**VTZ: Board Resolution**

On May 6, 2024, Viet Thanh Plastic Trading And Manufacturing Joint Stock Company announced Resolution No. 06/2024/VTZ/NQ-HDQT on approving the implementation of the private placement plan as follows:

Article 1: Approve the implementation of the private placement plan to increase the Company's charter capital according to Annual General Mandate 2024 No. 01/2024/VTZ/NQ-DHDCDTN dated April 16, 2024 of the General Meeting of Shareholders. The detailed private placement plan is as follows:

1. Name of Issuer: Viet Thanh Plastic Trading And Manufacturing Joint Stock Company
2. Share name: Shares of Viet Thanh Plastic Trading And Manufacturing Joint Stock Company
3. Securities code: VTZ
4. Share type: Common share
5. Par value: VND 10,000/share
6. Number of shares expected to be offered: 28,000,000 shares
7. Total expected offering value at par value: VND 280,000,000,000
8. Offering purpose: Pay off bank loans, reduce dependence on loan capital, minimize financial risks thanks to long-term capital, strengthen financial potential, create conditions for expanding business development.
9. Offering form: Private placement to professional securities investors
10. Offering price: VND 10,000/share
11. Eligible buyers: Professional domestic securities investors.
12. Criteria for selecting investors to buy shares of the private placement:

* Professional securities investors according to the law are individuals/ domestic organizations that are willing to cooperate, have financial capacity, and ensure the full implementation of payment obligations for the number of shares registered to purchase;
* Individuals being members of the Board of Directors, members of the Supervisory Board, members of the Executive Board and key officers of the Company with financial potential and the ability to contribute capital as soon as they register to buy shares are qualified as professional securities investors.
* The total number of investors offered in the private placement is guaranteed not to exceed 10 professional securities investors.

1. List of investors expected to participate in the private placement

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of investor | Number of  ID card/Citizen identification card/passport or Business Registration Certificate | Subjects | | Number of shares owned before the offering | Number of shares expected to be distributed (shares) | Expected ownership rate after the offering (%) |
| Strategic Investor/Professional Investor | Foreign investors/Economic organizations in which foreign investors own more than 50% of charter capital/Domestic investors |
| 1 | Nguyen Van Tuan | 082073000450 | Professional investor | Domestic investor | 4,815,235 | 10,000,000 | 20.87% |
| 2 | Phan Van Quan | 082079022074 | Professional investor | Domestic investor | 6,430,000 | 10,000,000 | 23.14% |
| 3 | Nguyen Phuc Loi | 052087000202 | Professional investor | Domestic investor | 9,258,735 | 8,000,000 | 24.31% |

Relations of the offered subjects with offering organizations, members of the Board of Directors, Supervisors and the Board of Management:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Name of investor | CMND Code | Relations with the Issuer, members of the Board of Directors, Supervisors and the Board of Management |
| 1 | Nguyen Van Tuan | 082073000450 | Chair of the Board of Directors |
| 2 | Phan Van Quan | 082079022074 | Vice Chair of Board of Directors-cum-Managing Director |
| 3 | Nguyen Phuc Loi | 052087000202 | Principal shareholder |

1. Expected offering time: Q3, Q4/2024 after the State Securities Commission approves the private placement registration dossier.
2. Transfer restriction: Shares in the private plamcement to professional investors are restricted from transfer for 01 year from the end of the offering.
3. Plan to handle the remaining undistributed shares (if any):

* The shares are undistributed because investors who are allowed to participate in purchasing shares refuse the right to buy, the General Meeting of Shareholders authorizes the Board of Directors to continue offering to eligible entities (belonging to the subject of the issuance and meeting the investor selection criteria in this issuance plan at an issuance price not lower than the initial issue price).
* If the shares continued to be offered are not successful, the Board of Directors will cancel the undistributed shares and decide to end the issuance.

1. Registration for depository and registration for additional listing of shares: The Company will register the additional shares for offering at the Securities Depository Center and register for additional listing at the Hanoi Stock Exchange after completing the private placement according to the legal regulations.

Article 2: Approve the plan to ensure the share offering meets the foreign ownership rate in the private placement in 2024 as follows:

The maximum foreign ownership rate is 51% according to Official Dispatch No. 5844/UBCK-PTTT of the State Securities Commission issued on October 4, 2021. Criteria for selecting investors for the offering are the domestic professional securities investors. Therefore, the offering ensures the maximum foreign ownership rate according to legal regulations.

Article 3: Approve the blocked account to receive money to buy shares from the private placement:

* Opened at: Joint Stock Commercial Bank for Investment and Development of Vietnam - Cho Lon Branch – Ho Chi Minh City
* Account owner: Viet Thanh Plastic Trading And Manufacturing Joint Stock Company
* Account number: 8660023911

Article 4: Authorize the Chair of the Board of Directors and Managing Director to direct the implementation of detailed procedures and work for implementing the private placement to increase charter capital approved in this Resolution.

Article 5: This Board Resolution takes effect from the date of its signing. Members of the Board of Directors and Executive Board and related departments are responsible for implementing this Resolution.