

INVESTOR'S GUIDE

For Participation in the Process of Auction of SCIC's shares in Domesco Medical Import - Export Joint Stock Company

Important Note: This document (and the English translation of the forms attached hereto) is for reference purpose only. This document should be read in conjunction with the Regulations on Auction (the “**Regulations**”) issued by the State Capital Investment Corporation (“**SCIC**”) on 30th July 2019 used for auction for sale of shares of SCIC in Domesco Medical Import - Export Joint Stock Company (the “**Auction**” and “**DMC**”, respectively) and should not be relied upon in substitution for the exercise of independent review of the Regulations and attachments thereto. Although this document has been prepared based on the Regulations, no representation or warranty, expressed or implied, is made as to the accuracy or completeness of information presented herein and as to the consistency with the Regulations. In case of any inconsistency between this document and any of the Regulations and attachments thereto, the latter will prevail.

This document has not been approved by any corporate nor regulatory approvals. It has been prepared without regard to the circumstances and objectives of those who receive or read it and is not tailored to the need of any particular investor.

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I. REGISTRATION

1. General principles

- ✓ Each investor may submit only one registration dossier and, subject to the Regulations, will be given 1 (one) official Bidding Form.
- ✓ Each investor should make a deposit equal to 10% of the total quantity of its subscribed shares multiplied by the initial price to be eligible to participate in the Auction and to comply with the Regulations. Deposit must be paid in VND.
- ✓ Investors must accept and use all the forms attached in the Appendices of the Regulations.
- ✓ Authorization:
 - + One individual/ institution can be the authorized representative of only one investor who participates in the Auction;
 - + Organizations with license for securities trading (as defined in Circular

123¹), can be authorized by multiple investors to participate in the Auction;

- ✓ Procedures for company profile submission: from 31st July 2019 to 16h00 20th August 2019 at SCIC's Headquarter, 23rd floor Charmvit building, 117 Tran Duy Hung street, Cau Giay district, Hanoi.
- ✓ In the case of denying investors to join the Auction, SCIC will have response paper within 2 days from received company profile day and before 14h00 22nd August 2019.
- ✓ Time for registration: from 23rd August 2019 to 16h00 29th August 2019
- ✓ Organizations responsible for taking registration as well as guidance for investors: Agents for Registration.

2. Registration dossier

Types of investors:

1. Investors who participate directly in the Auction:
 - 1.1. Vietnamese individuals/institutions
 - 1.2. Foreign individuals/ institutions (non-resident and resident)
2. Investors who give authorization:
 - 2.1. Vietnamese individuals giving authorization shall use **Form 06A**, legalized by a relevant authority in Vietnam;
 - 2.2. Vietnamese institutions giving authorization will use **Form 06A**, legalized by a relevant authority in Vietnam;
 - 2.3. Foreign individuals/institutions can give authorization to foreign individual using **Form 06B**, signed by the individual foreign investor or the legal representatives of the foreign institutions;
 - 2.4. Foreign individuals / institutions giving authorization to Vietnamese trading representatives must follow the rules for foreign transactions under Circular 123 and follow **Form 06C**, signed by the trading representative and the authorized persons of foreign investors (as stipulated in Circular 123)
3. Organizations with license for securities trading (as defined in the Circular 123) who register for multiple investors should provide all the relevant authorization contracts with its investors, the number of shares registered to purchase by each individual/ organization. Organizations with license for securities trading have to make sure the number of shares registered to purchase by Foreign individuals/ institutions have to correspond with Rule 4.8 Number 4 Regulations. Organizations with license for securities trading to work with SCIC to define the result of the Auction.

¹ Circular 123/2015/TT-BTC dated 19 August 2015 of the Ministry of Finance re. Guidance on activities of foreign investors on Vietnam stock market

Registration dossier of documents for each type of investors are as followed:

No.	Document	Form	Note
Vietnamese Investors <u>Conditions:</u> <ul style="list-style-type: none"> - Have contact address; - Have Securities Trading Account; - Submitted Company profile according to Regulations; - Have authorization in cases the individual or the legal representative of the institution does not participate directly. 			
1	Registration Form for participation in the Auction	Form 01	Registered shares have to be equal to the whole block.
2	ID/ Passport/ Business Registration Certificate		A valid copy or an original ID/passport for verification.
3	Certificate of Depository Account or Securities Trading Account		Original
4	Authorization	Form 06A	Original
4.1	Authorize an individual: ID/ Passport of the authorized individual		A valid copy or an original document for verification
4.2	Authorize an institution: - Business Registration Certificate of the authorized institution - ID/ Passport of the legal representative of the authorized institution		A valid copy or an original document for verification
5	Confirmation from SCIC of Submitted Company profile		Original
6	Deposit slip		Original
Foreign Investors <u>Conditions:</u> <i>Foreign investors must have:</i> <ul style="list-style-type: none"> - Foreign Indirect Investment Account in VND; - Securities Trading Code granted by VSD ("STC"); 			

No.	Document	Form	Note
<ul style="list-style-type: none"> - Submitted Company profile according to Regulations; - Securities Trading Account at local brokerage firm; 			
1	Registration Form for participation in the Auction	Form 02	Registered shares have to be equal to the whole block.
2	Passport/ Business Registration Certificate		Passport: A valid copy or an original document for verification Business Registration Certificate: copy.
3	Foreign Indirect Investment Account ("FIIA") - Certificate of FIIA account		- Original certificate of FIIA provided by the bank where FIIA is opened. ⁽¹⁾
4	Securities Trading Code ("STC") - STC issued by VSD		- A copy certified by the Custodian Bank where the investor has custodian account ⁽¹⁾
5	Authorization	Form 06B, Form 06C	Original
5.1	Authorize an individual: ID/ Passport of the authorized individual		A valid copy or an original document for verification
5.2	Authorize an institution: - Business Registration Certificate of the authorized institution - ID/ Passport of the legal representative of the authorized institution		A valid copy or an original document for verification
6	Confirmation from SCIC of Submitted Company profile		Original
7	Deposit slip		Original
<u>Note:</u>			

No.	Document	Form	Note
	(1) For investors who register in the Auction, the name of the Investor under the FIIA, STC (for foreign investors) and Securities Trading Account (for all investors) and the name on the Registration Form must be the same.		

3. Amendment or cancellation of registration for the Auction:

- ✓ Investor can amend or cancel its registration for the Auction: from **23rd August 2019 to 16:00 on 29th August 2019**:
 - Amendment of the registration: **Form 03**
 - Cancellation of the registration: **Form 04**
- ✓ Investor who amends or cancels its registration for the Auction within the timeline above will be entitled to receive refundable deposit corresponding to the number of shares reduced or cancelled.

4. Information disclosure: Investors have to make disclosure as guided in **Part V**.

II. DEPOSIT

- ✓ Deposit is 10% of the total number of subscribed shares multiplied by the initial price (10% x number of registered shares x initial price).
- ✓ Timeframe for deposit: within the registration timeframe
- ✓ Deposit amount will be deducted from the total payment amount if the investor wins the bid.
- ✓ Procedure: All investors must transfer the deposit in VND to SCIC's bank account designated specifically for the Agents for Registration where the Investors register. (detailed account list is provided in Appendix of the Regulations)
Wire transfer note: "Name/organization name, ID number/Business registration number (date & place of issue); Payment of deposit for... shares of SCIC at DMC"

III. SUBMISSION OF THE BIDDING FORM AND ATTENDING THE BIDDING

1. Prepare and submit the Bidding Form

Step	Requirement	Form/Note
1	Each investor, after submitting eligible registration dossier, shall be granted 01 official Bidding Form by the Agent for Registration where he/she registered the bid with	Bidding Form as Form 07 issued by the Agent for Registration, with stamp of the Agent.

Step	Requirement	Form/Note
2	Complete information sufficiently and accurately on the Bidding Form as follows:	Form 07
2.1	Bidding price: <ul style="list-style-type: none"> ✓ Is the price per share; ✓ Put down only 01 single price; ✓ Step-up bidding price is VND100. The price should not be lower than the initial price and the floor price of DMC on auction day.	- Investors can cancel registration and receive the 10% deposit back if cancellation is within the registration period.
2.2	Bid quantity: all the offered shares	
2.3	The Bidding Form needs to be put in an envelope and sealed.	
3	<u>Reissuance of the Bidding Form:</u> In case the Bidding Form is erased, torn or lost, the investor can file an application to the Agent for Registration to get a new Bidding Form. The old Bidding Form then will be deemed invalid.	Form 05 Investors can ask for being reissued with a new Biding Form at the latest 1 hour (60 minutes) prior to the deadline to submit the Bidding Form.
4	<u>The Bidding Form is directly submitted</u> at HOSE as follows: <ul style="list-style-type: none"> ✓ Time: from 9h00 to 14h00 on 30th August 2019; ✓ Address: HOSE, 16 Vo Van Kiet street, Nguyen Thai Binh ward, District 1, HCMC 	Submitted Bidding Form cannot be withdrawn or revised.

2. Bidding implementation and outcome:

- ✓ Condition for holding the bidding: at least 02 eligible investors participate in the Auction.
- ✓ Time: **14:30 on 30th August 2019**
- ✓ Address: at Hochiminh Stock Exchange, 16 Vo Van Kiet, District 1, HCMC
- ✓ Determination of the bidding outcome: in accordance with Article 10 of the Regulations

IV. PAYMENT AND TRANSFER

Step	Requirement	Note
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1	<p><u>Payment procedure:</u></p> <ul style="list-style-type: none"> ✓ Payment will be in VND ✓ Payment timeframe: within 7 working days from the date of signing the Share Transfer Contract 	
	<p><i>Payment amount</i> will be determined by the total amount payable by the winning bidder in accordance with the bidding result after deducting the deposit amount, details as follows:</p> <p style="padding-left: 40px;"><i>Payment amount</i> = Total amount payable for purchasing the winning bid shares – Deposit</p> <ul style="list-style-type: none"> ✓ The investor transfer the payment amount to the following account: <ul style="list-style-type: none"> - Name: State Capital Investment Corporation - Account number: 99010000000326 - At: Bank for Investment and Development of Vietnam – Head office - Wire transfer note: "Name/organization name, ID number/ Business Registration number (date & place of issue); payment for ... DMC shares to SCIC" 	
3	<p><u>Transferring procedure:</u></p> <p>SCIC will transfer shares to investors via Vietnam Securities Depository ("VSD").</p>	
4	<p><u>Return of deposit to unsuccessful investors:</u> within 05 working days since the bidding date.</p>	

V. INFORMATION DISCLOSURE

- Institutional and individual investors who are subject to reporting and disclosure on DMC shares trading are obligated to report and disclose as prescribed under the Circular No.155/2015/TT-BTC dated October 6, 2015 of the Ministry of Finance guiding information disclosure on Vietnam securities market. Disclosure timeframe is calculated from the bidding date.

VI. INFORMATION ABOUT THE AUCTION

Interested investors may find information and updates on the Auction by SCIC from the following sources:

 Access to information

- Websites of SCIC, HOSE, PSI, DMC, Agents for Registration
- Contacts: representatives of SCIC and the agents for Registration
- ✚ *Announced information:*
 - About DMC and the Auction:
 - ✓ Regulations on the auction of DMC shares owned by SCIC;
 - ✓ Information Memorandum on the Auction of DMC shares owned by SCIC;
 - ✓ Other documents, information regarding to the Auction.
 - Summary of participation in the Auction
 - Result of the Auction