

MASAN MEATLIFE CORPORATION

No. 475/2021/NQ-HDQT

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Ho Chi Minh City, September 28, 2021

**RESOLUTION OF THE BOARD OF DIRECTORS
MASAN MEATLIFE CORPORATION**

BOARD OF DIRECTORS

Pursuant to Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;

Pursuant to Law on Securities No. 54/2019/QH14 adopted by the National Assembly of Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;

Pursuant to Decree No. 153/2020/ND-CP adopted by the Government on December 31, 2020 on offering and trading corporate bonds issued in form of private placement in domestic market and offering corporate bonds in international market;

Pursuant to the Charter of Masan MEATLife Corporation (the “**Company**”) dated April 1, 2021; and

Pursuant to Minutes on Opinion Ballot Counting of the Board of Directors of the Company No. 474/2021/BBKP-HDQT dated September 28, 2021,

RESOLVED:

Article 1. To approve the Company’s issuance of corporate bonds with the aggregate principal amount of up to VND7,283,990,000,000 (seven thousand two hundred eighty three billion nine hundred ninety million Vietnamese Dong) (the “**Bonds**”) in accordance with the issuance plan (the “**Issuance Plan**”) attached hereto as Appendix 1.

Article 2. To approve the transactions contemplated in, and the Company’s execution, delivery and performance of, all agreements, contracts and other documents relating to the Bonds to which the Company is a party, including but not limited to:

- (a) Each bonds subscription agreement, or bond subscription form, and other agreements, contracts and documents relating to the subscription and the redemption executed with or by each bond subscriber;
- (b) mandate agreement for offering consultancy and placement agency for the bonds between the Company and Viet Capital Securities Joint Stock Company (“**VCSC**”);
- (c) bond registrar and custody agreement between the Company and VCSC;
- (d) bondholders agency agreement between the Company and VCSC;
- (e) other agreements, contracts and documents relating to the Bonds (including the information memorandum); and

- (f) amendments, supplements, termination or replacements to the documents referred to in paragraphs (a) to (e) of this Article,

(agreements, contracts and documents set forth in this Article 2 hereinafter collectively referred to as the “**Transaction Documents**”).

Article 3. To approve the Company’s execution and performance of contracts, agreements and documents with shareholders registering to subscribe Bonds (as specified in the Issuance Plan) (i) holding more than 10% of the total ordinary shares of the Company and/or related persons of such shareholders; (ii) members of the Board of Directors, Chief Executive Officer, and/or related persons of these managers; (iii) enterprises in which member of the Board of Directors, the Chief Executive Officer is an owner or owns capital contribution or shares; and (iv) enterprises in which related persons of members of the Board of Directors, Chief Executive Officer are owner(s), jointly own or separately own shares or capital contribution of more than 10% of the charter capital of such enterprise.

Article 4. To authorize the Chairman of the Board of Directors or the Chief Executive Officer to act for and on behalf of the Company to:

- (a) implement the Issuance Plan;
- (b) decide the amendment, supplement or modification to the Issuance Plan, including the plan of use of proceeds, issuance time, time for using the proceeds from the Bonds and other contents of the Issuance Plan;
- (c) decide the contents of specific terms and conditions of the Bonds and the Transaction Documents in accordance with the Issuance Plan;
- (d) decide the matters relating to the use of proceeds from the Bonds for the purposes in accordance with the plan of use of proceeds set forth in the Issuance Plan, the method of using proceeds from the Bonds and the financing of repayment sources for the Bonds;
- (e) decide the list of investors of the Bonds in accordance with criteria provided in the Issuance Plan and number of Bonds subscribed by each investor; decide the method of allocating the Bonds to investors to ensure that the Bonds are to be distributed entirely;
- (f) decide and implement necessary works for registration of and centralized trading of a part or all of the Bonds, including but not limited to the following works: (A) make decision on the amount of Bonds to be registered and traded, the time of registration and centralized trading, and other specific conditions; (B) make decision on and execute the dossiers and documents submitted to the competent government authorities relating to the registration and centralized trading of the Bonds in accordance with applicable laws; and (C) follow up with and provide explanation to such competent government authorities and relevant agencies on the registration and centralized trading dossiers and other matters relating to the registration and centralized trading of the Bonds;
- (g) decide the early redemption of the Bonds in accordance with the redemption plan of the Bonds set forth in the Issuance Plan and Transaction Documents;

- (h) decide and implement the methods of offering to the investors of the Bonds to ensure that the Company issues all the Bonds offered for sale; and
- (i) decide and perform all other necessary actions in accordance with applicable laws, the Company's Charter, the Transaction Documents and this Resolution to complete the issuance of the Bonds, the registration and centralized trading of the Bonds and early redemption of the Bonds.

Article 5. The members of the Board of Directors, the Chief Executive Officer and relevant departments of the Company are responsible for the implementation of this Resolution.

Article 6. This resolution takes effect from the date as first written above.

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

[signed and sealed]

DANNY LE

APPENDIX 1

ISSUANCE PLAN OF THE BONDS

This bonds issuance plan (“**Issuance Plan**”) is the basis for Masan MEATLife Corporation (the “**Issuer**”) to issue the bonds which are denominated in Vietnamese Dong, non-convertible, without warrant, unsecured, and constituting direct repayment obligation of the Issuer with the aggregate principal amount of up to **VND7,283,990,000,000** (seven thousand two hundred eighty three billion nine hundred ninety million Vietnamese Dong) (the “**Bonds**”), in the form of a private placement in accordance with Decree No. 153/2020/ND-CP adopted by the Government on December 31, 2020 on offering and trading corporate bonds issued in form of private placement in domestic market and offering corporate bonds in international market (“**Decree 153**”). This Issuance Plan only stipulates the main conditions of the Bonds and the main terms of the Bonds offering as stipulated in Decree 153. Specific conditions of the Bonds and other terms of the Bonds offering shall be set forth in the terms and conditions of the Bonds (“**Terms and Conditions**”) and other contracts, agreements and documents entered into by or on behalf of the Issuer for the purpose of issuance of the Bonds.

I. THE ISSUER

1. General Information:

- Name in Vietnamese : Công Ty Cổ Phần Masan MEATLife
- Name in English : Masan MEATLife Corporation
- Transaction Office : Level 10, Central Plaza Building, No. 17 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam
- Establishment : Pursuant to Enterprise Registration Certificate for Joint Stock Company No. 0311224517, initially registered on October 7, 2011 at the Department of Planning and Investment of Ho Chi Minh City, as amended and supplemented from time to time
- Legal Representatives : Mr. Danny Le – Chairman of the Board of Directors
Mr. Pham Trung Lam – Chief Executive Officer
- Charter Capital : VND 3,267,148,470,000
- Main Business Line : Management consultancy. Details: Investment consultancy activities (except financial, accounting, legal consultancy) (CPC: 86509)

2. Financial Conditions and Business Performance of the Issuer:

2.1 Typical financial indicators in 3 (three) consecutive years prior to the offering of the Bonds:

Unit: (million Vietnamese Dong)

Indicators	December 31, 2018	December 31, 2019	December 31, 2020
Net revenue	13,976,854	13,798,751	16,119,005
Profit before tax	335,893	567,930	680,343
Profit after tax	232,158	369,715	492,202
Profit after tax allocated for the shareholders	95,570	115,348	263,341
Total assets	12,781,802	14,711,395	17,957,454
Cash and cash equivalents	1,358,425	1,485,599	1,635,795
Short-term assets	3,511,558	4,326,407	6,211,564
Long-term assets	9,270,244	10,384,988	11,745,890
Charter capital	2,162,183	3,243,274	3,267,148
Equity capital	7,181,012	7,523,196	8,463,214
Short-term borrowing	455,200	1,782,758	5,252,694
Long-term borrowing	2,658,594	3,173,253	1,587,929
Liabilities/equity capital coefficient ¹ (time)	0.43	0.66	0.81
Outstanding bond/equity capital (time)	0.28	0.27	0.24
Loss/profit ratio (time)	0.017	0.027	0.031
Profit after tax/equity capital ratio ² (%)	1.61	2.19	4.81

(Source: Audited consolidated financial statements in 2018, 2019 and 2020 of the Issuer)

2.2 Payment status of the principal amount and interest of the bonds issued in 3 (three) consecutive years prior to the offering of the Bonds:

The Issuer has fully made payments of the principal amounts and interests of due debts for 3 (three) consecutive years prior to the issuance of the Bonds (i.e., years of 2018, 2019 and 2020).

The Issuer has no outstanding bonds for 3 (three) consecutive years prior to the issuance of the Bonds (i.e., years of 2018, 2019 and 2020).³

The Issuer had undertaking letter dated _____, 2021 regarding the satisfaction of this condition.

2.3 Auditing opinion on the 2020 Financial Statements of the Issuer:

- Auditor: KPMG Vietnam Limited

¹ The liabilities' value used to calculate the liabilities/equity capital coefficient includes short-term liabilities, long-term liabilities and the bonds of the Issuer as of the end of the relevant fiscal year.

² The Profit after tax/equity capital ratio is calculated on the basis of the profit after tax eliminating the interests of uncontrolled shareholders and equity capital average eliminating the interests of uncontrolled shareholders of the Issuer.

³ On August 6, 2021, MML was granted Certificate of Registration for Public Offering of Bonds No. 125/GCN-UBCK by the State Securities Commission, pursuant to which MML is approved to offer to the public the bonds which are non-convertible, without warrants, unsecured by assets and constituting direct repayment obligation of MML with the aggregate principal amount of up to VND1,999,980,000,000 due in 2026.

- Auditing opinion on the consolidated financial statements for the fiscal year ended on December 31, 2020 (of the Issuer: “*the financial statements give a true and fair view, in all material respects, of the consolidated financial position of Masan MEATLife Corporation and its subsidiaries as at 31 December 2020 and of their consolidated results of operations and their consolidated cash flows for the year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting.*”

II. THE ISSUANCE PURPOSE AND SPECIFIC PLAN OF USE OF PROCEEDS

1. Issuance Purposes: The Issuer plans to use the proceeds from the Bonds for the purposes of restructuring its sources of capital. In particular:

No.	Content	Estimated amount (VND)	Estimated time for using proceeds
1.	Repaying the intercompany debts of the Issuer to Vietnamese - French Cattle Feed Joint Stock Company (“ Proconco ”) and the subsidiaries of Proconco.	7,283,990,000,000	Quarter III or Quarter IV of 2021
Total		7,283,990,000,000	

2. Specific Plan of Use of Proceeds: All proceeds from the issuance of the Bonds will be used by the Issuer in accordance with the issuance purpose(s) as above

According to the authority authorized by the Board of Directors (“**BOD**”), the Chairman of the Board of Directors or the Chief Executive Officer of the Issuer has the right to decide the use of proceeds from the issuance of the Bond for the aforementioned purposes and plan on the basis of flexibility and in compliance with the laws, charter and internal regulations of the Issuer.

III. DOCUMENTS EVIDENCING THE SATISFACTION OF CONDITIONS FOR ISSUING OF BONDS IN ACCORDANCE WITH REGULATIONS OF LAW ON SECURITIES AND DECREE 153

The Issuer complies with the conditions for issuing of bonds applicable to the issuance of Bonds as provided at Article 31.2 of Law on Securities and Article 9.1 of Decree 153, in particular:

Condition	Relevant regulation	Assessment on Issuer’s satisfaction and supporting documents
a) The issuer is a joint-stock company duly established and operating in accordance with the law of Vietnam	Article 9.1(a) of Decree 153	<p>Satisfied.</p> <p>The Issuer is a joint-stock company duly established and operating in accordance with the law of Vietnam.</p> <p>Pursuant to: Enterprise Registration</p>

Condition	Relevant regulation	Assessment on Issuer's satisfaction and supporting documents
		Certificate for Joint Stock Company No. 0311224517, initially registered on October 7, 2011 at the Department of Planning and Investment of Ho Chi Minh City, as amended for 17 th time on December 14, 2020 and Charter of the Issuer dated April 1, 2021 (" Charter ").
b) Making full payment of principal amount and interest of issued bonds or due debts in the last 3 consecutive years prior to the issuance of bonds	Articles 9.1(b) and 13.1(c) of Decree 153 Article 31.2(d) of Law on Securities	Satisfied. The Issuer has fully made payments of the principal amounts and interests of due debts for 3 (three) consecutive years prior to the issuance of the Bonds (i.e., years of 2018, 2019 and 2020). The Issuer has no outstanding bonds for 3 (three) consecutive years prior to the issuance of the Bonds (i.e., years of 2018, 2019 and 2020). ⁴ The Issuer had undertaking letter dated September 28, 2021 regarding the satisfaction of this condition.
c) Meeting adequacy ratios and prudential ratios in operations in accordance with regulations of specialized laws	Article 9.1(c) of Decree 153 Article 31.2(e) of Law on Securities	Not applicable. The Issuer does not conduct business activities which are subject to adequacy ratios and prudential ratios in operations under specialized laws, thus this condition does not apply to the Issuer.
d) The Issuance Plan was approved by the competent corporate body	Articles 9.1(d) and 13.2(a) of Decree 153 Article 27.2(g) of Charter Article 31.2(a) of Law on Securities	Satisfied. The Issuance Plan is approved by the BOD of the Issuer in accordance with this Resolution.

⁴ On August 6, 2021, MML was granted Certificate of Registration for Public Offering of Bonds No. 125/GCN-UBCK by the State Securities Commission, pursuant to which MML is approved to offer to the public the bonds which are non-convertible, without warrants, unsecured by assets and constituting direct repayment obligation of MML with the aggregate principal amount of up to VND1,999,980,000,000 due in 2026.

Condition	Relevant regulation	Assessment on Issuer's satisfaction and supporting documents
e) The financial statements of the year preceding the issuance years have been duly audited by a qualified audit organization	Articles 9.1(dd) and 4.6 of Decree 153 Article 31.2(dd) of Law on Securities	Satisfied. Pursuant to the separate and consolidated financial statements for the year ended on December 31, 2020 audited by KPMG Vietnam Limited. KPMG Vietnam Limited an independent auditing organization on the list of auditing organizations approved by the State Securities Commission in accordance with the provisions of the Law on Securities and the Law on Independent Auditing.
f) Entities participate in the offering comply with Article 8.1(a) of Decree 153 and the transfer of bonds only allow to implement between the professional securities investors (except for cases of complying with court judgments or decisions, arbitration decisions which are in effect or inheritance as prescribed by law)	Article 9.1(e) of Decree 153 Articles 31.2(b) and 31.2(c) of Law on Securities	Satisfied. The Issuer only offers bonds to professional securities investors in accordance with the securities law. The requirements on professional securities investor status are specified and clearly disclosed in the Information Memorandum. In addition, the contracts and agreements between the Issuer and the Registration Agent and the Custodian Agent relating to the issuance of the Bonds, registration, transfer management and depository of the Bonds shall stipulate the necessary contents to ensure the compliance with this requirement.

IV. TERMS AND CONDITIONS OF THE BONDS

1. Name Code of Bonds: MMLH2124001.
2. Type of Bonds: bonds are nonconvertible, without warrant, unsecured and constituting direct payment obligation of the Issuer.
3. Issuance Amount: the aggregate maximum principal amount is VND7,283,990,000,000 (seven thousand two hundred eighty three billion nine hundred ninety million Vietnamese Dong).
4. Nature: The Bonds constitutes direct payment obligations of the Issuer.

5. Issuance and Payment Currency: Vietnamese Dong (VND).
6. Interest Rates of the Bonds: the Bonds will bear the fixed rate interest of 2% p.a. (two percent per annum).
7. Denomination of Bonds: VND1,000,000 (one million Vietnamese Dong) each Bond.
8. Issuance Price: 100% of the par value.
9. Quantity of Bonds to be Issued: maximum 7,283,990 (seven million two hundred eighty three thousand nine hundred ninety) Bonds.
10. Estimated Issuance Date: within Quarter III or Quarter IV of 2021.
11. Term: 36 (thirty six) months from the Issuance Date.
12. Maturity Date: the ending date of the Term.
13. Payment Method of the Principal Amount and Interest: as provided in Section V.
14. Form of the Bonds: book entry and/or electronic record, having bond ownership certificate.
15. Investor: shareholders of the Issuer who meet the conditions of being qualified as professional securities investors in accordance with securities laws. Chairman of the Board of Directors or Chief Executive Officer shall carry out necessary works to decide the list of investors.
16. Trading of Bonds:
 - (a) The Bonds are only allowed to be traded amongst the professional securities investors, except for cases of enforcing the effective court judgments or decisions, or arbitral awards or inheritance as prescribed by laws.
 - (b) In addition, in the event that one or more Bondholders (collectively, the “**Majority Transferor**”) owning at least 70% (seventy percent) of the total principal of the outstanding Bonds approved a Bondholders’ resolution approving the transfer all of the Bonds held by such Majority Transferor to one (1) investor (the “**Transferee**”), the Majority Transferor shall be entitled to request the remaining Bondholders to transfer all remaining Bonds owned by such Bondholders to the Transferee at a transfer price not lower than the price paid by the Transferee to the Majority Transferor; *provided that* the transfer price must be at least 110% (one hundred and ten percent) of the par value of the Bonds. In such case, all other Bondholders shall be obliged to transfer the Bonds owned by them to the Transferee.
 - (c) The management of Bonds transfer will be implemented in accordance with the terms and conditions of bonds registrar and bonds custody agreement between the Company and initial Registrar.
17. Use of the Bonds: Subject to the restrictions set forth in Item 16 above and particular terms of the bond documents, Bondholders are free to sell, transfer or otherwise assign the title

over the Bonds and are entitled to use the Bonds as collateral and in other civil/commercial transactions.

18. Redemption of the Bonds:

In addition to redemption of the Bonds on the Maturity Date and redemption upon occurrence of event of default as provided in the Terms and Conditions, the Bonds may also be redeemed in the following cases:

- (a) *Redemption at the Issuer's Option:* Except as otherwise provided by law, the Issuer may redeem, in one or more tranches, at any time after the Issuance Date with respect to the Bonds owned by the Bondholders so agreed to sell. However, if the number of Bondholders representing at least 70% (seventy percent) of the total principal of the outstanding Bonds have agreed to sell their Bonds to the Issuer, the Issuer has the right to redeem all outstanding Bonds from all Bondholders.
- (b) *Redemption of Bonds after the Bonds Are Trade on Centralized System:* If the Bonds are centrally traded on the trading system of a competent Stock Exchange ("**Stock Exchange**"), in addition to the right to redemption pursuant to paragraph (a) above, the Issuer may repurchase the Bonds on that Stock Exchange at any time in a manner provided under relevant laws and regulations of the Vietnam Securities Depository or Vietnam Securities Depository and Clearing Corporation (as the case may be) and the relevant Stock Exchange.
- (c) *Redemption When Making Payment in MNS Feed Shares:*

Each Bondholder shall have the right to exchange the whole (but not a part) of the Bonds he/she/it owns for shares owned by the Issuer in MNS Feed Corporation ("**MNS Feed**") ("**MNS Feed Shares**") in accordance with the following provisions:

- (A) Exchange price: VND10,000 / MNS Feed Share. This exchange price shall be adjusted in case MNS Feed issues shares to pay dividends or issues shares to increase its share capital from equity source.
- (B) Fully exchange: each Bondholder has the right to exchange all (but not a part) of the Bonds held by such Bondholder for MNS Feed Share
- (C) Number of MNS Feed Shares being received: upon exchange, the Bondholder shall receive a number of MNS Feed Shares calculated according to the following formula:

$$\text{Number of MNS Feed Share being received} = \frac{\text{Total principal of the Bonds owned}}{\text{Exchange price}}$$

For example : The Bondholder owns 100 Bonds with the total principal of VND100,000,000 will receive a number of MNS Feed Shares of: (100,000,000 / 10,000) = 10,000 MNS Feed Shares.

- (D) Exchange procedures: within 30 days from the 90th day to the 60th day prior to the Maturity Date, the Bondholder desiring to exchange Bonds shall send a written notice to the Issuer. The exchange notice must contain the following details: full name, address, number of identity card, citizen identification card or passport for individuals; name, address, nationality, establishment decision number or business registration number for organizations; number of Bonds owned; number of MNS Feed Shares being received; signature for individuals; signature of the legal representative and seal (if any) of the organization, and accompany with the documents/evidence showing that the Bondholder has met the legal requirements, and obtained the necessary approvals, as required by law to become a shareholder of MNS Feed.

The Issuer will exchange the Bonds so that the Bondholder can receive MNS Feed Shares if it receives the exchange notice(s) from the Bondholder(s) owning at least 51% (fifty-one percent) of the total principal of the outstanding Bonds on the 60th day prior to the Maturity Date, except as provided in paragraph (E) below. In such case, the Issuer shall exchange to the Bondholder(s) having exchange notice.

To perform the exchange, the Issuer will concurrently carry out early redemption of the exchanged Bonds and, in exchange, pay the corresponding number of MNS Feed Shares to the relevant Bondholder(s).

- (E) Mandatory exchange: the exchange can be done in once at any time (i) at the decision of the Issuer when all outstanding Bonds are owned by only one (1) Bondholder or (ii) at the resolution of one or more Bondholders holding at least 70% (seventy percent) of the total principal of the Bonds then outstanding. In either cases in the preceding sentence, all outstanding Bonds will be exchanged for the MNS Feed Shares.
- (F) Interest upon exchange: in all cases where the Bonds are exchanged for MNS Feed Shares specified in paragraphs (D) or (E) above, all interest arising from the exchanged Bonds will be forfeited and the Issuer shall not be obligated to pay such interest.
- (G) Redemption of Bonds upon failure to exchange: in the event that the Issuer fails to transfer the MNS Feed Shares to the Bondholder(s) exercising the exchange right, in addition to demanding specific performance, the Bondholder may demand that the Issuer must redeem all outstanding Bonds at that time at a price of each Bond equal to the amount that ensures the Bondholder(s) to receive a net internal return on the principal of the Bonds at a rate of 4% (four percent).

19. Form of Issuance: The Bonds are issued in form of private placement through an issuing agent in accordance with Decree 153.
20. Registration, Depository at the Depository Member: The Bonds will be registered and deposited with the initial Registrar and the initial Custodian within 5 business days from the Issuance Date in accordance with the terms and conditions of the bond registrar and custody agreement between the Issuer and VCSC.

21. Registration, Depository at VSD and Centralized Trading: Subject to the satisfaction of the conditions for registration and centralized trading of bonds as prescribed by law, the Bonds will be registered, and deposited with VSD and centrally traded on the trading system of the Stock Exchange. The volume of the Bonds, time of registration, time of centralized trading and other specific conditions will be decided by the Chairman of the BOD or the Chief Executive Officer of the Issuer.
22. Issuing Agent: Viet Capital Securities Joint Stock Company.
23. Bond Offering Advisory Agent: Viet Capital Securities Joint Stock Company.
24. Initial Registrar: Viet Capital Securities Joint Stock Company.
25. Initial Custodian: Viet Capital Securities Joint Stock Company.
26. Initial Bondholders' Agent: Viet Capital Securities Joint Stock Company.
27. Other Conditions: shall be provided in details in the Bond Terms and Conditions and contracts, agreements and other documents executed for the purpose of issuing the Bonds and as determined by the Chairman of the Board of Directors or the Chief Executive Officer of the Issuer.
28. Undertakings:
 - (a) The Issuer undertakes to disclose information related to the Bonds in accordance with applicable laws;
 - (b) The Issuer undertakes to pay the Bonds principal and interest in a timely manner; and
 - (c) Other undertakings as specified in the terms and conditions of the Bonds and Transaction Documents.
29. Rights and Obligations of Investors:
 - (a) The investors purchasing Bonds shall have the following rights:
 - Investors who purchase Bonds are fully and timely paid by the Issuer for the Bonds principals and interests upon maturity and the exercise of the attached rights (if any) in accordance with relevant bond documents;
 - Except for the case of restricted transactions as prescribed in Decree 153 and/or relevant laws, Investors who purchase Bonds are entitled to transfer, give, donate, leave for inheritance, discount and use the Bonds as collateral and in other civil/commercial transactions;
 - Investors who purchase Bonds are entitled to to access the Bond offering documents upon request; and

- Investors who purchase Bonds are fully disclosed information by the Issuer in accordance with Decree 153.
- (b) The investors purchasing Bonds shall have the following obligations:
- Fully access to the information disclosure content of the Issuer; clearly understand the terms and conditions of the Bonds and other undertaking of the Issuer before deciding to purchase and trade the Bonds;
 - Self-assess, take responsibility for their own investment decisions and bear all risks arising in the investment and trading of Bonds;
 - Understand and comply with regulations on investors and bond transactions as prescribed in Decree 153 and relevant laws; and
 - Investors who purchase Bonds are responsible according to the applicable law and the relevant bond documents.
30. Rights and Obligations of the Issuer: The Issuer has rights and obligations in accordance with applicable laws and related Transaction Documents.
31. Responsibilities and Obligations of Organizations, Individuals Providing Services Relating to Bonds: Organizations, individuals providing services relating to Bonds have responsibilities and obligations in accordance with applicable laws and related Transaction Documents.
32. Amendments, Supplementations: the amendment, supplementation of this Issuance Plan shall be determined by the Chairman of the Board of Directors or the Chief Executive Officer of the Issuer.
33. Governing Law: The laws of Vietnam.

V. **PLAN FOR FINANCING THE REPAYMENT OF THE PRINCIPAL AMOUNT AND INTEREST OF THE BONDS**

1. **Repayment of the interest of the Bonds**: The interest of the Bonds shall be paid at once on the Maturity Date. The Issuer intends to use the profits earned from business activities, investments and other legitimate sources of income after deducting expenses to be used to pay interest of the Bonds to investors. According to the business plan of the Issuer, the proceeds from business, investment and other activities, after deducting tax payable liabilities to the State and operating expenses, are still sufficient for payment of interest of the Bonds.

In the event that the Issuer repays the principal amount by MNS Feed Shares upon redemption in accordance with Section IV.18(c) above, all interest on the Bonds will be forfeited.

2. **Repayment of the principal amount of the Bonds**: The principal amount of the Bonds shall be paid at once in arrears on the Maturity Date or the early repayment date. Depending on the actual market conditions, the Issuer expects to use (i) the profits earned from the Issuer's business, investment and other activities and/or (ii) capital mobilized from other

lawful capital sources to repay the principal amount of the Bond, or (iii) repayment by MNS Feed Shares as provided in Item 3 below.

3. **Repayment by MNS Feed Share:** Principal amount of the Bonds can be repaid by MNS Feed Shares when exercising the exchange of the Bonds for MNS Feed Shares in accordance with Section IV.18(c) above.