

No: 24/VIT-HĐQT

Bac Ninh, March 24, 2026

**RESOLUTION OF THE BOARD OF DIRECTORS  
VIGLACERA TIEN SON JOINT STOCK COMPANY**

**Re: Approval of the results of share issuance for swap under the merger contract**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 and Law No. 76/2025/QH15;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020;
- Pursuant to the Charter of Organization and Operation of Viglacera Tien Son Joint Stock Company (the "Company" or "VIT");
- Pursuant to the Resolution of the Extraordinary General Meeting of Shareholders in 2025 No. 10/VIT-ĐHĐCĐ dated November 12, 2025 of Viglacera Tien Son Joint Stock Company;
- Pursuant to the Resolution of the Board of Directors No. 122/VIT-HĐQT dated November 14, 2025 of Viglacera Tien Son Joint Stock Company approving the implementation of the share issuance plan for share swap;
- Pursuant to the Certificate of Registration for Share Issuance for Swap under the Merger Contract No. 562/GCN-UBCK issued by the Chairman of the State Securities Commission on December 31, 2025;
- Pursuant to the consolidated list of securities holders entitled to exercise share swap rights of Viglacera Thang Long Joint Stock Company as at March 19, 2026, prepared by the Vietnam Securities Depository and Clearing Corporation;
- Pursuant to the consolidated list of securities holders entitled to exercise share swap rights of Viglacera Ha Noi Joint Stock Company as at March 19, 2026, prepared by the Vietnam Securities Depository and Clearing Corporation;
- Pursuant to the Minutes of the Board of Directors' Meeting No 24/VIT-HĐQT dated March 24, 2026.

**RESOLVES**

**Article 1.** Approval of the results of share issuance for share swap with Viglacera Thang Long Joint Stock Company ("TLT") and Viglacera Ha Noi Joint Stock Company ("VIH")



in accordance with the Merger Contract approved under the Resolution of the Extraordinary General Meeting of Shareholders in 2025 No. 10/VIT-ĐHĐCĐ dated November 12, 2025, as follows:

- Issuer: Viglacera Tien Son Joint Stock Company
- Share name: Shares of Viglacera Tien Son Joint Stock Company
- Par value: VND 10,000 per share
- Type of shares: Ordinary shares
- Total number of shares expected to be issued: 18,801,720 shares, of which:
  - Expected number of shares to be issued to TLT's shareholders: 9,785,720 shares
  - Expected number of shares to be issued to VIH's shareholders: 9,016,000 shares
- Issuance method: Issuance of shares for swapping all outstanding shares of TLT and VIH
- Eligible recipients for share swap: All shareholders of TLT and VIH as recorded in the shareholder lists at the record date with the Vietnam Securities Depository and Clearing Corporation for the purpose of exercising share swap rights into VIT shares
- Swap ratio:
  - Swap ratio of TLT shares into VIT shares: 1 : 1.40 (i.e., 01 TLT share will be swapped for 1.40 VIT shares)
  - Swap ratio of VIH shares into VIT shares: 1 : 1.61 (i.e., 01 VIH share will be swapped for 1.61 VIT shares)
- Closing date of the issuance: March 19, 2026
- Total number of shares actually issued: 18,801,662 shares, equivalent to 99.9997% of the total expected issuance, of which:
  - Number of shares issued to TLT's shareholders: 9,785,691 shares
  - Number of shares issued to VIH's shareholders: 9,015,971 shares
- Remaining shares (fractional shares): 58 shares, which shall be cancelled
- Total par value of shares issued: VND 188,016,620,000
- Charter capital of the Company after completion of the issuance: VND 688,016,620,000

**Article 2.** Approval of the registration for increase of the Company's charter capital as follows:

- To register the increase of the charter capital of Viglacera Tien Son Joint Stock Company from VND 500,000,000,000 (in words: Five hundred billion Vietnamese Dong) to VND 688,016,620,000 (in words: Six hundred eighty-eight billion, sixteen million, six hundred twenty thousand Vietnamese Dong).
- Total number of shares after the capital increase: 68,801,662 shares (in words: Sixty-eight million, eight hundred one thousand, six hundred sixty-two shares).
- Par value: VND 10,000 per share
- Form of capital increase: Share issuance for swap under the merger contract

**Article 3.** To assign the legal representative of the Company to carry out the necessary procedures to report the results of the share issuance to the State Securities Commission, to implement procedures for registration of changes to the Company's enterprise registration contents, to register the additional issued shares with the Vietnam Securities Depository and Clearing Corporation, to carry out procedures for application for continued listing of shares after the merger at the Hanoi Stock Exchange, and to perform other necessary matters and procedures to complete the merger in accordance with the provisions of law.

**Article 4.** This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Board of Management, and heads of relevant departments/divisions shall, within their respective rights and obligations, be responsible for the implementation of this Resolution.

**Recipients:**

- *Members of the ~~Board~~ of Directors; Members of the Supervisory Board;*
- *State Securities Commission; Hanoi Stock Exchange;*
- *Archived at the Board of Directors; Office.*

ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRMAN



ĐOÀN HAI MAU

