the offering | : | Not stipulated |
| 21. | Securities registration and additional trading registration: | : | The additionally offered shares will be registered for securities and additional trading after the offering in accordance with the provisions of current law. |
| 22. | Expected execution time | : | After the offering plan is approved by the General Meeting of Shareholders and the State Securities Commission issues a Certificate of registration for public securities offering, expected in Q2, Q3, Q4/2024. |
| 23. | Transfer of purchase right | : | Existing shareholders on the list at the record date of the list of shareholders to exercise the right to buy additionally offered shares can transfer their rights to buy shares to others within the prescribed time. Rights can only be transferred once (the transferee must not transfer the purchase rights to a third person).  To ensure that the maximum foreign ownership rate at the Company is 0%, shareholders are only allowed to transfer purchase rights to domestic investors. The transferor and the transferee agree on the transfer price themselves, make the payment, and are responsible for performing the obligations related to the transfer in accordance with regulations. |
| 24. | The plan to handle fractional shares and shares that shareholders have not registered or paid to buy (if any) | : | * The number of additional shares offered to existing shareholders will be rounded down to the nearest unit.   For example, on the date for recording the list of shareholders to exercise the rights of existing shareholders, shareholder A owns 131 shares, corresponding to owning 131 buying rights. The number of shares that shareholder A can purchase in the offering to existing shareholders according to the share ownership rate by the method of public securities offering is calculated as follows: 131:2 = 65.5 shares, rounded down to 65 shares. As a result, shareholder A can buy 65 additionally offered shares.   * The number of fractional shares arising in the process of exercising the right is rounded down to the nearest unit and the number of shares that existing shareholders do not register to buy or pay for the purchase   (if any) will be authorized by the General Meeting of Shareholders to the Board of Directors to offer to other subjects (including shareholders of the Company who wish to increase their share ownership), with the conditions on the offering, rights, and obligations of investors not more favorable than the conditions of offering to existing shareholders (which include an offering price of not less than VND 10,000/share).   * Fractional shares arising due to rounding, shares that shareholders do not register to buy or pay for (if any) that are redistributed by the Board of Directors to other subjects must ensure compliance with the provisions of Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020, ensuring the conditions as prescribed in Clause 2, Article 195 of the Law on Enterprises and other relevant provisions of current law. * The deadline for completing the distribution of shares is 90 days from the effective date of the Certificate of registration for public securities offering. In case the Company cannot complete the distribution of securities to the public within this time limit, the Board of Directors shall propose the State Securities Commission to consider extending the distribution of securities but not exceeding 30 days, according to the provisions of Clause 4, Article 26 of the Law on Securities 2019. * When the time limit for the shares distribution prescribed by law is passed (including the extension period, if any), if there are still undistributed shares, the undistributed shares shall be canceled and the Board of Directors shall end the offering. |
| 25. | Transferring restriction | : | * Shares offered to existing shareholders and transferees of the purchase rights from existing shareholders are not subject to transfer restrictions. * The fractional shares arising in the process of exercising the right to be redistributed to other subjects is not subject to transfer restrictions as prescribed in Clause 4, Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020. * The shares redistributed to other subjects due to shareholders not registering to buy or not paying for the purchase are restricted from transfer for 01 year from the date of completion of the offering as prescribed in Clause 2, Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020. |
| 26. | Amendment to the Charter | : | Amend terms related to charter capital and shares in Article 7, the content on charter capital and shares in the Company's Charter of Organization and Operation according to the charter capital after completion of the offering. |
| 27. | Change the content of the Business Registration Certificate | : | Make changes to the content of the Business Registration Certificate according to the new charter capital at the competent authority. |

1. Details of the plan to use capital obtained from the offering to existing shareholders according to the share ownership rate by the public offering method of securities in 2024

The expected proceeds from the offering to existing shareholders according to the share ownership rate by the public securities offering method is VND 6,124,740,000 (calculated according to the offering price), which will be divided and used for the purpose of supplementing working capital for the Company's business activities, specifically:

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| No. | Content | Amount (VND) | Expected time of using capital |
| 1 | Supplement working capital for the production and business activities: Pay the premises fee for exhibition to suppliers (Saigon Exhibition & Convention Joint Venture Company Ltd) | 6,124,740,000 | In 2024 |
|  | Total | 6,124,740,000 |  |

1. The plan to ensure that the offering of additional shares to the public meets the regulations on foreign ownership rate

According to the list of shareholders at the record date of February 26, 2024 provided by Vietnam Securities Depository and Clearing Corporation (VSDC), the number of VNX shares held by foreign shareholders is 0 shares, accounting for 0% of the Company's outstanding shares.

According to Official Dispatch No. 129/UBCK-PTTT dated January 5, 2024 of the State Securities Commission, the maximum foreign ownership rate at the Company is 0%.

The plan on ensuring that the additional public offering complies with the regulations on foreign ownership rate is as follows:

* When exercising the right to buy at the 2:1 rate of the offering plan, if all shareholders exercise their right to buy, it will not change the ownership rate of foreign investors in the Company.
* For the transfer of purchase rights to ensure compliance with regulations on maximum foreign ownership rate: Shareholders are only allowed to transfer purchase rights to domestic investors.
* For fractional shares arising in the process that is rounded down and shares that shareholders have not registered to buy or have not paid to buy (if any): The Board of Directors shall only distribute to domestic investors.

Article 2: Approve the content of implementing the Plan to issue shares according to the ESOP 2024 according to the plan in Proposal No. 06/HDQT- VNX dated March 6, 2024 approved by the Annual General Meeting of Shareholders 2024 as follows:

1. Approve standards and criteria for share distribution and principles for determining the number of shares distributed to each person participating in buying shares under the ESOP 2024

* Criteria for participating in the program

Managers and employees working at the Company who satisfy the following conditions:

* Currently working and receiving salary and/or remuneration at the Company as of December 31, 2023;
* Having many development possibilities and potential to contribute to the Company's development, making practical contributions to the Company's production and business results and departmental activity results in 2023;
* Employees who are domestic investors;
* Persons who have been working at the Company for at least 01 year by December 31, 2023
* Criteria for allocating ESOP shares

ESOP shares are allocated according to the following criteria:

* Position of the employee at the Company: Position coefficient
* The employee's working time at the Company as of December 31, 2023: Seniority coefficient
* Principles for determining the number of shares each employee can buy:

Number of shares each employee can buy = (Total number of ESOP shares expected to be issued in 2024: Total coefficient of all employees) x Total coefficient of each employee

In which:

Total coefficient of each employee = Position coefficient + Seniority coefficient

* Position coefficient: determined depending on the position the employee holds at the Company

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| --- | --- |
| Position | Position coefficient |
| General Manager | 2.5 |
| Deputy General Manager, Chief Accountant, Executive Manager (\*) | 2.0 |
| Executive Deputy Manager (\*\*), Project Manager | 1.5 |
| Employee | 1 |

(\*): Executive Managers include: The Manager of Human Resources Governance, the Manager of Exhibition and Events, and the Manager of Media Advertising;

(\*\*) Executive Deputy Managers include: The Deputy Managers, the Deputy Manager of Exhibition and Events, the Deputy Manager of Media Advertising, and the Deputy Manager of Creative Design.

* Seniority coefficient: determined by the employee's number of years working at the Company as of December 31, 2023. In case the employee's working time is from 10 months to 01 year, it will be rounded to 01 year.

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| Number of years working at the Company | Seniority coefficient |
| Over 20 years | 3.0 |
| From 10 to 20 years | 2.0 |
| From 01 to 10 years | 1.0 |

1. Approve the regulations for issuing shares under the Company's ESOP in 2024.
2. Approve the list of employees eligible to participate in the share issuance under the ESOP 2024 and the number of shares to be purchased which is calculated according to the principle of determining the number of shares that each employee can buy.

Accordingly, all employees eligible to participate in the ESOP 2024 are domestic investors, foreign investors are not allowed to participate. As a results, the share issuance meets the regulations on foreign ownership rate as prescribed by law.

Article 3: Terms of enforcement

1. Approve the implementation of plans to offer and issue shares to increase charter capital in 2024 in the following order:
2. Offering shares to existing shareholders according to the share ownership rate by the method of offering securities to the public after receiving the Certificate of securities public offering from the State Securities Commission
3. Issuing shares under the Company's ESOP 2024, after receiving a document from the State Securities Commission on receipt of complete issuance report documents from the issuer.
4. Assign Mr. Nguyen Khac Luan - Chair of the Board of Directors to represent the Company to sign, issue documents, and decide on issues related to the dossier of plans on offering and issuance of shares to increase capital in 2024.

This Resolution takes effect from the date of its signing. Members of the Board of Directors, the General Manager, the Deputy General Managers, departments/units and relevant individuals are responsible for implementing this Resolution.