

PROPOSAL TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2020
*Re: Remuneration for the Board of Directors, allowance for independent members of the BOD,
and remuneration, allowance for subcommittees*

**Kind Attn to: The General Meeting of Shareholders of Development Investment
Construction Corporation**

- Pursuant to the Enterprise Law No.68/2014/QH13 dated 26 Nov 2014;
- Pursuant to the Charter of Development Investment Construction Corporation;
- The proposal of HR & Remuneration Subcommittees under the BOD;

The Board of Directors (BOD) of Development Investment Construction Corporation (DIC Corp) respectfully submits to the Annual General Meeting of Shareholders (AGM) for remuneration of the BOD, allowance for independent members of the BOD, Secretary Committee, Internal Audit Committee, a member of Investment Board in 2019; Plan for remuneration of the BOD, allowance for independent members of the BOD, Secretary Committee and subcommittees under the BOD in 2020 as below:

I. PLAN FOR REMUNERATION/ALLOWANCE OF THE BOD, SECRETARY COMMITTEE AND SUBCOMMITTEES IN 2019	VND 4.138.000.000
II. PERFORMANCE IN 2019	VND 3.714.589.957

Includes:

- Remuneration of the Chairman of the BOD: VND 100.000.000/month
- Remuneration of the Vice Chairman of the BOD: VND 75.000.000/month
- Remuneration of members of the BOD (join in management): VND 10.000.000/person/month
- Allowance of independent members of the BOD: VND 15.000.000/person/month
- Allowance of members of the Investment Board: VND 10.000.000/person/month
- Head of Secretary Committee: VND 5.000.000/month
- Members of Secretary Committee: VND 3.000.000/month

Details as below table:

STT	Title	Number of members	Remuneration/person/month	Total remuneration + allowance in 2019
I	The Board of Directors	7		3.426.589.957
	Remuneration			
1	Chairman	1	100.000.000	1.300.000.000
2	Vice Chairman	2	75.000.000	1.526.589.957
3	Members of the BOD (executive)	3	10.000.000	240.000.000
	Allowance			
4	Independent members of the BOD	2	15.000.000	360.000.000
II	Subcommittees			288.000.000
1	Secretary Committee	4		168.000.000
2	Investment Board	1		120.000.000
	Total (I+II)			3.714.589.957

III. PLAN FOR REMUNERATION/ALLOWANCE OF THE BOD, SECRETARY COMMITTEE AND SUBCOMMITTEES IN 2020

- Remuneration of the Chairman of the BOD: VND 100.000.000/month
- Remuneration of the Vice Chairman of the BOD: VND 75.000.000/month
- Remuneration of members of the BOD (executive): VND 10.000.000/person/month
- Remuneration of members of the BOD (non-executive): VND 15.000.000/person/month
- Allowance of independent members of the BOD: VND 15.000.000/person/month
- Allowance of Vice Chairman of Investment Board: VND 50.000.000/person/month
- Board Consultant: VND 15.000.000/person/month
- Head of Secretary Committee: VND 5.000.000/month
- Members of Secretary: VND 3.000.000/month

Details as below table:

STT	Title	Number of members	Remuneration /person/month	Number of months	Total remuneration + allowance in 2019
I	The Board of Directors	9			3.426.589.957
	Remuneration				
1	Chairman	1	100.000.000	13	1.300.000.000
2	Vice Chairman	1	75.000.000	13	975.000.000
3	Members of the BOD (executive)	2	10.000.000	12	240.000.000
4	Members of the BOD (non-executive)	2	15.000.000	12	360.000.000
	Allowance				
4	Independent members of the BOD	3	15.000.000	12	540.000.000
II	Subcommittees				998.000.000
1	Secretary Committee				168.000.000
	- Head of Secretary Committee	1	5.000.000	12	60.000.000
	- Members	3	3.000.000	12	108.000.000
2	Investment Board				650.000.000
	Vice Chairman of Investment Board (mainly responsible)	1	50.000.000	13	650.000.000
3	Board Consultant	1	15.000.000	12	180.000.000
	Total (I+II)				4.413.000.000

Respectfully submit to the AGM for consideration and approval.

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

Nguyen Thien Tuan

(NOTICE: This Proposal is a translation of the Vietnamese language original for convenience purpose only, and in the event of any discrepancy, the Vietnamese language original shall prevail.)

