

Code **SCR**
Company name Sai Gon Thuong Tin Real Estate Joint Stock Company
Date 05/03/2018
Subject Board resolutions for the documents of AGM 2018

Content:

Sai Gon Thuong Tin Real Estate Joint Stock Company announces the Board resolutions regarding the documents of Annual General Meeting 2018 as follows:

1. Board Resolution No.13 dated May 07, 2018:

The Board of Directors approved to choose KPMG Vietnam Co., Ltd. as an independent audit company to audit the financial statements of Sai Gon Thuong Tin Real Estate Joint Stock Company in 2018.

2. Board Resolution No.14 dated May 07, 2018:

The Board of Directors approved the 2017 profit distribution as follows:

Profit after tax in 2017	200,233,967,432	VND
Investment development fund (10%)	20,023,396,743	VND
Bonus fund (5%)	10,011,698,371	VND
Welfare fund (5%)	10,011,698,372	VND
Remaining profit after fund distribution	160,187,173,946	VND
The accumulated profit transferred from the previous year	265,643,074,005	VND
Profit after tax and after fund distribution	425,830,247,951	VND
Share capital at 31/12/2017	2,438,724,240,000	VND
The expected share capital after completing the stock issuance according to the resolution of extraordinary general meeting dated 18/12/2017	3,170,337,940,000	VND
Stock dividend payment	221,922,823,500	VND
Profit after tax and after fund distribution to be	203,907,424,451	VND

transferred to next year		
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3. Board Resolution No.15 dated May 07, 2018:

The Board of Directors approved the business plan and profit distribution plan for 2018:

❖ **Business plan for 2018 (consolidated):**

No.	Item	Amount (VND)
1	Revenue	2,075,145,000,000
2	Profit before tax	310,739,000,000
3	Profit after tax	248,591,200,000

❖ **Business plan for 2018 (parent company):**

No.	Item	Amount (VND)
1	Revenue	1,151,874,000,000
2	Profit before tax	200,321,000,000
3	Profit after tax	160,256,800.0

❖ **Profit distribution plan for 2018 (parent company):**

No.	Item	Amount (VND)
1	Profit before tax in 2018	200,321,000,000
2	Profit after tax in 2018	160,256,800,000
3	Investment development fund (10%)	16,025,680,000
4	Other funds under the owner's capital (5%)	8,012,840,000
5	Bonus fund (5%)	8,012,840,000
6	Welfare fund (5%)	8,012,840,000
7	Profit after tax and after fund distribution	120,192,600,000
8	Expected dividend rate for 2018	Not less than 7%

4. Board Resolution No.16 dated May 07, 2018:

The Board of Directors approved the plan for issuing shares to raise the charter capital.

a. Public offering:

- Charter capital expected at the issue date: VND3,170,337,940,000
- Number of outstanding shares expected at the issue date: 317,032,605 shares
- Number of treasury shares: 1,189 shares
- Number of shares to be issued: 212,411,845 shares
- Total issue value: VND2,124,118,450,000
- Exercise ratio: 67% (Those who own 100 shares will be entitled to buy 67 new shares.)
- Selling price: VND10,000/share

b. Stock dividend payment:

- Time of implementation: after the Company finishes the stock issuance to the existing shareholders and private offering according to the resolution of extraordinary general meeting dated 18/12/2017, and after the State Securities Commission approves.
- Charter capital expected at the issue date: VND3,170,337,940,000
- Number of outstanding shares expected at the issue date: 317,032,605 shares
- Number of treasury shares: 1,189 shares
- Number of shares to be issued: 22,192,282 shares
- Exercise ratio: 7% (Those who own 100 shares will receive 07 new shares.)
- Financial resource: the undistributed after-tax profit.

5. Board Resolution No.17 dated May 07, 2018:

The Board of Directors approved the policy for the investment, merger and acquisition of real estate projects in 2018.

6. Board Resolution No.18 dated May 07, 2018:

The Board of Directors approved the policy for signing contracts and transactions between Sai Gon Thuong Tin Real Estate Joint Stock Company and 12 other companies with

the value equal to or more than 35% of total assets of Sai Gon Thuong Tin Real Estate Joint Stock Company in the latest financial statements.

7. Board Resolution No.19 dated May 07, 2018:

The Board of Directors approved the change of business lines.

8. Board Resolution No.20 dated May 07, 2018:

The Board of Directors approved the change of management structure.

Current management structure	Adjusted management structure
a. General Meeting of Shareholders; b. Board of Directors; c. Board of Supervisors; d. CEO.	a. General Meeting of Shareholders; b. Board of Directors; c. CEO.

9. Board Resolution No.21 dated May 07, 2018:

The Board of Directors approved the resignation of the following persons as Members of Board of Supervisors:

- Lam Minh Chau
- Nguyen Tam Hoa
- Nguyen Thi Bich Loan.

10. Board Resolution No.22 dated May 07, 2018:

The Board of Directors approved to establish the Internal Audit Board under the Board of Directors, including the following members:

- Vo Duc Toai: Head of the Internal Audit Board
- Le Thi Xuan Duc
- Lam Thi My Loc

- Pham Quoc Hai
- Nguyen Thi Mai Chung
- Le Huynh Minh Dung
- Le Thai Son
- Le Hong Phong.

11. Board Resolution No.23 dated May 07, 2018:

The Board of Directors approved the resignation of the following persons as Members of Board of Directors:

- Nguyen The Vinh
- Do Huy Hiep

12. Board Resolution No.24 dated May 07, 2018:

The Board of Directors approved to increase the number of members of Board of Directors from 05 members to 06 members. Therefore, the Board of Directors elected additional 03 members as follows:

- Ta Chi Cuong
- Lam Minh Chau
- Tran Yen Duyen

13. Board Resolution No.25 dated May 07, 2018:

The Board of Directors approved the remuneration of the Board of Directors in 2018 to be VND680,000,000/months, including the 13th month.