

EXTRAORDINARY INFORMATION DISCLOSURE

To: - HO CHI MINH STOCK EXCHANGE (HOSE)

1. Organization name: **PHAT DAT REAL ESTATE DEVELOPMENT CORPORATION**
 - Stock code: PDR
 - Head office: 8th & 9th Floors, Tower B, Viettel Complex Building, 285 Cach Mang Thang Tam Street, Ward 12, District 10, HCMC
 - Telephone: (028) 2226 6868 Fax: (028) 2226 8686
 - Email: info@phatdat.com.vn

2. Content of information disclosure:

To approve the delegation of authority to the Board Chairman and to approve transactions between the Company and related parties.

3. This information was published on the Company's website on January 22, 2024 at <https://www.phatdat.com.vn/en/announcements/>.

We hereby declare that the abovementioned information is true and correct, and we shall be legally responsible for the information disclosed.

Attachments:

BOD Resolution No. 01/2024/HDQT-QD

**Representative of the organization
Legal Representative**

(Signed and stamped)

NGUYEN VAN DAT

RESOLUTION OF THE BOARD OF DIRECTORS

***“Re: Approving the delegation of authority to the Board Chairman and
approving transactions between the Company and related parties in 2024”***

THE BOARD OF DIRECTORS

PHAT DAT REAL ESTATE DEVELOPMENT CORPORATION

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 dated 17th June 2020;*
- *The Charter of Phat Dat Real Estate Development Corporation (“the Company”);*
- *The Meeting Minutes No. 01/2024/HDQT-BBH of the Board of Directors dated January 22, 2024.*

RESOLVED

Article 1:

1. To delegate authority to the Board Chairman to perform the tasks within the authority of the Board of Directors in the fiscal year 2024 as follows:
 - a. Deciding on the Company's organizational structure; Deciding and sign the promulgation of the Company's internal management regulations;
 - b. Deciding and signing the Regulation of information disclosure of the Company as required by law;
 - c. Approving internal audit plans and adjustments to the annual internal audit plans;
 - d. Deciding on the organizational structure of the Internal Audit Unit; To decide on the appointment, dismissal, and remuneration of the Head and Deputy Head of the Internal Audit Unit;
 - e. Deciding to convene extraordinary meetings of the GMS and collect shareholder opinions in writing, including but not limited to the record date, agenda, and content of the meeting/matters for approval, and prepare vote-counting minutes;
 - f. Deciding on the appointment, dismissal, salary, benefits, and other policies; to sign labor contracts, terminate labor contracts for the CEO, Vice Presidents, Financial Director, Chief Accountant, and other managerial positions of the Company;
 - g. Deciding on the appointment of authorized representatives to manage the Company's capital/assets in subsidiaries/affiliated companies and decide on their remuneration, other benefits; supervise and instruct authorized representatives in managing the Company's capital/assets in other businesses;
 - h. Supervising and guiding the Board of Management in the daily business operations of the Company;
 - i. Deciding on the appointment and dismissal of the Person in charge of Corporate Governance (CG);

- j. Deciding on policies related to income, salary, rewards, and benefits for employees in the Company;
 - k. Deciding on organizing training, workshops on CG, and necessary skills for Board members, the CEO, and Company's Executives;
 - l. Deciding on the use of independent external consulting services for the activities of the BOD;
 - m. Deciding on the allocation and management of the operating budget of the Board of Directors.
2. The term of delegation specified in Clause 1, Article 1 of this Resolution shall be effective from the date of approval of this Resolution and shall terminate when there is another Resolution of the Board of Directors to replace it or at the end of the fiscal year 2024, whichever comes first.

Article 2:

1. To approve transactions between the Company and related parties (the detailed list of related parties is provided in Appendix 01 attached to this decision) occurring during the fiscal year 2024, with each transaction worth less than 10% of the total assets of the Company as stated in the latest consolidated financial report; provided that such transactions are conducted in accordance with the Company's Charter and relevant laws, ensuring the interests of the Company, its shareholders, and the terms of the transactions are no less favorable than similar terms proposed by independent partners; including but not limited to the transactions listed below ("Related-party transactions"):
 - a. Transactions related to capital contributions, transfer or acquisition of contributed capital, transfer or acquisition of shares, transfer or acquisition all or part of a project, purchase/sale of assets (including deposit agreements serving the mentioned transactions);
 - b. Business cooperation contracts (BCC), purchase/sale/distribution contracts, joint venture contracts, associations (including deposit agreements serving the mentioned transactions);
 - c. Loan/lending transactions; guarantee/deposit/pledge/mortgage transactions;
 - d. Transactions serving the Company's daily and regular business activities;
 - e. Other transactions with related organizations and individuals.
2. Delegate to the Board Chairman – Legal Representative of the Company, based on the actual situation and business requirements of the Company, full authority to decide and sign Related-party transactions (including amendments, supplements, termination, liquidation, etc.), excluding transactions with related parties of the Board Chairman. To avoid misunderstanding, for transactions with related parties of the Board Chairman, the Board of Directors will convene and approve at each specific time.
3. Delegate to the CEO – Legal Representative of the Company, the authority to sign Related-party transactions, with each transaction not exceeding 20 billion VND (including amendments, supplements, termination, liquidation, etc.), excluding transactions between the Company and related parties of the CEO.
4. Delegate to the Chairman of the Board of Directors for review, approval, and signing of transactions between the Company and related parties not listed in Appendix 01 attached to this Resolution, with each transaction not exceeding 200 billion VND (including amendments, supplements, termination, liquidation, etc.), excluding transactions with related parties of the Board Chairman. To avoid misunderstanding, for transactions with related parties of the Board Chairman, the Board of Directors will convene and approve at each specific time.

5. Delegate to the Board Chairman, the CEO (or a person authorized by the Board Chairman or the CEO) and relevant departments, individuals to fulfill the obligations of notification and detailed reporting of transactions with related parties as stated in this Resolution, in accordance with the Charter, internal CG Regulations, Information Disclosure Regulations of the Company, and relevant legal provisions.
6. Delegate to Mr. Nguyen Van Dat – Board Chairman and Legal Representative of the Company, depending on each specific time and actual situation, the right to adjust and update the detailed list of related parties in the fiscal year 2024 as specified in Appendix 01 attached to this Resolution.

Article 3: Members of the Board of Directors, the Board of Management, and relevant divisions of the Company are responsible to implement this Resolution.

This Resolution takes effect on the date of its signing.

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

Recipients:

- As stated in Article 3;
- Company archives

(Signed and stamped)

NGUYEN VAN DAT