

**VOTE COUNTING MINUTES
BY WAY OF COLLECTING SHARHOLDERS' WRITTEN OPINION
PHAT DAT REAL ESTATE DEVELOPMENT CORPORATION**

Company's name : **PHAT DAT REAL ESTATE DEVELOPMENT CORPORATION**

Headquarter : 8th & 9th Floors, Tower B, Viettel Complex Building, No. 285, Cach Mang Thang Tam Street, Ward 12, District 10, HCMC.

BRC No. : 0303493756 issued by HCMC Department of Planning and Investment on 13th September 2004.

Today, at 17:00 on 15th October 2020, at the head office of Phat Dat Real Estate Development Corporation ("the Company"), the Board of Directors ("BOD") of the Company conducts the counting of votes sent in written opinion.

I. PARTICIPANTS:

1. Member of the Vote Counting Committee:

- Mr. Nguyen Van Dat	BOD Chairman	Head
- Ms. Tran Thi Huong	BOD Vice Chairwoman	Member
- Mr. Bui Quang Anh Vu	BOD Member cum CEO	Member
- Mr. Le Minh Dung	Independent Member	Member
- Ms. Ngo Thuy Van	Head of Internal Control Committee	Secretary

2. Vote counting Supervisors.

- Mr. To Minh Tai	Member of the Internal Audit Committee	Observer and Supervisor
- Ms. Nguyen Thi Phuong Thao	Shareholder outside the Company	Observer and Supervisor

II. PURPOSES AND MATTERS FOR VOTING

1. Purposes:

The BOD carried out the collection of written opinion to submit to the General Meeting of Shareholders ("GMS") the 2020 first interim share dividend Plan for approval.

2. Matters for voting

The plan to pay 2020 first interim dividend in shares to existing Shareholders and the authorization to the BOD to decide and implement all necessary procedures related to the share issuance in conformity to the Laws.

III. VOTE COUNTING RESULTS

1. Number of Shareholders at of the last registration date on 28th September 2020 finalized by the Vietnamese Securities Depository to carry out the collection of written opinion is 1,531 shareholders, equivalent to 370,252,887 shares and VND 3,702,528,870,000 charter capital. In which:

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- Number of shareholders eligible for voting right: 1,531 Shareholders representing 370,252,887 voting shares of the Company (01 share shall have 01 votes)
 - Number of shares without voting right: none (*which is the number of treasury shares hold by the Company if any*).
2. Total number of Shareholders to whom Written Opinion Forms are sent: 1,531 shareholders representing 370,252,887 shares, accounting for 100% of the total number of voting shares.
 3. Total number of votes collected by the Company by 16:00 on 15th October 2020: 352,122,030 votes, equivalent to 352,122,030 voting shares, accounting for 95.10% of the total number of voting shares. In which:
 - Number of valid votes: 352,122,030 votes, representing 352,122,030 shares
 - Number of invalid votes: 0 votes, representing 0 votes.
 4. Breakdown in methods of vote:
 - Direct submission at the Company: 352,033,847 votes, representing 352,033,847 shares, accounting for 95.08% total voting shares of the Company.
 - Postal mail (expressed/courier mail): 85,767 votes, representing 85,767 shares, accounting for 0.02% total voting shares of the Company.
 - Email (to info@phatdat.com.vn): 2,416 votes, representing 2,416 shares, accounting for 0% total voting shares of the Company.
 5. Submitting period: from 30th September 2020 to 16:00, 15th October 2020.
 6. Vote counting results:

No.	Content of vote	Number of votes	Ratio/Total number of voting shares (%)
1	Approve	352,122,030	95.10%
2	Disapprove	0	0
3	Abstain	0	0
Total		352,122,030	95.10%

IV. MATTERS WHICH HAVE BEEN APPROVED

According to the above vote counting results, the GMS has approved the following matters:

1. Issuance plan:

- Name of stock: Shares of Phat Dat Real Estate Development Corporation (Stock code: PDR)
- Type of share: Common share
- Par value: VND 10,000
- Total of issued shares: 370,252,887 shares
- Total of outstanding shares: 370,252,887 shares
- Treasury shares: none
- Expected number of shares to be issued: 25,917,700 shares.

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- Total issue value: VND 259,177,000,000
- Dividend Ratio: 7% on the record date, Shareholders owning 100 shares shall receive 07 additional shares.)
- Source: accumulated undistributed profit after tax according to the audited interim financial statements for the first half of 2020.
- Time for implementation: Expectedly in the Fourth Quarter of 2020; details will be decided by the BOD upon obtaining approval from competent state authorities.
- Handling of odd shares: number of shares issued to shareholders will be rounded down and figures after the point (if any) will be ignored.
- Issuance subjects: Existing shareholders of Phat Dat Real Estate Development Corporation at the record date.
- Transfer restriction: none.

2. The increase in charter capital:

The increased charter capital shall be equivalent to the total issue value of the actual issuance results as in the aforementioned plan.

3. The authorization to the BOD:

The GMS approved to authorize the BOD to decide the following matters and assign the Chairman to implement all related tasks in compliance with the Enterprise Law, the Company's Charter, and the Law on securities and the securities market to:

- Decide the issue date and implement the share issuance to pay interim dividend upon obtaining approval of the State Securities Commission.
- Upon completing the share issuance to pay interim dividend to the existing shareholders, according to the actual issuance results,
 - Proceed the registration, depository, and listing of the additionally issued shares for dividend payment at the Vietnam Securities Depository and the Hochiminh Stock Exchange.
 - Proceed with the necessary procedures for increasing charter capital and register for changes in business license with the Ho Chi Minh City Department of Planning and Investment;
 - Amend terms related to charter capital in the Company's Charter and report to the next General Meeting of Shareholders.
- Decide all the other issues relating to the issuance of shares under the first interim dividend payment plan as required by the competent state authorities.

This Minutes of Vote Counting serves as the legal basis for ratifying the Resolution of the GMS's extraordinary meeting by way of collecting Shareholders' written opinion.

The Vote Counting Committee completed their tasks at 18:00 of the same day. Vote Counting Minutes are made in 02 originals: 01 original is kept in the Company's archives, 01 original is archived in the BOD Office.

The Minutes of Vote Counting were read to all the participants, all of the participants mutually agrees with all the contents of this Minutes and signed as below:

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VOTE COUNTING COMMITTEE

**LEGAL REPRESENTATIVE
BOD CHAIRMAN**

**LEGAL REPRESENTATIVE
CHIEF EXECUTIVE OFFICER**

(Signed)

(Signed)

NGUYEN VAN DAT

BUI QUANG ANH VU

BOD VICE CHAIRWOMAN

INDEPENDENT BOD MEMBER

(Signed)

(Signed)

TRAN THI HUONG

LE MINH DUNG

OBSERVER AND SUPERVISOR

VOTE COUNTING SUPERVISOR

VOTE COUNTING SUPERVISOR

(Signed)

(Signed)

TO MINH TAI

NGUYEN THI PHUONG THAO

SECRETARY OF THE VOTE COUNTING COMMITTEE

(Signed)

NGO THUY VAN

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No.: 01/ĐHĐCĐBT-NQ.2020

HCMC, 15th October 2020

RESOLUTION

2020 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PHAT DAT REAL ESTATE DEVELOPMENT CORPORATION (Conducted in the form of collecting Shareholders' written opinion)

- Pursuant to the Law on Enterprise No. 68/2014/QH13 dated 26th November 2014;
- Pursuant to the Charter of Phat Dat Real Estate Development Corporation ("the Company");
- Pursuant to the Vote-counting Minutes of the Board of Directors of the Company dated 15th October 2020.

THE GMS RESOLVES TO

Article 1: Approve the Plan to pay 2020 first interim share dividend to existing shareholders, details are as follows:

1. Approve the Issuance plan:

- Name of stock: Shares of Phat Dat Real Estate Development Corporation (Stock code: PDR)
- Type of share: Common share
- Par value: VND 10,000
- Total of issued shares: 370,252,887 shares
- Total of outstanding shares: 370,252,887 shares
- Treasury shares: none
- Expected number of shares to be issued: 25,917,700 shares.
- Total issue value: VND 259,177,000,000
- Dividend Ratio: 7% on the record date, Shareholders owning 100 shares shall receive 07 additional shares.)
- Source: accumulated undistributed profit after tax according to the interim audited financial statements for the first half of 2020.
- Time for implementation: Expectedly in the Fourth Quarter of 2020; details will be decided by the BOD upon obtaining approval from competent state authorities.
- Handling of odd shares: number of shares issued to shareholders will be rounded down and figures after the point (if any) will be ignored.
- Issuance subjects: Existing shareholders of Phat Dat Real Estate Development Corporation on the record date.
- Transfer restriction: none.

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2. Approve the increase in charter capital of the Company:

The increased charter capital shall be equivalent to the total issue value of the actual issuance results as in the aforementioned plan

3. Approve the authorization to the BOD:

The General Meeting of Shareholders authorizes the BOD to decide the following matters and assign the Chairman to implement all related tasks in compliance with the Enterprise Law, the Company's Charter, and the Law on securities and the securities market to:

- Decide the issue date and implement the share issuance to pay interim dividend upon obtaining approval of the State Securities Commission.
- Upon completing the share issuance to pay interim dividend to the existing shareholders, according to the actual issuance results,
 - Proceed the registration, depository, and listing of the additionally issued shares for dividend payment at the Vietnam Securities Depository and the Hochiminh Stock Exchange.
 - Proceed with the necessary procedures for increasing charter capital and register for changes in business license with the Ho Chi Minh City Department of Planning and Investment;
 - Amend terms related to charter capital in the Company's Charter and report to the next General Meeting of Shareholders.
- Decide all the other issues relating to the share issuance to pay 2020 first interim dividend (*including the supplement, amendment, and refinement of the Issuance Plan*) as required by the competent state authorities.

Approving rate: 95.10%

Article 2: This Resolution was duly approved at the extraordinary General Meeting of Shareholders in the form of collecting Shareholders' written opinion as aforementioned. The GMS authorizes the BOD to conduct the implementation of this Resolution in accordance with the provisions of the laws and the Company's Charter.

The Resolution will take effect from 15th October 2020.

ON BEHALF OF GENERAL MEETING OF SHAREHOLDERS

CHAIRMAN OF THE BOD

(Signed and sealed)

NGUYEN VAN DAT

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