



NOTICE
Public Offering Bonds

(Certificate of Registration for Public Offering of Bonds No. 50/GCN-UBCK issued by the Chairman of the State Securities Commission on March 19, 2026)

I. Introduction of the Issuer

1. Full name of the Issuer: Thanh Thanh Cong – Bien Hoa Joint Stock Company
2. Abbreviation: TTC -BH
3. Registered head office address: Tan Loi Hamlet, Tan Phu Commune, Tay Ninh Province, Vietnam
4. Telephone number: (84.27) 6375 7250
Fax number: (84.27) 6383 9834
Website: <https://ttcagris.com.vn>
5. Charter capital: VND 8,767,239,220,000 (in words: Eight trillion seven hundred sixty-seven billion two hundred thirty-nine million two hundred twenty thousand Vietnamese dong)
6. Stock code: SBT
7. Payment account information: Vietnam Joint Stock Commercial Bank for Industry and Trade – Ho Chi Minh City Branch 1
Account number: 115000111097
8. Enterprise Registration Certificate: Enterprise Registration Certificate No. 3900244389 issued by the Department of Planning and Investment of Tay Ninh Province on 15 July 1995; amended for the 20th time by the Department of Finance of Tay Ninh Province on 04 November 2025.
 - Principal business activity: Sugar manufacturing (Industry code: 1072)
 - Principal products/services: Sugar production, electricity generation; sugarcane cultivation; manufacturing and trading of sugar-based products or products using sugar by-products and waste materials, etc.
9. Establishment and operation license (if required under specialized regulations): Not applicable.

II. Purpose of the Offering

The expected proceeds from the Bond issuance are VND 999,999,500,000 (in words: Nine hundred ninety-nine billion, nine hundred ninety-nine million, five hundred thousand Vietnamese dong).

The proceeds from the issuance of the Bonds will be used for the debt restructuring of the Issuer

III. Bond Offering Plan

1. Bond name: Convertible Bonds of Thanh Thanh Cong – Bien Hoa Joint Stock Company (“Bonds”)
2. Type of bonds: Convertible bonds into common shares, unsecured, without warrants.
3. Bond code: SBT426001
4. Par value: VND 100,000 per Bond (One hundred thousand Vietnamese dong per Bond)
5. Total number of Bonds offered: 9,999,995 (Nine million, nine hundred ninety-nine thousand, nine hundred ninety-five) Bonds
6. Total value of the Bonds offered at par value: VND 999,999,500,000 (Nine hundred ninety-nine billion, nine hundred ninety-nine million, five hundred thousand Vietnamese dong)
7. Offering price: VND 100,000 per Bond (One hundred thousand Vietnamese dong per



Bond)

8. Coupon rate: The Bonds bear a fixed interest rate of 9.5% per annum (Nine point five percent per annum).
9. Bond tenor: 02 (two) years
10. Interest payment schedule: Bond interest is paid every 3 (three) months, on the date falling exactly 3 (three) months (i) from the Issue Date (for the first Interest Accrual Period) or (ii) from the immediately preceding interest payment date (for subsequent Interest Accrual Periods) (the “Interest Payment Date”). If the Interest Payment Date falls on a Saturday, Sunday, or public holiday, interest payment shall be made on the next working day.
For clarity: (i) Bonds converted into common shares on the Maturity Date of the Bonds shall still accrue interest for such Interest Accrual Period; and (ii) amounts paid by investors from the payment date for subscription until (but excluding) the Issue Date shall not accrue interest.
11. Distribution method (via underwriter, issuing agent, etc.):
 - + Allocation ratio: 855.113/10,000 (The Bonds shall be offered to shareholders holding common shares of the Issuer at the ratio that each common share owned on the record date grants 01 (one) purchase right, and 85.5113 (Eighty-five point five one one three) purchase rights entitle the shareholder to purchase 01 (one) Bond) and purchase rights may be transferred once.
 - + Distribution method: Distribution to shareholders holding common shares through the exercise of rights to purchase convertible bonds.All Bonds shall be distributed to investors through depository members, with VietinBank Securities Joint Stock Company (“VBSE”) acting as the Issuing Agent. The remaining Bonds not fully distributed by the Issuer shall be offered through the Issuing Agent and the Underwriter, which is VBSE. The Issuing Agent, the Underwriter, and the Issuer shall ensure fair and transparent distribution, and guarantee a minimum subscription period of 20 (twenty) days for investors.
12. Minimum subscription amount: Not specified.
13. Subscription period:
 - Record date for determining shareholders entitled to exercise rights: April 07, 2026
 - Transfer period for purchase rights: April 13, 2026 to April 29, 2026
 - Subscription and payment period: April 13, 2026 to May 05, 2026
14. Subscription locations:
 - For shareholders with deposited securities: Transfer of purchase rights, subscription procedures, and payment shall be conducted at the depository members where the securities accounts are opened.
 - For shareholders without deposited securities: Transfer of purchase rights, subscription procedures, and payment shall be conducted at Thanh Thanh Cong – Bien Hoa Joint Stock Company.
 - Address: Head Office: Tan Phu Commune, Tay Ninh Province, Vietnam
Representative Office: 63 Cao Thang Street, Ban Co Ward, Ho Chi Minh City, Vietnam
Telephone: (84.27) 6375 7250 Fax: (84.27) 6383 9834
15. Payment period for Bond purchases: From April 13, 2026, to May 05, 2026
16. Escrow account for receiving subscription payments:
 - Account name: Thanh Thanh Cong – Bien Hoa Joint Stock Company
 - Account number: 114002998407
 - Bank: Vietnam Joint Stock Commercial Bank for Industry and Trade – Ho Chi Minh City Branch 1.
17. Terms of bond conversion (for convertible bonds):
 - Conversion schedule: The Bonds shall be mandatorily converted into common shares in 02 (two) tranches (each referred to as a “Conversion Tranche”), as follows:

- Conversion Tranche 1: Convert 30% of the total successfully issued Bonds on the date falling exactly 01 (one) year from the Issue Date.
- Conversion Tranche 2: Convert all remaining successfully issued Bonds on the Maturity Date.

To ensure the number of Bonds converted in Conversion Tranche 1 is a whole number and does not exceed the total conversion ratio, the number of Bonds converted by each Bondholder shall be rounded down to the nearest whole unit; the remaining Bonds shall be converted in Conversion Tranche 2.

- Conversion price:

- The conversion price shall be equal to 75% of the average closing price of SBT shares for 20 consecutive non-weighted trading sessions prior to the date on which the Board of Directors approves the issuance of shares for conversion at each Conversion Tranche.
- If the conversion price is lower than the par value of shares, conversion shall only be conducted if the Issuer has sufficient share premium to offset the negative premium arising from the issuance of shares below par value.

- Conversion ratio and method of calculation:

Conversion ratio is determined as follows:

$$\text{Conversion Ratio} = \frac{\text{Bond Par Value}}{\text{Conversion Price}}$$

Conditions:

- The total number of shares received by a Bondholder at each Conversion Tranche shall be rounded down to the nearest whole unit.
- All fractional shares arising shall be cancelled and not issued, and the Issuer shall not be required to make any cash payment for such fractional shares.

18. Terms applicable to warrants attached to bonds (if any): Not applicable.

19. Information relating to secured bonds (if any): Not applicable

20. Location of Prospectus publication: The Prospectus and other related documents shall be published on the following websites: <https://ttcagris.com.vn> and www.vbse.vn

IV. Relevant Organizations

1. Audit Firm

ERNST & YOUNG VIETNAM LIMITED LIABILITY COMPANY

Address: 28th Floor, Bitexco Financial Tower, 2 Hai Trieu Street, Saigon Ward, Ho Chi Minh City

Telephone: (84-28)38245252 Fax: (84-28) 38245250 Website: www.ey.com

2. Advisory Organization / Issuing Agent / Underwriter

VIETINBANK SECURITIES JOINT STOCK COMPANY

Address: Floors 1 to 4, Building N02-T2, Diplomatic Corps Area, Xuan Dinh Ward, Hanoi City

Telephone: 02439741771 Fax: 024 3974 1760 Website: www.vbse.vn

Tay Ninh, March ..., 2026

**THANH THANH CONG – BIEN HOA JOINT STOCK COMPANY
LEGAL REPRESENTATIVE
CHAIRWOMAN OF THE BOARD OF DIRECTORS**

(signed)

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