

No: /2020/NQ-DHCD

Vung Tau, date month , 2020

DRAFT

RESOLUTION

OF THE GENERAL MEETING OF SHAREHOLDERS 2020

(Re: Approval on investment and cooperation plan for Northern Vung Tau New Urban Area Project at Ward 12, Vung Tau City, Ba Ria – Vung Tau Province)

Pursuant to:

- The Law on Enterprises dated 26 November 2014;
- The Charter of Development Investment Construction Corporation (“DIC Corp”);
- The Internal Regulations on Corporate Governance of DIC Corp;
- The Proposal No 09/TTr-DIC Corp-HDQT dated 27th August 2020 regarding investment and cooperation plan for Northern Vung Tau New Urban Area Project at Ward 12, Vung Tau City, Ba Ria – Vung Tau Province.
- The Meeting minutes on approval on investment and cooperation plan for Northern Vung Tau New Urban Area Project at Ward 12, Vung Tau City, Ba Ria – Vung Tau Province.

RESOLVES:

Article 1: Approve the investment and cooperation plan for Northern Vung Tau New Urban Area Project as follows:

1. Cooperate with subsidiary company appointed by Him Lam to invest in North Vung Tau New Urban Area Project.
2. Form of cooperation: DIC Corp and a subsidiary company appointed by HIM Lam JSC shall contribute capital to establish a two-member limited liability company (hereinafter referred to as the Company), in which: DIC Corp contributes 65% of charter capital; Subsidiary company appointed by Him Lam contributes 35% of the charter capital.

The company's charter capital at the registration time of establishment is VND 700,000,000,000, in which: DIC Corp contributes 455,000,000,000 VND (in cash, project development rights and investment cost that DIC Corp has implemented); subsidiary company appointed by Him Lam contributes VND 245,000,000,000 in cash.

Article 2: The General Meeting of Shareholders (GMS) authorizes the Board of Directors (BOD) to:

- To organize the implementation of procedures related to project investment cooperation under the policy approved by the GMS, including signing/authorizing the signing of legal documents related to investment cooperation.

- Based on the actual investment plan and capital needs , the Board of Directors is entitled to approve the plan to increase the charter capital of the Company if it is necessary on the principle of ensuring that DIC Corp's capital contribution ratio in the Company will not be changed. Adjustments to the Charter Capital of the Company (if any) must be reported on the implementation result at the nearest Annual General Meeting.
- Be entitled to nominate DIC Corp’s personnel to participate in the management and operation of the Company to ensure the structure of a number of positions, including: Chairman of the BOD, Director and Chief Accountant of the Company nominated by DIC Corp.

Article 3: The Resolution takes effect from signing date. The BOD, sub-committees under the BOD, General Director are responsible for the implementation of this Resolution.

Recipients:

- Shareholders;
- DIC Corp’s archives

**ON BEHALF OF THE BOD
CHAIRMAN
(signed)**

NGUYEN THIEN TUAN