

**HIGHER EDUCATION AND VOCATIONAL
TRAINING BOOKS JOINT STOCK
COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hanoi, 12/ Dec 2025

No.: 220/NQ-HĐQT

RESOLUTION
**BOARD OF DIRECTORS OF HIGHER EDUCATION AND
VOCATIONAL TRAINING BOOKS JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprise No.59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17th 2020 and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26th 2019; amended by the Law No. 56/2024/QH15 dated November 29th 2024 issued by the National Assembly of the Socialist Republic of Vietnam, and their guiding documents
- Pursuant to the Charter of Higher Education And Vocational Training Books Joint Stock Company;
- Pursuant to Resolution No. 28/NQ-ĐHĐCĐ dated July 4th 2025 of Extraordinary General Meeting of Shareholders in 2025;
- Pursuant to Resolution No. 122/NQ-HĐQT dated July 16th 2025 of the Board of Director approving the execution of the private placement, the list of professional securities investors joining the placement and plan to ensure that the private placement complies with the Company's maximum foreign ownership ratio regulations;
- Pursuant to Official Letter No. 7938/UBCK-QLCB dated 25/11/2025 issued by the State Securities Commission regarding the application dossier for the private placement of HEV;
- Pursuant to the letter from the bank where the blocked account is opened regarding the proceeds from the private placement dated 10/12/2025;
- Pursuant to the Meeting Minutes of Board of Directors No. 219/BB-HĐQT dated 12/Dec 2025;

RESOLVES:

Article 1. Approve the result of the private placement of shares in accordance with Resolution No. 28/NQ-ĐHĐCĐ dated July 4, 2025 of the Extraordinary General Meeting of Shareholders, with details as follows:



1. Name of shares: Share of Higher Education and Vocational Training Books Joint Stock Company
2. Ticker: HEV
3. Type of share: Ordinary shares
4. Offering price: 13,070 VND/shares
5. Total offered shares:
 - Total estimated offered shares: 4,000,000 shares
 - Total shares offered successfully: 4,000,000 shares, equivalent to 100% of total estimated offered shares, in which:
 - + Domestic investors: 4,000,000 shares
 - + Foreign investors: 0 share
 - Total shares after the private placement: 5,000,000 shares
6. Total proceeds from the private placement: 52,280,000,000 VND
7. Ending date of the placement: 09/12/2025
8. Registered charter capital before the private placement: 10,000,000,000 VND (ten billion dong)
9. Total charter capital after the private placement: 50,000,000,000 VND (fifty billion dong)
10. The list and ownership ratios of the investors participating in the share purchase:

No.	Name of shareholders	ID card/ Passport/ Enterprise Registration Certificate	Potential offeree		Number of shares held before the offering (shares) (*)	Number of shares to be distributed	Total number of shares held after the offering (shares)	Ownership ratio of the offering (**)
			Strategic investors/ Professional investors	Foreign investors/ Economic organizations with foreign ownership exceeding 50%/ Domestic investors				
1	Nguyen Thi Thu Dong	066182000208	Professional investors	Domestic investors	0	4,000,000	4,000,000	80%

(*) Based on the shareholder list provided by the Vietnam Securities Depository and Clearing Corporation as of Jun 10th 2025.

(**) The ownership ratio is calculated based on the total number of outstanding shares after the private placement, which is 5,000,000 shares.

Article 2. Amendments to Enterprise Registration (ER) in accordance with the charter capital after the private placement of shares, detailed as follows:

- Charter capital registered prior to the private placement: VND 10,000,000,000 (Ten billion dong)
- Charter capital after the amendment: VND 50,000,000,000 (Fifty billion dong)

- Equivalent value in foreign currency (if any; specify in figures and currency type): not applicable
- Implementation timeline to ER amendments: After the shares are fully paid, the Company shall report the issuance results to the State Securities Commission, which will issue a written confirmation of the issuance results.
- Sources of charter capital after the capital increase:

Type of capital	Amount (figures; VND and foreign currency equivalent, if any)	Ratio (%)
State budget capital		
Private capital	50,000,000,000 VNĐ	100%
Foreign capital		
Other sources		
Total	50,000,000,000 VNĐ	100%

- Capital contribution assets after the capital increase:

No.	Contributed assets	Value of each asset in charter capital (VND)	Ratio (%)
1	Vietnamese Dong	50,000,000,000 VNĐ	100%
2	Freely convertible foreign currencies (specify currency type and contributed amount)		
3	Gold		
4	Land use rights		
5	Intellectual property rights		
6	Other assets (specify type, quantity, and remaining value; may attach a separate list)		
Total		50,000,000,000 VNĐ	100%

- Share information:

Par value per share: VND 10,000 (Ten thousand dong)

No.	Types of shares	Quantity	Value (VND)	Ratio to charter capital (%)
1	Common shares	5,000,000	50,000,000,000 VNĐ	100%
2	Voting preferred shares			
3	Dividend preferred shares			
4	Redeemable preferred shares			
5	Other preferred shares			
Total		5,000,000	50,000,000,000 VNĐ	100%

Article 3. To approve the amendment of the Company's Charter at Article 6 regarding the charter capital, to reflect the new charter capital after the completion of the share offering.

Article 4. To authorize the Director to sign relevant documents and carry out subsequent procedures in accordance with applicable laws and the requirements of competent authorities, including but not limited to: amending the Enterprise Registration Certificate to reflect the new

charter capital after the offering, registering the additional securities, and completing the procedures for additional listing in compliance with current legal regulations.

Article 5. This Resolution was approved by the Board of Directors for 5th Term (2022–2026) and shall take effect from the date of signing. Members of the Board of Directors, the Executive Board, the Supervisory Board, departments and divisions of Higher Education and Vocational Training Books Joint Stock Company, and all relevant individuals shall be responsible for the implementation of this Resolution.

To:

- As Article 5;
- NXBGDVN (for reporting);
- SSC, HNX (for disclosure);
- Archived: admin

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



DANG TRAN BAO TIN