

## **PROPOSAL**

### **THE 2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

*Re.: Approval of the contents of the amended and supplemented Charter*

- Pursuant to the Enterprise Law No. 68/2014/QH13 passed by the XIIIth National Assembly of the Socialist Republic of Vietnam at its 8<sup>th</sup> session on November 26<sup>th</sup>, 2014;
- Pursuant to the Decree No. 71/2017/ND-CP dated June 6<sup>th</sup>, 2017 of the Government guiding corporate governance applicable to public companies;
- Pursuant to Circular No. 95/2017/TT-BTC dated September 22<sup>nd</sup>, 2017 of the Ministry of Finance, guiding a number of articles of Decree No. 71/2017/ND-CP of the Government guiding corporate governance applicable to public companies;
- Pursuant to the Proposal No. 08/2019/TT-HDQT approving the establishment of the Audit Sub-Committee;
- Pursuant to the current Charter of Sai Gon Thuong Tin Real Estate Joint Stock Company;

The BOD of Sai Gon Thuong Tin Real Estate Joint Stock Company hereby respectfully submits to the GMS to consider and approve the amendment of Article 29 of the Company's Charter to ensure the actual operation and in accordance with the provisions of law, specifically as follows:

| <b>No.</b> | <b>Article</b> | <b>Current charter</b>  | <b>Amended charter</b>  | <b>Remark</b>   |
|------------|----------------|---|---|---|
| 1          | Article 29     | <p><b>Article 29. Internal Audit Committee</b></p> <p>1. The Company has an internal audit committee under the BOD. Structure, composition, standards of members of the Internal Audit Committee; rights and obligations; meetings of the Internal Audit Committee and operating expenses are stipulated in the</p> | <p><b>Article 29. Audit Sub-Committee</b></p> <p>1. The Company has an audit sub-committee under the BOD. The Audit Sub-Committee is the Internal Audit Committee as stipulated in Point b, Clause 1, Article 134 of the Enterprise Law. Structure, composition, standards of members</p> | Ensure the actual operation and in accordance with the provisions of law. |

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|  |  | <p>Internal Regulations on Corporate Governance.</p> <p>2. Other issues related to the organization of activities of the Internal Audit Committee will be decided by the BOD.</p> | <p>of the Audit Sub-Committee; rights and obligations; meetings of the Audit Sub-Committee and operating expenses are stipulated in the Internal Regulations on Corporate Governance.</p> <p>2. Other issues related to the organization of activities of the Audit Sub-Committee will be decided by the BOD.</p> |  |
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Respectfully submit to the GMS for consideration and approval.

Sincerely./.

**Recipients:**

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

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

**(Signed)**

**PHAM DIEN TRUNG**