

No.: 03/TT-2022

HCMC, 26th March 2022

DRAFT

PROPOSAL

TO THE 2022 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re.: Approving the 2021 Dividend payment plan

**To: GENERAL MEETING OF SHAREHOLDERS
PHAT DAT REAL ESTATE DEVELOPMENT CORPORATION**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17th June 2020;
- Pursuant to the Charter of Phat Dat Real Estate Development Corporation;
- Pursuant to the Meeting Minutes of the Board Meeting dated 28th February 2022;

The Board of Directors respectfully submits the 2021 dividend payment plan to the GMS for consideration and approval as follows:

I. Proposal for 2021 dividend payment:

1. Issuance plan:

- Name of stock: Shares of Phat Dat Real Estate Development Corporation
- Stock code: PDR
- Type of share ordinary shares
- Par value: VND10,000 (*In words: Ten thousand VND*)
- Number of shares issued: 492,771,916 shares
- Number of outstanding shares: 492,771,916 shares
- Proposed number of shares to be issued: 178,876,205 shares.
- Total issuance value (at par value): VND 1,788,762,050,000 (*In words: one trillion, seven hundred eighty-eight billion, seven hundred sixty-two million and fifty thousand VND*).
- Dividend ratio: 36.3% of share capital at the time of the issuance; Shareholders owning 1000 shares shall receive 36.3 additional shares.
- Handling of odd shares: number of shares to be issued to shareholders will be rounded down and figures after the point (if any) will be ignored.
- Subjects of share dividend: Existing shareholders of the Company on the date of record to receive dividend payment.
- Transfer restriction: None.
- Source: Undistributed profit after tax of 2021 according to 2021 audited financial statements.
- Proposed timeline: In the second quarter of 2022; details will be decided by the BOD upon obtaining approval from competent state agencies.

2. The BOD respectfully proposes to the GMS to:

- 2.1 Approve the increase in charter capital equivalent to the actual total issuance value as in the aforementioned plan.
- 2.2 Authorize the BOD to decide the following matters and delegate the Chairman to implement all related procedures in compliance with the Law on Enterprises, the Company's Charter, the Law on securities and the securities market:

[NOTICE: This document is a translation of the Vietnamese language original for convenience purposes only, and in the event of any discrepancy, the Vietnamese language original shall prevail.]

- Carrying out necessary procedures to pay share dividend and issuing ordinary shares right after obtaining the approval from the State Securities Commission.
- Upon completing the share issuance to existing shareholders, according to the actual issuance results,
 - Proceeding the registration, depository, and listing of the additionally issued shares for dividend payment at the Vietnam Securities Depository and the Hochiminh Stock Exchange.
 - Proceeding with the necessary procedures for the increasing charter capital and registering for changes in business license with the Ho Chi Minh City Department of Planning and Investment;
 - Amending/supplementing terms related to charter capital in the Company's Charter and reporting to the General Meeting of Shareholders at the next meeting.
- Deciding all the other issues relating to the share issuance under the dividend payment plan at the request of competent state agencies.

Respectfully.

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

Recipients:

- *As stated above.*
- *Archives.*

Attachments:

Voting Ballot

NGUYEN VAN DAT