**S99: Board Resolution**

On June 10, 2024, SCI Joint Stock Company announced Resolution No. 11/2024/NQ-SCI-HDQT on detailed implementation of the issuance plan for dividend payment 2023 according to the Annual General Mandate 2024 as follows:

‎‎Article 1. Approve the share issuance plan for dividend payment 2023 according to Annual General Mandate 2024, specifically:

Name of issued share: Shares of SCI Joint Stock Company

Share type: Common share

Securities code: S99

Par value: VND 10,000 per share

Number of issued shares: 93,997,369 shares

Number of treasury shares: 0 shares

Number of outstanding shares: 93,997,369 shares

Expected number of issued shares: 4,699,868 shares

Total value of shares expected to be issued at par value: VND 46,998,680,000

Issuance rate (expected number of issued shares/total number of outstanding shares): 5%, corresponding to the rights exercise rate of 20:1 (On the record date for the list of shareholders to exercise rights to receive dividends by shares, shareholders owning 20 shares are entitled to receive a dividend of 01 newly issued share).

Issuance form: Share issuance for dividend payment.

Eligible buyers: Existing shareholders of SCI Joint Stock Company on the list of shareholders on the record date to exercise rights to receive dividends by shares issued by the Vietnam Securities Depository and Clearing Corporation.

Expected capital source for the issuance: From undistributed profit after tax on the Audited Financial Statements 2023.

Expected issuance time: In Q2, Q3/2024, the Board of Directors decides the specific time after receiving written notice from the State Securities Commission on receiving the complete documents and reports of the share issuance for dividend payment of the Company.

Rounding principles and plans for handling fractional shares: The number of additional issued shares for dividend payment that each shareholder receives will be rounded down to the unit to ensure that the total number of distributed shares does not exceed the total number of issued shares and the number of fractional shares (if any) will be canceled.

For example: Shareholder A owns 123 shares of SCI Joint Stock Company at the record date for the list of shareholders who can exercise rights to receive dividends by shares. Shareholder A will receive dividends of: (123:100) x5 = 6.15 shares, rounded down to 6 shares. Thus, shareholder A will receive 6 newly issued shares, with fractional shares being removed.

The positive value difference between the total expected issuance value (calculated as par value) compared with the total actual issuance value (calculated as par value) to existing shareholders (if any) is retained at the source of the undistributed profit after tax of the Company.

Registration of additional securities and additional listing of shares: additional issued shares will be registered as additional securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally listed at the Hanoi Stock Exchange (HNX) in accordance with the provisions of the Law

‎‎Article 2. Validity and implementation:

* This Resolution takes effect from the date of its signing.
* The Board of Directors authorized the Chair of the Board of Directors and the General Manager to direct and assign relevant departments and individuals to apply for approval, implement relevant procedures with competent authorities, and implement the dividend payment by shares to existing shareholders in accordance with the current provisions of law.
* Members of the Board of Directors, the General Manager, relevant departments, and individuals are responsible for the implementation of this Resolution.

On June 10, 2024, SCI Joint Stock Company announced Resolution No. 12/2024/NQ-SCI-HDQT on the implementation of the share issuance plan under the Employee Stock Ownership Plan according to the Annual General Mandate 2024 as follows:

‎‎Article 1. Approve the implementation of the share issuance plan under the Employee Stock Ownership Plan according to the Annual General Mandate 2024 as follows:

Name of issued share: Shares of SCI Joint Stock Company

Share type: Common share

Securities code: S99

Par value: VND 10,000 per share

Number of issued shares: 93,997,369 shares

Number of treasury shares: 0 shares

Number of outstanding shares: 93,997,369 shares

Expected number of issued shares: 2,819,921 shares

Total expected value of issued shares: VND 28,199,210,000 (at par value)

Issuance rate (Expected number of issued shares/Total number of outstanding shares): 3%

Issuance form: Share issuance under the Employee Stock Ownership Plan (ESOP)

Offering price: VND 10,000/share

Expected issuance time: In Q2, Q3/2024, after receiving written notice from the State Securities Commission on receiving the complete documents and reports of the share issuance under the Employee Stock Ownership Plan (ESOP) of the Company.

Transfer the right to buy: Employees participating in the ESOP are not allowed to transfer the right to buy shares to others.

Transfer restrictions: Issued shares under the Employee Stock Ownership Plan (ESOP) will be restricted from transfer for 1 year from the date of completion of the offering.

Handling shares that employees do not exercise their right to buy: The Board of Directors continues to sell to employees who qualify to participate in the ESOP (including employees who bought shares under the ESOP and have a need to increase share ownership) at the selling price and the transfer restriction period remains unchanged.

Registration of additional securities and additional listing of shares: additional issued shares will be registered as additional securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally listed at the Hanoi Stock Exchange (HNX) in accordance with the provisions of law

Plan on using capital: The total expected proceeds from the issuance is VND 28,199,210,000 to be used to supplement the working capital of the Company

‎‎Article 2. Approved the establishment of the Executive Board of the share issuance under the Employee Stock Ownership Plan (the Executive Board of ESOP) including:

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| --- | --- | --- | --- |
| No. | Full name | Position | Position on the Executive Board of ESOP |
| 1 | Nguyen Cong Hung | Chair of the Board of Directors | The Chief |
| 2 | Nguyen Van Phuc | Member of the Board of Directors General Manager | Member |
| 3 | Pham Duong Manh | The Chief Accountant | Member |

Members named on the Executive Board of ESOP have functions and duties according to the regulations stated in the Regulations of Share Issuance under the Employee Stock Ownership Plan in the Company.

‎‎Article 3. Approve the Regulations of share issuance under the Employee Stock Ownership Plan.

‎‎Article 4. Approve the List of employees participating in the ESOP and the number of shares to be bought calculated according to the principle of determining the number of shares each employee can buy.

‎‎Article 5. Approve the plan to ensure the share issuance meets the regulation of maximum foreign ownership rate in the Company.

Based on Official Dispatch No. 5076/UBCK-PTTT of the State Securities Commission dated September 1, 2021, the maximum foreign ownership rate of the Company is 0%

According to the provisions of Clause 5, Article 139 of Decree 155/2020/ND-CP, in case a public company has a foreign ownership rate exceeding the rate specified in Clause 1 of this Article, the public company must ensure that it does not increase the foreign ownership rate in the Company. Therefore, the Board of Directors approved the plan to ensure that the share issuance under the Employee Stock Ownership Plan meets the regulations on maximum foreign ownership rate at the Company as follows:

* The list of employees participating in the ESOP does not include foreign investors, so if all investors on the list register to buy all, it will not increase the foreign ownership rate at the Company.
* Number of shares not fully distributed due to employees not registering to buy or not paying for the purchase: The Board of Directors only redistributes to employees who qualify to participate in the ESOP and are domestic investors.

‎‎Article 6. Validity and implementation:

* This Resolution takes effect from the date of its signing.
* The Board of Directors authorized the Chair of the Board of Directors and the General Manager to direct and assign relevant departments and individuals to apply for approval, implement relevant procedures with competent authorities, and implement the dividend payment by shares to existing shareholders in accordance with the current provisions of law.
* Members of the Board of Directors, the General Manager, relevant departments and individuals are responsible for the implementation of this Resolution.