

PROPOSAL

THE 2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re.: Issuance of shares to pay dividends

- *Pursuant to the Enterprise Law No. 68/2014/QH13 passed by the XIIIth National Assembly of the Socialist Republic of Vietnam at its 8th session on November 26th, 2014;*
- *Pursuant to Securities Law No. 70/2006/QH11 passed by the National Assembly of the Socialist Republic of Vietnam on June 29th, 2006;*
- *Pursuant to Law No. 62/2010/QH12 amending and supplementing a number of articles of the Securities Law passed by the National Assembly of the Socialist Republic of Vietnam on November 24th, 2010;*
- *Pursuant to Decree No. 58/2012/ND-CP of the Government dated July 20th, 2012 detailing a number of articles of the Securities Law and the Law amending and supplementing a number of articles of the Securities Law;*
- *Pursuant to Decree No. 60/2015/ND-CP of the Government dated June 26th, 2015 amending and supplementing a number of articles of Decree No. 58/2012/ND-CP of the Government dated July 20th, 2012 detailing a number of articles of the Securities Law and the Law amending and supplementing a number of articles of the Securities Law;*
- *Pursuant to Circular 162/2015/TT-BTC of the Ministry of Finance dated October 26th, 2015 providing guidelines for public offer for sale of securities, offer for sale of shares for swap, issue of additional shares, redemption of shares, sale of treasury shares and public offer to acquire shares;*
- *Pursuant to Charter of Sai Gon Thuong Tin Real Estate Joint Stock Company.*

The Board of Directors (BOD) of Sai Gon Thuong Tin Real Estate Joint Stock Company hereby respectfully submits to the General Meeting of Shareholders (GMS) to consider and approve the plan to issue shares to pay dividends, specifically as follows:

I. PLAN TO ISSUE SHARES TO PAY DIVIDENDS

- Name of shares: Shares of Sai Gon Thuong Tin Real Estate Joint Stock Company
- Type of shares: Common shares
- Par value of shares: VND 10,000/ share
- Current charter capital: VND 3,392,226,750,000

- Subjects of issuance: existing shareholders named in the list at the date of final registration to close the list of shareholders to exercise the right to receive dividends in shares.
- Purpose of issuance: to pay dividends.
- Right exercise rate: 8%. Shareholders owning shares named in the list at the date of final registration to close the list of shareholders to exercise the right to receive dividends in shares will be entitled to receive dividends in shares. Every 01 (one) share corresponds to 01 (one) right, 100 rights will receive 08 new shares.
- The number of shares to be issued to pay dividends to shareholders will be based on the right exercise rate of the number of outstanding shares of the Company at the time of closing the list of shareholders.
- Plan to round and process odd shares: Issued shares to pay dividends to existing shareholders will be rounded down to the unit position, the odd number of shares of the decimal part will be canceled.

For example: At the date of closing the list of shareholders, shareholder A holds 110 shares, equivalent to 110 rights. Shareholder A will receive the number of shares of $110 \times 8\% = 8.8$ shares, rounded down to 8 shares. The odd number of shares of the decimal part 0.8 is canceled.

- Source of issuing shares to pay dividends: Undistributed profit after tax.
- The right to receive dividends in shares is not transferable.
- Transfer restrictions: Issued shares to pay dividends are freely transferable shares.
- Implementation time: expected Quarter IV/2019 and after obtaining approval from the State Securities Commission of Vietnam.

II. ADDITIONAL DEPOSITORY AND LISTING:

Additional issued shares will be registered for additional depository at the Vietnam Securities Depository Center (VSD) and additionally listed at Ho Chi Minh City Stock Exchange (HSX) in accordance with the law.

III. AUTHORIZATION FOR THE BOD:

The GMS authorizes the BOD to decide on all issues related to the issuance, specifically:

- Decide on the detailed plan for the issuance, including the addition, modification, completion or change of this plan according to the actual number of outstanding shares at the time of issuance; at the request of the State management agencies so that the Company's issuance is carried out and completed legally and in accordance with regulations;
- Deploy and implement the detailed issuance plan.

- Deploy necessary works to change the contents of the Business Registration Certificate and amend the Company's Charter regarding new charter capital after completing the issuance;
- Implement necessary procedures to register for additional depository and register for additional listing of additional issued shares under the above plan at VSD and HSX in accordance with the law.
- Implement all other necessary procedures as prescribed by law and at the request of the State management agencies to complete the issuance of additional shares.

Respectfully submit to the GMS for consideration and approval./.

Recipients:

- *General Meeting of Shareholders;*
- *Saved: Corporate Office;*

**ON BEHALF OF THE BOD
CHAIRMAN OF THE BOD**

(Signed)

PHAM DIEN TRUNG