



THE PAN GROUP

No.: 03-07/2020/NQ-HĐQT

Hanoi, 07th July, 2020

RESOLUTION

On re-purchasing ESOP shares from resigned employees to keep as treasury shares

**BOARD OF DIRECTORS
THE PAN GROUP JOINT STOCK COMPANY**

Pursuant to:

- *Law on Enterprises No. 68/2014/QH13 dated November 26th, 2014;*
- *Law on Securities No. 70/2006/QH11 dated June 29th, 2006 and Law amending, supplementing a number of articles of Law on Securities No. 62/2010/QH12 dated July 1st, 2010;*
- *Charter of The Pan Group JSC. ("The Company");*
- *AGM's Resolution No. 01-04/2017/NQ-ĐHĐCĐ dated 22 April 2017 and No. 01-04/2018/NQ-ĐHĐCĐ dated 21 April 2018;*
- *BOD Resolution No. 01-11/2017/NQ-HĐQT dated 24 November 2017, approved the regulation on issuing ESOP for key executives of The PAN Group in 2017;*
- *BOD Resolution No. 01-12/2017/NQ-HĐQT dated 13 December 2017, approved the list of employees that are entitled for the ESOP;*
- *BOD Resolution No. 02-10/2018/NQ-HĐQT dated 17 October 2018, approved the Regulation on issuing ESOP for key executives and List of employees that are entitled for the ESOP of The PAN Group in 2018;*
- *BOD Resolution No. 02-11/2019/NQ-HĐQT dated 08 November, 2019 approved the Regulation on issuing ESOP for key executives and List of employees that are entitled for the ESOP of The PAN Group in 2019;*
- *Decision No. 01-11/2019/QĐ-CTHĐQT dated November 20, 2019 of the Chairman to relocate the rights to buy ESOP shares 2019;*
- *Vote counting Record No. 01-07/2020/BBH-HĐQT dated July 07, 2020 of Board of Directors,*

RESOLVED

Article 1: To approve the Plan of repurchase the ESOP shares of resigned employees to keep as treasury shares, details are as below:

- Total number of shares to be repurchased: 128,000 shares;



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- Purpose: Re-purchase ESOP issued from 2017 to 2019 from resigned employees to keep as treasury shares of the Company;
- Financing: Company's capital;
- Trading method: Put-through;
- Price: re-purchase at issuing price;
- Duration: After transaction being approved by the State Securities Commission, expected from July to the end of August 2020;

Article 2: To authorize the Chairman of the Board of Directors/Chief Executive Officer to sign necessary documents for implementing the above plan;

Article 3: To delegate to the Chairman of the BOD/Chief Executive Officer to carry out necessary procedures for the re-purchase, in compliance with the law;

Article 4: This Resolution shall take effect from the signing date. The members of BOD, CEO, and related personnel of the Company are responsible for implementation of this Resolution.

Recipients:

- As mentioned in Article 4;
- File: Admin, L&C.

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

(signed and sealed)

NGUYEN DUY HUNG