

Code SDI11717
Company name SaiDong Urban Development & Investment Joint Stock Company
Date 11/01/2019
Subject Resolution of the general meeting of shareholders

Content:

SaiDong Urban Development & Investment Joint Stock Company announces the resolution of the general meeting of shareholders dated October 31, 2019 as follows:

1. Approving the plan to swap all outstanding shares of Sai Dong Urban Development and Investment Joint Stock Company in accordance with the merger agreement with Vingroup Joint Stock Company.

“Exchange mechanism

- *Vingroup Joint Stock Company will issue new VIC ordinary shares to the shareholders of Sai Dong Urban Development and Investment Joint Stock Company except for Vingroup Joint Stock Company itself, to swap for SDI ordinary shares held by these shareholders in the exchange ratio outlined below ("Exchange Ratio").*

Exchange ratio and principle of share swap

- *Exchange Ratio: 1:1.1, indicating one ordinary share of Sai Dong Urban Development and Investment Joint Stock Company (Ticker: SDI) will be exchanged for 1.1 ordinary shares of Vingroup Joint Stock Company (Ticker: VIC).*
- *Rounding principle: VIC shares received by shareholders of Sai Dong Urban Development and Investment Joint Stock Company will be rounded down to the nearest integer, VIC fractional shares (if any) will be void.*
- *For example: Under the share swap with the exchange ratio of (1 : 1.1), shareholder A owning 1,243 SDI shares is entitled to receive 1,367.3 VIC shares, being 1,367 VIC shares rounded down to the nearest integer.”*

(source: <https://vingroup.net>)

2. Approving the merger agreement between Sai Dong Urban Development and Investment Joint Stock Company and Vingroup Joint Stock Company.
3. Approving to cancel the trading of SDI stock on the Hanoi Stock Exchange and cancel the deposit of SDI stock at the Vietnam Securities Depository.