

Code	CRE
Company name	Century Land Joint Stock Company
Date	05/12/2021
Subject	BOD resolution dated May 11, 2021
Content:	

The Board resolution dated May 11, 2021, the BOD of Century Land Joint Stock Company approved the following issues:

1. Approving to implement the plan for stock issuance to pay raise its charter capital:
 - Stock name: Century Land Joint Stock Company
 - Stock type: common share
 - Charter capital before the issuance: VND959,999,080,000
 - Number of outstanding shares: 95,999,800 shares
 - Number of treasury shares: 108 shares
 - Number of shares expected to be issued: 105,599,780 shares; Of which:
 - + Stock issuance to pay dividend for 2020: 9,599,980 shares;
 - + Stock issuance under ESOP: 4,799,990 shares with the selling price of VND10,000/share;
 - + Public offering to existing shareholders: 91,199,810 shares with the selling price of VND10,000/share.
 - Total value of issue (based on par value): VND1,055,997,800,000
 - a. Stock issuance to pay dividend for 2020:
 - Stock name: Century Land Joint Stock Company
 - Stock type: common share
 - Stock code: CRE
 - Par value: VND10,000/share
 - Number of shares expected to be issued: 9,599,980 shares
 - Total value of issue (based on par value): VND95,999,800,000
 - Exercise ratio: 10:01 (shareholder who owns 10 shares will receive 01 new share).
 - Plan to deal with fractional shares: The distributed shares will be rounded down to dozen, the fractional shares due to rounding down will be cancelled.

- For example: at the record date, shareholder A owned 82 shares. With 10:01 performing ratio, the shareholder A will receive: $82 * 1/10 = 8.2$ shares. According to rounding policy, the shareholder A receives 08 new shares and fractional shares of 0.2 will be cancelled.
- Time of implementation: expected in 2021, after being approved by the State Securities Commission of Vietnam (SSC).

b. Stock issuance under ESOP:

- Stock name: Century Land Joint Stock Company
- Stock type: common share
- Stock code: CRE
- Par value: VND10,000/share
- Number of shares expected to be issued: 4,799,990 shares
- Total value of issue (based on par value): VND47,999,900,000
- Purpose of using capital: Total proceeds from the ESOP issuance will be used to supplement working capital for the company's business production activities.
- Time of implementation: expected in 2021, after being approved by the State Securities Commission of Vietnam (SSC).

c. Public offering to existing shareholders:

- Stock name: Century Land Joint Stock Company
- Stock type: common share
- Stock code: CRE
- Par value: VND10,000/share
- Number of shares expected to be issued: 91,199,810 shares
- Exercise ratio: 100:95 (shareholder who owns 100 shares will receive 100 rights, and with every 100 rights will be entitled to purchase 95 new shares).
- Total value of issue (based on par value): VND911,998,100,000
- Issue price: VND10,000/share
- The rights should be transferred only once.
- Plan to deal with fractional shares: The distributed shares will be rounded down to dozen, the fractional shares due to rounding down (if any) will be decided by the Board of Directors
- For example: At the record date, the shareholder A owns 82 shares. With performing ratio 100:95, the shareholder A will purchase: $82 * 95/100 = 77.9$

shares. According to rounding policy, the shareholder A purchases 77 new shares. The fractional shares of 0.9 will be decided by the Board of Directors

- The shares refused to buy (if any) will be decided by the Board of Directors to distribute to other investors.
- The new shares are freely transferable
- Time of implementation: expected in 2021, after being approved by the State Securities Commission of Vietnam (SSC).

2. Approving the plan for using capital from the public offering:

Total proceeds from the public offering to existing shareholders of VND911,998,100,000 will be expected to use the following purpose:

No.	Purpose	Expected amount to disburse (VND)	Time
1	To receive the transfer of Thanh Cong cooperative building project	400,000,000,000	from June 2021 to September 2021
2	To repay loan principal for contracts to receive the transfer of real estate products	400,000,000,000	from July 2021
3	To repay loan principal to banks		from July 2021
	Total	911,998,100,000	

3. Approving the Regulation on stock issuance under ESOP.
4. Approving the dossier of registration for the public offering.
5. Approving the establishment of Audit Committee under the Board of Directors from May 11, 2021.
6. Approving the dissolution of the Internal Audit Board from May 11, 2021.
7. Approving the appointment of Mr. Nguyen Duc Vui – Independent member of BOD as Chairman of Audit Committee.
8. Approving the appointment of Mr. Nguyen Duc Vui – member of BOD as member of Audit Committee.

9. Approving the appointment of Mr. Vuong Van Tuong – member of BOD as member of Audit Committee.
10. Approving the Regulation on Audit Committee activities.