

Code **DXG**
Company name Dat Xanh Real Estate Service & Construction Corporation
Date 03/05/2018
Subject Resolution of Annual General Meeting 2018

Content:

Dat Xanh Real Estate Service & Constructions Corporation announced the resolution of Annual General Meeting 2018 (AGM 2018), which was held on March 01, 2018, as follows:

Article 1: The AGM approved the resignation of BoD member and the election result of additional BoD member:

- Approving the resignation of Mr. Pham Linh as BoD member;
- Approving to elect Mr. Bui Ngoc Duc as BoD member.

Article 2: The AGM approved the report of the Board of Directors.

Article 3: The AGM approved the report of the Board of Supervisors.

Article 4: The AGM approved the 2017 financial statements and the report on capital allocation audited by Ernst & Young Vietnam Co., Ltd.

Article 4: The AGM approved the 2017 profit distribution plan:

No.	Item	Amount (VND)
1	Profit target for 2017	700,000,000,000
2	Real profit in 2017	750,890,745,509
3	Fund distribution	40,213,778,922
-	Bonus fund (2% profit after tax)	15,017,814,910
-	Welfare fund (1% profit after tax)	7,508,907,455
-	Investment development fund (1% profit after tax)	7,508,907,455
-	Bonus to the Board of Directors for exceeding profit target (10% on the exceeded profit)	5,089,074,551
-	Bonus to the Management Board for exceeding profit target (10% on the exceeded profit)	5,089,074,551
4	Remaining profit	710,676,966,587
5	Paid dividend for 2017 (5% on the charter capital at the time of issue)	142,830,650,000
6	Remaining dividend for 2017 (13% on the charter capital at the time of issue)	393,825,410,000
7	Profit after tax after distribution	174,020,906,587

Article 6: The AGM approved the remuneration of the Board of Directors and the Board of Supervisors:

1. Report on remuneration for 2017:

- To the Board of Directors:
 - ✓ Total remuneration according to the 2017 AGM's resolution: VND300 million.
 - ✓ Total remuneration paid in 2017: VND300 million.
- To the Board of Supervisors:
 - ✓ Total remuneration according to the 2017AGM's resolution: VND108 million.
 - ✓ Total remuneration paid in 2017: VND108 million.

2. Remuneration for 2018:

- To the Board of Directors: VND10,000,000/month/person
- To the Board of Supervisors: VND6,000,000/month/person.

Article 7: The AGM approved to authorize the Board of Directors to choose one of the following auditing companies for fiscal year 2018:

1. Ernst & Young VietNam;
2. KPMG Co., Ltd.;
3. Auditing and Consulting Co., Ltd. (A&C);
4. AASC Co., Ltd.;
5. DTL Auditing Co., Ltd.;
6. UHY Auditing Co., Ltd.

Article 8: The AGM approved the Corporation's business plan for 2018, with main targets:

No.	Content	In 2017	Plan for 2018	%
1	Net revenue	2,879,241,389,947	5,000,000,000,000	173.66%
2	Profit after tax	750,890,745,509	1,068,000,000,000	142.23%

Article 9: The AGM approved the profit distribution plan for 2018:

No.	Item	Distribution ratio
1	Bonus fund	2% profit after tax
2	Welfare fund	1% profit after tax
3	Investment development fund	2% profit after tax
4	Bonus to the Board of Directors for exceeding profit target	10% on the exceeded after-tax profit
5	Bonus to the Management Board for exceeding profit target	10% on the exceeded after-tax profit
6	Dividend	20% on par value

Article 10: The AGM approved to issue shares to pay the 2017 dividend, employee stock ownership plan (ESOP) and the 2018 interim dividend in order to increase DGX's capital as follows:

I. Plan for issuing new shares:

A. Information on the stock before issue:

- Current charter capital: VND3,031,926,860,000
- Number of issued shares: 303,192,686 shares
- Number of treasury shares: 250,056 shares
- Number of outstanding shares: 302,942,630 shares

B. Stock issuance – Phase 1 according to the 2017 financial statements:

1. Additional shares: 46,882,541 shares

- Paying stock dividend (13%): 39,382,541 shares
- Issuing shares under ESOP (2.5%): 7,500,000 shares

2. Stock after issuance: 350,075,227 shares

- Number of treasury shares: 250,056 shares
- Number of outstanding shares: 349,825,171 shares

C. Stock issuance – Phase 2 for the 2018 interim dividend payment:

1. Additional shares: 34,982,517 shares
 - Paying stock dividend (10%): 34,982,517 shares
2. Stock after issuance: 385,057,744 shares
 - Number of treasury shares: 250,056 shares
 - Number of outstanding shares: 384,807,688 shares

II. Detailed plan for stock issuance:

1. Phase 1:

1.1. Issuing shares for dividend payment:

- Stock type: common stock
- Par value: VND10,000/share
- Total proceeds: VND0
- Issue date: in 2018
- Object: the existing shareholders
- Exercise ratio: 100:13 (or 13%). Those who own 01 share will receive 01 right. With 100 rights, they will receive 13 new shares.
- The number of shares distributed to each shareholders will be rounded down. The fractional share (if any) will be cancelled.
- Number of shares expected to be issued: 39,382,541 shares

1.2. Employee stock ownership plan (ESOP):

- Stock type: common stock
- Transfer restriction: under the regulation of ESOP.
- Par value: VND10,000/share
- Number of shares expected to be issued: 7,500,000 shares (accounting for 2.5% of current outstanding shares)
- Total issue value based on par value: VND75,000,000,000,000
- Selling price: VND10,000/share
- Total expected proceeds: VND75,000,000,000,000
- Issue date: in 2018

2. Phase 2: Stock issuance for the 2018 interim dividend payment

- Stock type: common stock
- Par value: VND10,000/share
- Total proceeds: VND0
- Issue date: in 2018
- Exercise ratio: 10:1 (or 10%). Those who own 01 share will receive 01 right. With 10 rights, they will receive 1 new share.
- The number of shares distributed to each shareholders will be rounded down. The fractional share (if any) will be cancelled.
- Number of shares expected to be issued: 34,982,517 shares

Article 11: The AGM approved the change of head office to 2W Ung Van Khiem, ward 25, Binh Thanh district, Ho Chi Minh city.

Article 12: The AGM approved the change of Company's name. The Board of Directors was authorized to research and select a new company name.

Article 13: The AGM approved the change of Company's Charter.

Article 14: The AGM approved the corporate governance rule.

Article 15: The AGM approved that the BOD Chairperson would concurrently hold the position of CEO.

Article 16: This resolution was approved in the 2018 Annual General Meeting of Dat Xanh Real Estate Service & Constructions Corporation.