

No: 01/2018/BBH-ĐHĐCĐ

Ho Chi Minh City, 24 April 2018

MEETING MINUTES

THE 2017 ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGM)

SAI GON THUONG TIN REAL ESTATE JOINT STOCK COMPANY

I. Information:

- Company name: Sai Gon Thuong Tin Real Estate Joint Stock Company
- Address of head office: No 253 Hoang Van Thu, Ward 2, Tan Binh District, HCMC
- Business license: No 0303315400 issued by HCMC Authority for Planning and Investment date 29th March 2004, registered for the 28th revision date 02nd December 2017.

II. Time, venue, ratio of attendees:

- Time: to 8:00 from 11:45 in the morning on Tuesday, 24th April 2018
- Venue: Carillon model house - 24 Thoai Ngoc Hau, Phu Thanh Ward, Tan Phu District, HCMC
- Attendees ratio:
 - o Total of shareholders: **11.878** shareholders, owned **243,871,235** shares, equal to 100% of voting shares
 - o The attending shareholders and the proxies are: **142** shareholders, owns and represents 130,218,437 shares, taking 85.29% of the total voting shares;

The meeting thereby convened in validation as per Law and Charter of Sai Gon Thuong Tin Real Estate Joint Stock Company.

III. Main contents of meeting:

1. Voting for Adoption of members of Presidium, Secretariat, and Scrutiny team:

- Presidium:
 - 1. Mr. Pham Dien Trung – Chairman of Board of Director (Chairman of the Meeting)
 - 2. Mr. Lam Minh Chau – Chief of Board of Supervisor (member)
 - 3. Mr. Bui Tien Thang – Chief Executive Office (member)
- Meeting Secretariat:
 - 1. Mr. Pham Dang Quang – Manager of Company's Office (Leader)
 - 2. Mr. Nguyen Ngoc Hai Dang – Manager of Legal Department (member)
- Scrutiny team:
 - 1. Mr. Vo Duc Toai – Chief of Internal Audit (Leader)
 - 2. Ms. Nguyen Thi Phuong Thao – Deputy manager of Finance Department (member)
 - 3. Ms. Doan Thi Thu Oanh – Manager of IT Department (member)

- Shareholder's verification:
 1. Mr. Vo Duc Toai – Chief of Internal Audit (Leader)
 2. Mr. Pham Dang Quang – Manager of Company's Office (member)
 3. Ms. Doan Thi Thu Oanh – Manager of IT Department (member)

2. Presenting reports:

- Mr. Pham Dien Trung – Chairman of the Board of Director (BOD), reported business results of 2017 and plan for 2018;
- Mr. Bui Tien Thang - CEO reported the results of business operations in 2017 and the strategies of the Board of Executive (BOE) in 2018;
- Mr. Lam Minh Chau – Chief of Board of Supervisor (BOS), reported BOS business activities of the Company in 2017

3. BOD, BOE had read the Submissions as below:

- Submission No.1: Adoption of the Financial Submission in 2017
- Submission No.2: Adoption of shareholders' authorization for BOD to select the auditor of financial year 2018
- Submission No.3: Adoption of profit distribution plan in 2017
- Submission No.4: Adoption of business plan in 2018 and profit distribution plan in 2018
- Submission No.5: Adoption of the share issuance plan to increase charter capital
- Submission No.6: Adoption of investment activities, acquisition and merger of real estate projects
- Submission No.7: Adoption of the signing contracts and related transactions of TTC Land
- Submission No.8: Adoption of the change business lines
- Submission No.9: Adoption of the change of organizational structure of TTC land
- Submission No.10: Adoption of the dismissal Supervisors
- Submission No.11: Adoption of establishment Internal Audit Committee
- Submission No.12: Adoption of the dismissal the BOD members
- Submission No.13: Adoption of the change of number and electing of the BOD additional member
- Submission No.14: Adoption of the Regulations on Corporate Governance
- Submission No.15: Adoption of the remuneration for the BOD in 2018
- Submission No.16: Adoption of the Charter amendments and additions

4. Congress Discussion time:

AGM focused on the issues that related to the mentioned reports and Submission above. Shareholders' questions were directly answered and explained by the Chairman in the Meeting. Summarizing some of the most typical questions as follows:

Question 1: What will TTC Land BOD plan to improve shareholder relations in 2018?

Answer:

According to advices from leading securities firms in Vietnam, Board of Executive of TTC Land developed a detailed and perfect plan for shareholder relations. The company will not only focus on communication, but also investor relations to enhance the image, give information to the market, organize Roadshow and meet investors. In addition, TTC Land also transforms new management structure model in order to comply with international practice/routine ... TTC Land always control and has methods to solve with false news about TTC Land at the same time

Question 2: What is the basis of TTC Land to achieve its revenue and profit plan in 2018?

Answer:

In 2018, TTC Land has revenue from projects such as Jamona Home Resort, Jamona City, Jamona Golden Silk, Charmington La Pointe, Carillon 5 and Charmington Plaza.

Question 3: Which projects will be developed after M&A? How effective they are?

Answer: After M&A, TTC Land owns three more key projects such as Vinh Dam Complex project which is about 290 ha in Phu Quoc (THV); Thanh Thanh Cong Industrial Park which is 1,020ha in Tay Ninh (TTCIZ), Commercial land project which is 34ha in Tay Ninh, and Tan Kim expanding Industrial Park included 50ha in Long An province. These projects are located in the prime location, and high economic efficiency;

Question 4: How many hectares of land bank does TTC Land current have? Concentrate on where? Do you have any strategies to develop them in the future?

Answer:

About Land Bank:

TTC Land owns approximately 100ha, mainly in Ho Chi Minh City, Dong Nai, Long An and some in Da Nang. Expecting that the land bank of TTC Land will reach nearly 1,500ha, stretching from Hai Phong, Da Nang, Ho Chi Minh City, Dong Nai, Long An to Phu Quoc after M&A.

Development orientation of land bank:

- Developing residential real estate with 3 main segments: Carillon type - Medium segment, Jamona-Complex segment, and Charmington - High-end segment, mainly located in Ho Chi Minh City, Dong Nai, and Hanoi.
- Developing commercial, office real estate, mainly in Ho Chi Minh City, Tay Ninh, and Dong Nai.
Developing resort real estate mainly in the tourist cities such as Phu Quoc, Nha Trang, Da Nang, Da Lat.
Developing industry real estate mainly in Tay Ninh, Long An, Dong Nai, Binh Duong.
- Developing logistic real estate, mainly in Ho Chi Minh, Binh Duong, Long An, Phu Quoc.

Question 5: On the market, current stock price is not high enough whether the issuance of shares is feasibility

Answer: the release plan is expected at the end of the year, the stock price is currently only temporary. It will create good effects, more projects and products; TTC Land believes that the issuance will be successful after M&A.

5. AGM conduct to voting for Reports and Submissions:

After discuss, AGM has conducted vote to Adoption of Reports and Submissions of BOD, BOS, BOE deatail as:

Voting contents	Voting rate
Adoption of the Report of the BOD	100%
Adoption of the Report of the results of operations in 2017 and the tasks of 2018 of BOE	100%
Adoption of the Report of the Assessment of BOS	100%
Submission No.1: Adoption of the Financial Submission for 2017	100%
Submission No.2: Adoption of shareholders' authorization for BOD to select the auditor of financial year 2018	100%
Submission No.3: Adoption of profit distribution plan in 2017	100%
Submission No.4: Adoption of business plan in 2018 and profit distribution plan in 2018	100%
Submission No.5: Adoption of the share issuance plan to increase charter capital	100%
Submission No.6: Adoption of investment activities, acquisition and merger of real estate projects	100%
Submission No.7: Adoption of the signing the contracts and related transactions of TTC Land	100%
Submission No.8: Adoption of the change business lines	100%
Submission No.9: Adoption of the change the organizational structure of TTC land	100%
Submission No.10: Approval the dismissal of Supervisors	100%
Submission No.11: Adoption of establishment Internal audit committee	100%
Submission No.12: Approval the dismissal the BOD	100%
Submission No.13: Adoption of the change of number and electing of the BOD additional member	100%
Submission No.14: Adoption of the Regulations on Corporate Governance	100%
Submission No.15: Adoption of the remuneration for the BOD in 2018.	100%

Scrutiny team has read the detail result of counting votes Minutes at AGM.

6. Secretariat will read Minute and Resolution, AGM to Adoption of:

- Meeting Secretariat reading Minute and Resolution draft.
- After Meeting Secretariat reading Minute and Resolution draft, AGM to Adoption of full of the Minute and Resolution with to 100% of voting shares of the attending shareholders.

IV. AGM ended:

AGM has well ended on 11:50 in the morning, 24 April 2018. AGM acknowledged entrust to BOD, BOE implement to decisions has written in Resolution.

THE 2017 ANNUAL GENERAL MEETING OF SHAREHOLDERS

(Signature and full name)

(Signed)

LAM MINH CHAU

(Signed)

PHAM DIEN TRUNG

(Signed)

BUI TIEN THANG

SCRUTINY TEAM

(Signed)

PHAM DANG QUANG

(Signed)

NGUYEN NGOC HAI DANG