

**LETTER TO COLLECT OPINIONS OF SHAREHOLDERS
MASAN CONSUMER CORPORATION**

I. COMPANY INFORMATION

1. Company Name: MASAN CONSUMER CORPORATION (the “Company”)
2. Head office address: No. 23 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam
3. Enterprise Registration No.: 0302017440

II. PURPOSE OF COLLECTING OPINION

- To approve the plan of the 2024 dividend advance of the Company.
- To approve the plan of public offering of additional shares to existing shareholders of the Company.

III. SHAREHOLDER INFORMATION

- Shareholder’s name:.....
- Head office/contact address:
- Nationality:
- Ownership registration No.:Date of issue:
- Representative (*In case shareholder is an institution*):
 - Full name:
 - Contact address:
 - Nationality:
 - ID card/ Passport No.:
- Total number of ownership or representative shares: ordinary shares
- Total number of votes:

IV. MATTERS FOR APPROVAL

1. Issue 1: The 2024 dividend advance

To approve the advance of 2024 dividends from retained earnings, with a maximum dividend advance of 100% (i.e. 1 share will receive a maximum 2024 dividend advance of VND 10,000). To authorize the Board of Directors, subject to the business results, business plan and optimizing cash flow, to decide at its sole discretion all matters related to the advance of 2024 dividend, including the ratio of dividends to be advanced, number of payment phases, timing, payment method and other matters related to the advance of dividends to the shareholders.

- Agree
- Disagree
- No comments

**ENGLISH TRANSLATION
FOR REFERENCE PURPOSE ONLY**

2. Issue 2: Public offering of additional shares to existing shareholders

To approve the plan of public offering of additional shares to existing shareholders of the Company according to the Proposal of the Board of Directors on the plan of public offering of additional shares to existing shareholders of the Company dated 2 October 2024.

Agree
Disagree
No comments

Notes on voting methods:

- *Shareholders, please mark “√” or “x” in a selected box corresponding to a voting content.*
- *Voting cards are invalid in the following cases: (i) Voting cards marked with 02 or more signs “√” or “x” in the same content of the voting section on that issue are invalid; (ii) no signature (if the shareholder is an individual), no signature of the legal representative and no seal (if the shareholder is an organization); (iii) the envelope containing the ballots was opened prior to the counting of votes; (iv) voting slips are sent to the Company after the prescribed time limit; (v) the ticket is corrected, erased, marked with additional symbols.*

V. TIMING FOR PARTICIPATION IN VOTING

Please send the Letter with your opinions to the Company by post or fax or email before 2PM of 14 October 2024.

Ms. Dao Thi Thanh Huong – BOD office

Tel: 0559911758 Fax: +84-28 38109463

Address: No. 23 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam

Email: rsvp@msc.masangroup.com

SHAREHOLDER

(Signature, full name and seal if applicable)

Ho Chi Minh City, 2 October 2024
O.B.H OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS

[Signed and sealed]

DANNY LE

Signature: _____

Full name: _____



MASAN CONSUMER CORPORATION
Address: No. 23 Le Duan Street, Ben Nghe Ward, District 1,
Ho Chi Minh City, Vietnam
Tel: (84-28) 62 555 660 Fax: (84-28) 38 109 463

**ENGLISH TRANSLATION
FOR REFERENCE PURPOSE ONLY**

PROPOSAL OF THE BOARD OF DIRECTORS

(Regarding: the plan of 2024 dividend advance)

- Pursuant to the Law of Enterprise No. 59/2020/QH14 passed by the National Assembly of Social Republic of Vietnam on 17 June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of Social Republic of Vietnam on 26 November 2019;
- Pursuant to the Charter of Masan Consumer Corporation (the "**Company**").

We would like to present the General Meeting of Shareholders the plan of 2024 dividend advance as follows:

To approve the advance of 2024 dividends from retained earnings, with a maximum dividend advance of 100% (i.e. 1 share will receive a maximum 2024 dividend advance of VND 10,000). To authorize the Board of Directors, subject to the business results, business plan and optimizing cash flow, to decide at its sole discretion all matters related to the advance of 2024 dividend, including the ratio of dividends to be advanced, number of payment phases, timing, payment method and other matters related to the advance of dividends to the shareholders.

Ho Chi Minh City, 2 October 2024

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD**

(Signed and sealed)

DANNY LE



MASAN CONSUMER CORPORATION
Address: No. 23 Le Duan Street, Ben Nghe Ward, District 1,
Ho Chi Minh City, Vietnam
Tel: (84-28) 62 555 660 Fax: (84-28) 38 109 463

**ENGLISH TRANSLATION
FOR REFERENCE PURPOSE ONLY**

PROPOSAL OF THE BOARD OF DIRECTORS

(Regarding: the plan of public offering of additional shares to existing shareholders of the Company)

- Pursuant to the Law of Enterprise No. 59/2020/QH14 passed by the National Assembly of Social Republic of Vietnam on 17 June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of Social Republic of Vietnam on 26 November 2019;
- Pursuant to the Charter of Masan Consumer Corporation (the “*Company*”).

We would like to present the General Meeting of Shareholders the plan of public offering of additional shares to existing shareholders of the Company as follows:

Article 1. To approve the plan of public offering of additional shares to existing shareholders of the Company

1. Issuance plan of additional shares to existing shareholders of the Company by exercising rights

Name of share	Shares of Masan Consumer Corporation
Ticker	MCH
Type of securities	Ordinary shares
Par value	VND 10,000/share
Issuance price	VND 10,000/share
Issuance ratio	45.1% (1,000:451) (01 share is entitled to 01 purchase right and every 1,000 purchase rights will be entitled to purchase 451 issuing shares). Treasury shares are not allocated and rights are not exercised.
Proposed number of shares to be issued	326,811,643 shares
Total value of issuing shares (expected) at par value	VND 3,268,116,430,000
Total number of issued shares	735,553,179 shares
Pre-issuance total number of shares outstanding	724,637,791 shares
Post-issuance charter capital (expected)	VND 10,623,648,220,000

Total value of issuing shares (expected) at offering price	VND 3,268,116,430,000
Offering target	Existing shareholders whose names are on the list of shareholders of Masan Consumer Corporation on the last registration date to exercise the right to purchase offered additional shares established by the Vietnam Securities Depository and Clearing Corporation.
Issuance method	Offering for existing shareholders in accordance with shareholders' purchasing rights
Principles for determining offering price	<ul style="list-style-type: none"> - The book value of each share of the Company based on the audited Consolidated Financial Statements for the six-month period ended 30 June 2024 is VND 39,701/share. After paying cash dividends at 55% par value (1 share receives VND 5,500) on 12 July 2024 and 168% par value (1 share receives VND 16,800) on 04 October 2024, the estimated book value per share is VND 17,401 - In order to ensure the success of the offering and to encourage existing shareholders to continue to participate and contribute to the long-term development of the Company, the offering price for existing shareholders is determined to be VND 10,000 (ten thousand Vietnamese Dong)/share.
Successful offering rate	N/A
Plan to ensure compliance with foreign ownership limit regulations	<ul style="list-style-type: none"> - Pursuant to Official dispatch No. 4500/UBCK-PTTT dated 12 August 2021 of the State Securities Commission on the notification of the maximum foreign ownership limit of the Company, the maximum foreign ownership limit at the Company is determined to be 50%; - The foreign ownership ratio according to the latest list of shareholders closed on 26 September 2024 is 2.30%; - The Board of Directors shall coordinate with the Vietnam Securities Depository and Clearing Corporation (VSDC) in ensuring that the total number of shares owned by all foreign investors and organizations with foreign investors holding more than 50% of charter capital (hereinafter referred to as "Foreign Shareholders") does not exceed the maximum foreign ownership limit of the Company in the process of public offering of additional shares to existing shareholders and the redistribution of fractional/ undistributed shares.
Transfer of right	Shareholders are allowed to transfer their right to purchase offering shares only once within the prescribed period.
Plan for handling of fractional shares and undistributed shares	<ul style="list-style-type: none"> - The number of fractional shares will be rounded down to the nearest unit, the decimal part (if any) will be rounded down to 0 shares. <i>For example: on the record date, Shareholder A owns 100 shares. According to the exercise ratio of 1,000:451, Shareholder A is allowed to buy $100 \times (451/1,000) = 45.1$ shares. According to the Plan for handling of fractional shares, the number of shares that Shareholder A is allowed to buy will be rounded down to 45 shares;</i> - The number of excess shares due to rounding, undistributed shares, the General Meeting of Shareholders authorizes the Board of Directors to redistribute to other existing

	<p>shareholders or other entities;</p> <ul style="list-style-type: none"> - The General Meeting of Shareholders authorizes the Board of Directors to develop a plan to distribute this number of shares to the above entities with the principle that the selling price is not lower than the offering price to existing shareholders; - In case the entire number of shares cannot be fully redistributed, the remaining shares will be canceled and the Board of Directors will decide to end the offering; - The handling of undistributed shares must comply with the provisions of Article 42 of Decree 155/2020/ND-CP dated 31 December 2020 detailing the implementation of a number of Articles of the Law on Securities and the provisions of Clause 2, Article 195 of the Law on Enterprise and other relevant provisions of current law.
Plan to compensate for the shortfall in capital expected to be raised from the offering	In case the shares are not fully subscribed, resulting in the proceeds from the offering not being as expected, the Company will use the proceeds according to the order of priority (from top to bottom) in the plan for use of proceeds from the share offering presented in Clause 2, Article 1 of this Resolution, rebalance of capital source and flexibly use other capital sources to come up with a suitable solution to the actual operations of the Company at the time of capital use.
Restriction on transfer of rights	<ul style="list-style-type: none"> - The number of shares that existing shareholders purchased by exercising their purchase rights are freely transferable, including the issued shares arising from shares that are restricted from transfer at the time of exercising the rights. - The number of fractional shares and undistributed shares that are redistributed by the Board of Directors to existing shareholders or other entities will be restricted from transfer for 01 (one) year from the date of closing the offering.
Cancellation of the offering	N/A
Proposed time of issuance	In 2024 or 2025. The specific time shall be decided by the Board of Directors after approval by the State Securities Commission.
Registration and Depository of additional shares	The additional shares from the public offering shall be registered and deposited at VSDC and registered for trading on UPCoM according to regulations.

2. Plan for use of proceeds from the public offering

The proceeds expected to be received from the public offering, calculated at the selling price of VND 3,268,116,430,000, will be used by the Company for the purposes with the following order of priority:

STT	Use of proceeds	Allocation amount (VND)	Proposed usage period
1	Repayment of loan to Bank of China (Hong Kong) Limited - Ho Chi Minh City Branch under the General credit line agreement no. U2000/ST/MCH/2019 dated 3 February 2020.	480,000,000,000	In 2025
2	Repayment of loan to Bangkok Bank	300,000,000,000	In 2025

	PLC, Hochiminh City Branch under the Loan agreement no. CP/HCM/007-19 dated 31 May 2019.		
3	Repayment of loan to Mizuho Bank, Ltd. - Hanoi Branch under the Credit facility agreement dated 15 November 2019.	300,000,000,000	In 2025
4	Repayment of loan to Joint Stock Commercial Bank for Foreign Trade of Vietnam, Ho Chi Minh City Branch under the Credit facility agreement no. 28/394342/24-DN1/N-CTD and the Credit line agreement no. 28/394342/24-DN1/N-HM/01 dated 17 September 2024.	730,000,000,000	In 2025
5	Repayment of loan to BNP Paribas, Singapore Branch under the Facility letter no. MNCCoverage/HLC/CK/AL dated 22 April 2020.	349,000,000,000	In 2025
6	Payment of rental fee to Zenith Investment Company Limited under the Office lease agreement no. 0926/2024/HDT-ZENITH-MSC dated 26 September 2024.	1,109,116,430,000	In 2025 and 2026
	Total	3,268,116,430,000	

In case some loans are paid before the end of the offering period, the General Meeting of Shareholders authorizes the Board of Directors to amend the plan and arrange other suitable use of proceeds.

Article 2. To delegate the Board of Directors to implement the following tasks related to the public offering of additional shares to existing shareholders of the Company:

- (i) To implement the issuance plan:
 - a. Select an Advisor to advise on the registration documents for the public offering of shares and complete the procedures according to the law on the public offering of additional shares according to the plan approved by the General Meeting of Shareholders;
 - b. Decide on the appropriate time to implement the issuance plan, decide on the time to close the shareholder list, the time for shareholders to register to purchase shares and the time to transfer purchase rights and carry out other necessary procedures to complete the issuance plan in accordance with the provisions of law, including the preparation, editing, supplementing, and provide explanation in regards to the public offering registration dossier to the State Securities Commission once requested;
 - c. Decide to amend and supplement the Plan to ensure compliance with regulations on foreign ownership limit (if necessary), decide in detail on the plan to distribute shares to ensure that the total number of shares owned by all foreign shareholders does not exceed the foreign ownership limit at the Company according to regulations;
 - d. Decide in detail on the use of proceeds, adjust the use of proceeds (if necessary) in

accordance with the provisions of law, balance and use the proceeds in accordance with the Company's investment and business activities to ensure effective use of proceeds and in accordance with the interests of shareholders, provisions of the Charter of the Company and the provisions of law. After adjusting the purpose and use of proceeds, the Board of Directors shall carry out the procedures in accordance with the provisions of law and report to the General Meeting of Shareholders at the nearest meeting;

- e. Decide in detail on the plan to redistribute the shares that shareholders do not register to purchase, do not pay for, and fractional shares (if any) according to the provisions of law;
 - f. In addition to the above, during the implementation of the plan on public offering for existing shareholders, the Board of Directors has full authority to perform other tasks related to the offering of shares as required by the State agencies, and/or in accordance with actual circumstances so that the public offering of shares is completed in accordance with regulations.
- (ii) Prepare additional depository and registration for trading dossier: Implement necessary procedures to deposit the additionally issued shares and additional registration for trading of the issued shares.
 - (iii) Implement necessary procedures to amend the Enterprise Registration Certificate of the Company in regard to the change in charter capital in accordance with the result of the issuance and amend the charter capital in the Charter of the Company.

In the process of implementing the above tasks, the General Meeting of Shareholders authorizes the Board of Directors to authorize the Chairperson of the Board of Directors and/or Chief Executive Officer to implement the necessary tasks and procedures to complete the share offering according to regulations.

Ho Chi Minh City, 2 October 2024

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD**

(Signed and sealed)

DANNY LE

**ENGLISH TRANSLATION
FOR REFERENCE PURPOSE ONLY**

MASAN CONSUMER CORPORATION
No.: 03/2024/NQ-DHDCD-MSC

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
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Ho Chi Minh City, October 2024

**RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS
MASAN CONSUMER CORPORATION**

THE GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law of Enterprise No. 59/2020/QH14 passed by the National Assembly of Social Republic of Vietnam on 17 June 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of Social Republic of Vietnam on 26 November 2019;
- Pursuant to the Charter approved by the General Meeting of Shareholders of Masan Consumer Corporation (the “**Company**”) on 1 April 2021, as amended from time to time; and
- Pursuant to the Votes Counting Minutes of the General Meeting of Shareholders No. 03/2024/BB-DHDCD-MSC dated October 2024.

RESOLVED

Article 1. To approve the advance of 2024 dividends from retained earnings, with a maximum dividend advance of 100% (i.e. 1 share will receive a maximum 2024 dividend advance of VND 10,000). To authorize the Board of Directors, subject to the business results, business plan and optimizing cash flow, to decide at its sole discretion all matters related to the advance of 2024 dividend, including the ratio of dividends to be advanced, number of payment phases, timing, payment method and other matters related to the advance of dividends to the shareholders.

Article 2. To approve the plan of public offering of additional shares to existing shareholders of the Company

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Issuance method	Offering for existing shareholders in accordance with shareholders' purchasing rights
Principles for determining offering price	<ul style="list-style-type: none"> - The book value of each share of the Company based on the audited Consolidated Financial Statements for the six-month period ended 30 June 2024 is VND 39,701/share. After paying cash dividends at 55% par value (1 share receives VND 5,500) on 12 July 2024 and 168% par value (1 share receives VND 16,800) on 04 October 2024, the estimated book value per share is VND 17,401 - In order to ensure the success of the offering and to encourage existing shareholders to continue to participate and contribute to the long-term development of the Company, the offering price for existing shareholders is determined to be VND 10,000 (ten thousand Vietnamese Dong)/share.
Successful offering rate	N/A
Plan to ensure compliance with foreign ownership limit regulations	<ul style="list-style-type: none"> - Pursuant to Official dispatch No. 4500/UBCK-PTTT dated 12 August 2021 of the State Securities Commission on the notification of the maximum foreign ownership limit of the Company, the maximum foreign ownership limit at the Company is determined to be 50%; - The foreign ownership ratio according to the latest list of shareholders closed on 26 September 2024 is 2.30%; - The Board of Directors shall coordinate with the Vietnam Securities Depository and Clearing Corporation (VSDC) in ensuring that the total number of shares owned by all foreign investors and organizations with foreign investors holding more than 50% of charter capital (hereinafter referred to as "Foreign Shareholders") does not exceed the maximum foreign ownership limit of the Company in the process of public offering of additional shares to existing shareholders and the redistribution of fractional/ undistributed shares.
Transfer of right	Shareholders are allowed to transfer their right to purchase offering shares only once within the prescribed period.
Plan for handling of fractional shares and	- The number of fractional shares will be rounded down to the nearest unit, the decimal part (if any) will be rounded down to 0

undistributed shares	<p>shares. <i>For example: on the record date, Shareholder A owns 100 shares. According to the exercise ratio of 1,000:451, Shareholder A is allowed to buy $100 \times (451/1,000) = 45.1$ shares. According to the Plan for handling of fractional shares, the number of shares that Shareholder A is allowed to buy will be rounded down to 45 shares;</i></p> <ul style="list-style-type: none"> - The number of excess shares due to rounding, undistributed shares, the General Meeting of Shareholders authorizes the Board of Directors to redistribute to other existing shareholders or other entities; - The General Meeting of Shareholders authorizes the Board of Directors to develop a plan to distribute this number of shares to the above entities with the principle that the selling price is not lower than the offering price to existing shareholders; - In case the entire number of shares cannot be fully redistributed, the remaining shares will be canceled and the Board of Directors will decide to end the offering; - The handling of undistributed shares must comply with the provisions of Article 42 of Decree 155/2020/ND-CP dated 31 December 2020 detailing the implementation of a number of Articles of the Law on Securities and the provisions of Clause 2, Article 195 of the Law on Enterprise and other relevant provisions of current law.
Plan to compensate for the shortfall in capital expected to be raised from the offering	In case the shares are not fully subscribed, resulting in the proceeds from the offering not being as expected, the Company will use the proceeds according to the order of priority (from top to bottom) in the plan for use of proceeds from the share offering presented in Clause 2, Article 1 of this Resolution, rebalance of capital source and flexibly use other capital sources to come up with a suitable solution to the actual operations of the Company at the time of capital use.
Restriction on transfer of rights	<ul style="list-style-type: none"> - The number of shares that existing shareholders purchased by exercising their purchase rights are freely transferable, including the issued shares arising from shares that are restricted from transfer at the time of exercising the rights. - The number of fractional shares and undistributed shares that are redistributed by the Board of Directors to existing shareholders or other entities will be restricted from transfer for 01 (one) year from the date of closing the offering.
Cancellation of the offering	N/A
Proposed time of issuance	In 2024 or 2025. The specific time shall be decided by the Board of Directors after approval by the State Securities Commission.
Registration and Depository of additional shares	The additional shares from the public offering shall be registered and deposited at VSDC and registered for trading on UPCoM according to regulations.

2. Plan for use of proceeds from the public offering

The proceeds expected to be received from the public offering, calculated at the selling price of VND 3,268,116,430,000, will be used by the Company for the purposes with the following order of priority:

STT	Use of proceeds	Allocation amount (VND)	Proposed usage period
1	Repayment of loan to Bank of China (Hong Kong) Limited - Ho Chi Minh City Branch under the General credit line agreement no. U2000/ST/MCH/2019 dated 3 February 2020.	480,000,000,000	In 2025
2	Repayment of loan to Bangkok Bank PLC, Hochiminh City Branch under the Loan agreement no. CP/HCM/007-19 dated 31 May 2019.	300,000,000,000	In 2025
3	Repayment of loan to Mizuho Bank, Ltd. - Hanoi Branch under the Credit facility agreement dated 15 November 2019.	300,000,000,000	In 2025
4	Repayment of loan to Joint Stock Commercial Bank for Foreign Trade of Vietnam, Ho Chi Minh City Branch under the Credit facility agreement no. 28/394342/24-DN1/N-CTD and the Credit line agreement no. 28/394342/24-DN1/N-HM/01 dated 17 September 2024.	730,000,000,000	In 2025
5	Repayment of loan to BNP Paribas, Singapore Branch under the Facility letter no. MNCCoverage/HLC/CK/AL dated 22 April 2020.	349,000,000,000	In 2025
6	Payment of rental fee to Zenith Investment Company Limited under the Office lease agreement no. 0926/2024/HDT-ZENITH-MSD dated 26 September 2024.	1,109,116,430,000	In 2025 and 2026
	Total	3,268,116,430,000	

In case some loans are paid before the end of the offering period, the General Meeting of Shareholders authorizes the Board of Directors to amend the plan and arrange other suitable use of proceeds.

Article 3. To delegate the Board of Directors to implement the following tasks related to the public offering of additional shares to existing shareholders of the Company:

- (i) To implement the issuance plan:
 - a. Select an Advisor to advise on the registration documents for the public offering of shares and complete the procedures according to the law on the public offering of additional shares according to the plan approved by the General Meeting of Shareholders;
 - b. Decide on the appropriate time to implement the issuance plan, decide on the time to close the shareholder list, the time for shareholders to register to purchase shares and the time to transfer purchase rights and carry out other necessary procedures to complete the issuance plan in accordance with the provisions of law, including the preparation, editing, supplementing, and provide explanation in regards to the public

offering registration dossier to the State Securities Commission once requested;

- c. Decide to amend and supplement the Plan to ensure compliance with regulations on foreign ownership limit (if necessary), decide in detail on the plan to distribute shares to ensure that the total number of shares owned by all foreign shareholders does not exceed the foreign ownership limit at the Company according to regulations;
 - d. Decide in detail on the use of proceeds, adjust the use of proceeds (if necessary) in accordance with the provisions of law, balance and use the proceeds in accordance with the Company's investment and business activities to ensure effective use of proceeds and in accordance with the interests of shareholders, provisions of the Charter of the Company and the provisions of law. After adjusting the purpose and use of proceeds, the Board of Directors shall carry out the procedures in accordance with the provisions of law and report to the General Meeting of Shareholders at the nearest meeting;
 - e. Decide in detail on the plan to redistribute the shares that shareholders do not register to purchase, do not pay for, and fractional shares (if any) according to the provisions of law;
 - f. In addition to the above, during the implementation of the plan on public offering for existing shareholders, the Board of Directors has full authority to perform other tasks related to the offering of shares as required by the State agencies, and/or in accordance with actual circumstances so that the public offering of shares is completed in accordance with regulations.
- (ii) Prepare additional depository and registration for trading dossier: Implement necessary procedures to deposit the additionally issued shares and additional registration for trading of the issued shares.
 - (iii) Implement necessary procedures to amend the Enterprise Registration Certificate of the Company in regard to the change in charter capital in accordance with the result of the issuance and amend the charter capital in the Charter of the Company.

In the process of implementing the above tasks, the General Meeting of Shareholders authorizes the Board of Directors to authorize the Chairperson of the Board of Directors and/or Chief Executive Officer to implement the necessary tasks and procedures to complete the share offering according to regulations.

Article 4. The Board of Directors, Chairman of the Board of Directors, Chief Executive Officer and relevant departments and individuals of the Company are responsible for implementing this Resolution.

Article 5. This resolution shall take effect from the signing date.

**O.B.H. GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**

DANNY LE