

## RESOLUTION

### 2022 ANNUAL GENERAL MEETING OF SHAREHOLDERS PHAT DAT REAL ESTATE DEVELOPMENT CORPORATION

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Phat Dat Real Estate Development Corporation (“the Company”);
- Pursuant to the Meeting Minutes and Documents of the 2023 Annual General Meeting of Phat Dat Real Estate Development Corporation dated June 30, 2023, at No. 202 Hoang Van Thu Street, Ward 9, Phu Nhuan District, HCMC (Titan Ballroom, 5<sup>th</sup> Floor, Tan Son Nhat Pavillon Convention Center.)

### THE GENERAL MEETING OF SHAREHOLDERS RESOLVED TO

**Article 1:** Approve the Report of the Board of Directors (“BOD”) on 2022 operations.

Approving rate: .....%

**Article 2:** Approve the Audited 2022 Financial Statements and the Distribution Plan for 2022 Profit after Tax

**2.1** 2022 financial statements of Phat Dat Real Estate Development Corporation audited by Ernst & Young Vietnam Limited Company and publicly disclosed by the Company’s BOD as regulated.

**2.2** 2022 business results:

- Total revenue : 5,339.4 billion VND
- Including:
  - + Revenue from sale of goods and rendering of services : 1,504.6 billion VND
  - + Revenue from transferring shares at subsidiaries : 3,826.3 billion VND
  - + Other incomes : 8.5 billion VND
- Profit before tax : 1,482.3 billion VND
- Profit after tax (PAT) : 1,160.6 billion VND
- PAT attributable to shareholders of the parent : 1,137.3 billion VND

**2.3** The distribution plan for the profit after tax (“PAT”) of 2022 and by the end of the prior years:

In 2022, the Company deducted **VND 5,231,667,000** from 2022 PAT to pay for the BOD’s remuneration and operating expenses, accounting for 0.46% of 2022 PAT.

After paying Board remuneration, residual PAT of 2022 and by the end of the prior years is **1,155.08 billion VND** and shall be distributed as follows:

- Investment & Development Fund (equivalent to 2.0% of 2022 PAT) : 22.74 billion VND
- Bonus and Welfare Fund : None
- Dividend payments : None

*The remaining undistributed after-tax profits accumulated up to December 31, 2022, after setting aside the Development Investment Fund, will be retained for business investment activities of the Company in 2023.*

Approving rate: .....%

**Article 3:** Approve 2023 Business plan and 2023 profit distribution plan; Board remuneration policies in 2023

**3.1. 2023 Business plan and targets**

a. Targets:

- Revenue : **2,800 billion VND**  
*(The target revenue includes financial incomes and incomes from transfers of shares of Subsidiaries/Affiliates).*
- Profit before tax : **850 billion VND**
- Profit after tax : **680 billion VND**

b. The GMS authorizes the BOD to:

- Review and revise the business targets and strategic directions for 2023 following the real estate market conditions and the Company's operations.
- Establish committees and subcommittees under the BOD to serve the investment and business strategies of the Company.

c. The GMS approves:

- The BOD may authorize the BOD Chairman to perform necessary tasks within the scope of the aforementioned authorization.
- To authorize the BOD Chairman to sign Resolutions/Announcements/Documents related to the aforementioned authorization of the GMS and the BOD.

**3.2. 2023 Business plan and targets**

a. Distribution plan for profit after tax (PAT) of 2023 and previous years:

- Target profit before tax : 850 billion VND
- Target profit after tax : 680 billion VND

– PAT distribution plan:

- ✦ Allocation for Investment & Development Fund: a maximum of 3% of PAT
- ✦ Allocation for Bonus and Welfare Fund : a maximum of 3% of PAT
- ✦ Dividend payment : a minimum of 15% of charter capital  
(Tapping from the cumulative PAT as at December 31, 2023)

– Authorization to the BOD to review and decide:

- + Dates of interim (if any) and final dividend payments.
- + Implementation of the procedures related to dividend payments to shareholders as regulated by laws and the Company's Charter.

b. Board remuneration and bonus policy:

- Remuneration and bonus for the BOD: a maximum of 1% of 2023 PAT.  
(The remuneration includes the operational expenses of the committees and subcommittees appointed by the BOD).
- Bonus for the BOD when the Company achieves 2023's business plan and targets: a maximum of 0.5% of 2023 PAT.
- Authorize the BOD to allocate the monthly remuneration and bonus (if any) to the Board Members and decide the operational expenses for the committees and subcommittees appointed by the BOD.

**Approving rate: .....%**

**Article 4: The selection of an independent auditing company for the fiscal year 2023**

- 4.1. To select Ernst & Young Vietnam Limited Company, a prestigious international auditing firm that meets all the aforementioned criteria and has audited Company's financial statements from 2009 to 2022, as the independent auditing firm to audit the financial statements for the fiscal year 2023.
- 4.2. To authorize the CEO to negotiate audit fees and sign the Agreement with the independent auditing company.

**Approving rate: .....%**

**Article 5: Approve the Amendments to the Charter, Internal Governance Regulations, and Regulations on BOD operations**

**Approving rate: .....%**

**Article 6: Approve the Resignation Letter of the Independent Board Member**

**Approving rate: .....%**

**Article 7: Approve the elected Board Members for the term 2023-2028:**

No.	Full name	Number of votes	Position
01			Board member
02			Board member
03			Board member
04			Board member
05			Independent Board member
06			Independent Board member

**Approving rate: .....%**

**Article 8:** This Resolution was duly approved at the 2023 Annual General Meeting of Shareholders of Phat Dat Real Estate Development Corporation as aforementioned. The GMS authorizes the BOD to conduct the implementation of this Resolution in accordance with legal provisions and the Company's Charter.

The Resolution takes effect from June 30, 2023.

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS  
CHAIRMAN OF THE BOD**

**NGUYEN VAN DAT**