

### **HU3: Resolution of Annual General Meeting 2013**

HUD3 Investment and construction joint stock company announced the resolution of Annual General Meeting 2013, organized on April 26, 2013:

Article 1: Approving the financial report of 2012 of parent company, with main figures:

- Total value of production in 2012: VND748.43 billion (100% of plan 2012)  
In which:  
Construction production: VND350.265 billion (100% of plan 2012)
- Business production: VND198.16 billion (100% of plan 2012)
- Investment: VND200 billion (100% of plan 2012)
- Total revenue: VND 30.8 billion (102.7% of plan 2012)
- Profit after tax: VND 23.6 billion (105% of plan 2012)
- State budget payable: VND 16.6 billion (83% of plan 2012)
- The average income: VND4.5 million/ person/ month
- Return on charter capital: 19.1%
- Dividend: 16% /year of charter capital

Article 2: Approving the consolidated financial report of 2012, with main figures:

- Total value of production in 2012: VND748.43 billion (100% of plan 2012)  
In which:  
Construction production: VND350.265 billion (100% of plan 2012)
- Business production: VND198.16 billion (100% of plan 2012)
- Total revenue: VND 380.5 billion
- Profit before tax: VND 38.8 billion
- Profit after tax: VND 25.3 billion
- Return on charter capital: 33.8%

Article 3: Approving the profit distribution and dividend payment plans in 2012:

1. Profit distribution plans:

- Profit before tax:	VND 30,840,683,498
- Income tax:	VND 7,150,320,875
- Profits of the joint venture partners:	VND 95,296,612
- Other deductions:	VND 1,729,704,963
- Profit after tax:	VND 21,865,361,048
- Profit after tax distribution:	
- Investment & development fund (16.8%):	VND 3,678,914,544
- Financial reserve fund (5%):	VND 1,093,268,052
- Bonus & welfare fund (5%):	VND 1,093,268,052
- Dividend (16% of chapter capital):	VND 15,999,910,400
- Remuneration of the Board of Directors: VND315 million, the Board of Supervisors: VND43.2 million including profit after tax	VND 24,000,000

Article 4: Approving the report of the Board of Supervisors on the verification of business reports, financial reports in 2012.

Article 5: Approving the 2012 audited financial statements.

Article 6: Approving business, profit distribution, investment plan for 2013:

#### 6.1 Business plan for 2013:

- Total value of production:	VND510 billion
In which:	
Investment:	VND210 billion
Construction production:	VND300 billion
- Business production:	VND150 billion
- payback plan for real estate business:	VND150 billion
- Total revenue:	VND 315 billion
- Profit before tax:	VND 22 billion
- State budget payable:	VND 15 billion
- Dividend:	12% /year

#### 6.2 Corporate governance:

Adjusting name and charter capital of subsidiaries

6.3 Financial plan.

6.4 Investment plan for projects:

Article 7: Approving the change of head office address:

Old address: 40 Le Hong Phong Street, Ha Cau Ward, Ha Dong District, Ha Noi City

New address: Floor 5, 121-123 To Hieu Street, Nguyen Trai Ward, Ha Dong District, Ha Noi City.

Article 8 : Authorizing the Board of Directors to approve investment projects.

Article 9: Approving reports on wage and remuneration of the Board of Directors, the Board of Supervisors in 2013, as follows:

9.1 Wage fund plan:

- Wage fund in 2013: 25% of construction production and 5% of investment value, in which:

+ Wage fund of the Board of Directors: 0.7% of construction production and 1.4% of investment value.

+ Bonus fund for the Senior management: 10% of the exceeded profit

+ Wage fund of the Senior management, departments, the southern branch: 1.8% of construction production and 3.6% of investment value.

+ Wage fund of the team managers: 6.5% of construction production

+ Direct salary: 16% of construction production

9.2 Remuneration of the Board of Directors, the Board of Supervisors in 2013:

Member of the Board of Directors and the Board of Supervisors, who work directly in the company: not over VND3 million/ month/person.

Member of the Board of Directors and the Board of Supervisors, who do not work directly in the company: the company will pay wage based on payroll.

Article 10: Approving the resignation of Mr. Tran Dinh Vong and Ms. Nguyen Thi Thuy as Member of the Board of Directors.

Article 11: Approving to elect Mr, Tran Manh Hung and Mr. Nguye Duy Hung as Member of the Board of Directors in the term 2010-2015.

Article 12: Choosing AASC as the auditing firm for 2013.

Article 13: Approving to appoint the CEO of the Board of Directors.

Article 14: Approving adjustments in the Company's Charter.

Article 15: Approving regulation elected the Board of Directors

Article 16: This resolution takes effect as of April 26, 2013.