**MBS: Board Resolution**

On May 28, 2024, MB Securities Joint Stock Company announced Resolution No. 40/NQ-MBS-HDQT on amending the contents of Resolution No. 38/NQ-MBS-HDQT dated May 15, 2024 on implementing the plan on issuing rights to buy shares to existing shareholders to increase charter capital as follows:

Article 1: Approve on amending and replacing contents related to the method for handling remaining undistributed shares in Article 1 of Resolution No. 38/NQ-MBS-HDQT dated May 15, 2024.

* Remaining undistributed shares include:

1. Shares remaining due to shareholders not exercising their purchase rights;
2. Fractional shares arising from rounding down when calculating the shares eligible for purchase by existing shareholders.

* Method for handling remaining undistributed shares:
* The incurred difference between the total number of shares requested for issuance (109,417,498 shares) and the total number of shares issued with the right exercise rate of 4:1 will be canceled;
* For remaining undistributed shares, the General Meeting of Shareholders authorized the Board of Directors to decide on offering to other investors with the offering price of VND 10,000/share, equal to the offering price to existing shareholders.

The General Meeting of Shareholders approved the criteria to select other investors to offer the remaining undistributed shares and at the same time, authorized the Board of Directors to seek and select these investors.

* Criteria for selecting investors to offer the remaining undistributed shares:
* Domestic and foreign organizations, individuals who have expressed interest, desire, and have sufficient financial capacity to invest in shares of MB Securities Joint Stock Company.
* Investors who can contribute to the development of MB Securities Joint Stock Company.
* Investors have no business activities that affect the benefits of MB Securities Joint Stock Company.

The remaining undistributed shares mentioned above when offered to other subjects according to the Board Decision will be restricted from transfer within 01 year from the date of ending the offering.

* The distribution of undistributed shares to other investors must comply with the conditions in the Law on Enterprise 2020, Law on Securities 2019, Decree No. 155/2020/ND-CP, and relevant provisions of law, including but not limited to the following conditions:
* Compliance with regulations in Clause 2, Article 195 of the Law on Enterprise 2020: “A subsidiary must not contribute capital to or purchase shares of the holding company. Subsidiaries of the same holding company must not contribute capital to or purchase shares of each other to establish cross-ownership.”
* Ensure the conditions for offering in Article 42 of Decree No. 155/2020/ND-CP issued by the Government on December 31, 2020, on the detailed regulations and implementation of several articles of the Law on Securities.

Article 2: This Resolution takes effect from the date of its signing. This Resolution amends and replaces the contents related to the method for handling remaining undistributed shares in Article 1 of Resolution No. 38/NQ-MBS-HDQT dated May 15, 2024. This Resolution is an indispensable part of Resolution No. 38/NQ-MBS-HDQT dated May 15, 2024.

Members of the Board of Directors, the Board of Management, and affiliated persons are responsible for implementing this Resolution in accordance with the provisions of law.