

No: 2903.4/2023/KBC-CV

Bac Ninh, March 29th, 2023

EXTRAORDINARY INFORMATION DISCLOSURE

To:

- State Securities Committee;
- Ho Chi Minh Stock Exchange;
- Hanoi Stock Exchange;
- Esteemed Shareholders/ Bondholders.

1. Name of organization: Kinh Bac City Development Holding Corporation

- Securities code: KBC

- Bond code: KBCH2124003

- Address: Lot B7, Que Vo Industrial Park, Phuong Lieu Commune, Que Vo District, Bac Ninh Province, Vietnam

- Tel: (0222) 3634034

Fax: (0222) 3634035

- E-mail: info@kinhbaccity.vn

Website: <http://www.kinhbaccity.vn>

2. Content of disclosure:

Pursuant to the current regulations on information disclosure on the securities market, Kinh Bac City Development Holding Corporation (KBC) would like to disclosure information relating to the Conference of Bondholders of Bond KBCH2124003.

The full text of the Resolution of the Board of Directors is attached to this official letter.

3. This information was published on the company's website on March 29th, 2023 at the link <http://www.kinhbaccity.vn>.

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Attachments:

Full document of section 2

**On behalf of KINH BAC CITY DEVELOPMENT
HOLDING CORPORATION
Person to disclose informaion
Chairman of the BOD**

(signed and stamped)

DANG THANH TAM

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

RESOLUTION

OF THE CONFERENCE OF BONDHOLDERS

(approved by means of written opinion)

Recitals:

- *Enterprise Law dated 17/06/2020, amended and supplemented on 11/11/2022;*
- *Law on Securities dated 26/11/2019;*
- *Decree 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Bondholders' representative contract No. 0211/2021/HĐNSHTP/KBC-ABS signed on 02/11/2021 between Kinh Bac City Development Holding Corporation and An Binh Securities Joint Stock Company;*
- *Other Bond Documents of the Private Bond Offering in 2021 of Kinh Bac City Development Holding Corporation;*
- *Minutes of vote counting to collect opinions of bondholders in writing made by Bondholders' Representative – An Binh Securities Joint Stock Company on 29/03/2023.*

DECISION

Article 1. Approve the following 03 contents:

Content 1: Amend and replace Point 8.2 – Voluntary Early Bond Redemption in the Terms and Conditions of the issued bonds together with the Bond-related contracts and documents, specifically as follows:

After 01 (one) year from the Issue Date, the Issuer may redeem a part or all of the Bonds of the issue before the maturity date on the Early Redemption Dates at the Request of the Issuer and by any other means. any method in accordance with applicable law and the provisions of these Bond Terms and Conditions. To clarify, the Issuer is not obligated to pay an early redemption fee for the early redemption of bonds at the request of the Issuer.

(a) Redemption Price:

$$\begin{array}{rcl} \text{Redemption} & & \\ \text{Price} & = & \text{Total face value of} \\ & & \text{Redeemed Bonds} \quad + \quad \text{Earned Interest} \end{array}$$

“Earned Interest” includes: interest accrued since and including the latest Interest Payment Date plus (+) unpaid interest and penalties of the previous periods (if any) up to but excluding the date of redemption (“Early Redemption Date as Suggested by the Issuer”).

- (b) In order to exercise the right of redemption under these Conditions, the Issuer must (through the Registration and Depository Agent) give written notice to all Bondholders and the Bondholders' Representative about their decision to redeem the Bonds (“**Redemption Notice**”) **at least 2 (two) business days prior to the Early Redemption Date as suggested by the Issuer**. The Redemption Notice will contain information on the total number of Bonds to be redeemed, the value of the Early-redeemed Bonds, the Early Redemption Price and the Early Redemption Date (which must be a Business Day). Upon receipt of the Redemption Notice, the Bondholders are obliged to resell the amount of the Bonds to the Issuer in accordance with such Redemption Notice. For the purposes of this provision, the Record Date for closing the list of Bondholders shall be the Business Day immediately preceding the Early Redemption Date at the request of the Issuer.
- (c) The redemption price will be paid by the Issuer (through the Payment Agent) directly to the accounts of the Bondholders.

Content 02: Allow the Issuer to sign contracts, the transfer agreements and related documents and perform transactions to transfer the contributed capital (100% contributed capital) of the Issuer at the Kinh Bac - Da Nang Investment One Member Company Limited. The Issuer commits to transfer at least 1,000 billion VND to the Issuer's account opened at the Payment Agent which is Vietnam Joint Stock Commercial Bank for Industry and Trade - Que Vo Industrial Park Branch to ensure the payment source of principal/interest on bonds upon maturity or early redeemed bonds. This amount shall be blocked by the Payment Agent and released only for the purpose of paying the principal and interest of the bonds upon maturity or early redeemed bonds.

Content 03: Immediately after: (i) The Issuer announces that it has completed the transfer of at least 1,000 billion VND to the account at the Payment Agent; and (ii) If the Issuer discloses information about the early redemption of all bonds, the entire Collateral currently mortgaged to secure the Bonds shall be automatically deemed to be released and shall release from payment obligations related to the Bonds under the signed contracts. The Collateral Management Organization is responsible for carrying out the procedures to release the Collaterals immediately after the Issuer (through the Payment Agent) completes the payment of all principal and interest to Bondholders.

The Collaterals are automatically released from payment obligations related to the Bonds, including:

- Capital contribution (100% value of contributed capital) of the Issuer at Kinh Bac - Da Nang Investment One Member Company Limited .

- The Real estate which is Plot No. 91, map sheet No. 15, address number 84 Hung Vuong, Hai Chau 1 Ward, Hai Chau District, Da Nang City according to the land use certificate No. CU 978455 issued by the People's Committee of Da Nang City dated 29/09/2020 for Kinh Bac - Da Nang Investment One Member Company Limited.

Article 2. The Issuer, the Representative of the Bondholders and related parties shall base themselves on this resolution to perform their responsibilities in accordance with the current provisions of the Law.

Article 3. This Resolution shall take effect from the date it is approved by the Conference of Bondholders.

Ha Noi, March 29th, 2023

Recipients:

- *Bondholders*
- *Kinh Bac City Development Holding Corporation*
- *Collateral Management Agent*
- *Payment Agent*

REPRESENTATIVE OF THE BONDHOLDERS

**AN BINH SECURITIES JOINT STOCK
COMPANY**

(signed and stamped)

Nham Ha Hai