THANH THANH CONG – BIEN HOA
JOINT STOCK COMPANY

No.: .13/2022/NQ-DHDCD

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, October 28th, 2022

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2021-2022

(Regarding the private placement of common shares)

- *Pursuant to the Enterprise Law No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020 and guiding documents;*
- *Pursuant to Law No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019 and guiding documents;*
- *Pursuant to Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities ("**Decree 155**");*
- *Pursuant to Circular 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance guiding information disclosure on the stock market;*
- *Pursuant to the Charter of Thanh Thanh Cong - Bien Hoa Joint Stock Company;*
- *Pursuant to The Minute of General Meeting of Shareholders No. 03./2022/BB-DHDCD dated October 28, 2022 of Thanh Thanh Cong – Bien Hoa JSC.*

RESOLVE

Article 1. Approval on the private placement of common shares as follows:

1. Name of issuer: Thanh Thanh Cong - Bien Hoa Joint Stock Company
2. Name of Share: Share of Thanh Thanh Cong - Bien Hoa Joint Stock Company
3. Purposes of share issuance: Supplementing the working capital demand for annual business and manufacture activities
4. Type of shares: Common shares ("**Shares**")
5. Time to complete the issuance: within 90 days from the date on which the State Securities Commission has the written approval.
6. Form of issue: Private placement of shares.
7. Number of shares expected to be issued: 125,830,179 common shares.
8. Rate of expected shares issued: 20% of the number of voting shares outstanding at the time of offering that have been approved by the General meeting of Shareholders.

9. Par value: VND 10,000 per share.
10. Offering window: Before 30 June 2023.
11. Offering price: Board of Directors to be authorized to determine offering price.
12. Investor selection criteria: Investor of offering are professional securities investors (under 100 investors) according to the following selection criteria:
    - Professional securities investors expressed their willingness to cooperate during negotiation of the transacting of Shares with financial capability to ensure full fulfillment of their payment obligations.
    - Professional securities investors have appropriate strategies and business culture, no conflict of interests with the Company's development strategy in the time owning shares.
13. Shares transfer restriction: Minimum 01 year from the date at which the offering window concludes.
14. Amending Company Charter to reflect increase of Charter Capital as results of shares offerring.
15. The General Meeting of Shareholders authorizes the Board of Directors:
    - To select a suitable offering period;
    - To negotiate and decide on offering price;
    - To identify and approve on the list professional securities investors acquiring shares and allocate the number of shares per investor;
    - To approve on encumbrances (if any) relating to offering Share as dealing with the investors;
    - To balance the proceeds from the offering to be used for the purpose of using the capital, in accordance with the general development plan of the company.
    - To implement procedures and necessary works in relation to the shares offering.
    - To amend the Company Charter regarding to the new charter capital after the end of issuance and carrying out the procedures for changing the Business registration certificate according to the provisions of law.
    - To decide content of the agreements, contracts, legally documents arising from and/or relating to the issuance of shares.
    - To carry out other works relating to the share offering and procedures for registering, listing, deposit all the issued shares in accordance with the laws.
    - To carry out procedures with competent authorities to complete the offering, to complete the issuance plan as required by competent authorities so that such issuance shall comply with the laws.

- To make decision on the dealing of shares which is not subscribed.

Article 2. The Resolution validates since the date signed.

The Board of Directors, the Board of Management take responsibility to execute, monitor and report the implementation this Resolution.

FOR AND ON BEHALF OF GMS

THE CHAIRWOMAN

CÔNG TY CỔ PHẦN THÀNH THÀNH CÔNG - BIÊN HÒA

HUYNH BICH NGOC

Recipient:

- *Member of BOD;*
- *Member of BOM;*
- *Archived: Secretary & Assistant department.*