

PROPOSAL TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2020

Re: Adjustment of share issuance for 2019 dividend payment

To: The General Meeting of Shareholders of DIC Corp

- Pursuant to the Enterprise Law No.68/2014/QH13 dated 26 Nov 2014;
- The Law on Securities No.70/2006/QH issued by the National Assembly of the Socialist Republic of Vietnam on 29 June 2006; Securities Law No. 62/2010/QH12 issued by the National Assembly of the Socialist Republic of Vietnam on 24 Nov 2010;
- Pursuant to the Charter of Development Investment Construction Corporation;

The Annual General Meeting of Shareholders (AGM) 2020 dated June 30th, 2020 approved plan of share issuance for 2019 dividend payment with the rate 10%/outstanding shares excluding treasury shares. In December 2020, DIC Corp bought all treasury shares, which causes change of DIC Corp's outstanding shares. To ensure the principle: dividends shall be distributed on outstanding shares at the time of closing the list of entitled shareholders and to ensure dividend rate in accordance with the Resolution of AGM 2020, the The Board of Directors (BOD) of Development Investment Construction Corporation (DIC Corp) respectfully submits to the Extraordinary General Meeting of Shareholders (EGM) for approval on plan of shares issuance for 2019 dividend payment as follows:

I. Plan of shares issuance for 2019 dividend payment:

1. Name of stock: Share of Development Investment Construction J.S. Corporation (DIG)
2. Type of share: Ordinary share
3. Par value: VND 10.000/share
4. Total number of shares issued: 318.492.551 shares
5. Number of outstanding shares: 318.492.551 shares
6. Estimated number of issued shares: 31.849.255 shares
7. Total value of issuance at par value: VND 318.492.550.000
8. Dividend pay-out rate (number of shares estimated issued/total number of shares): **10%**
9. Number of shares after issuance: 350.341.806 shares
10. Charter capital after issuance: VND 3.503.418.060.000
11. Fund: Profit after tax
12. Purpose: pay 2019 dividend by shares in order to supplement investment capital from undistributed after-tax profit.
13. Estimated time: Quarter I/2021.
14. Plan to handle fractional shares: stock dividend will be rounded down to the unit, the fractional shares (decimal if any) will be cancelled.
15. Depository and stocks listing: the issued shares will be registered for additional depository at Vietnam Securities Depository (VSD) and additionally listed at Ho Chi Minh Stock Exchange (HoSE) according to provisions of law.

II. Benefits of issuance:

1. For the Corporation:

- Reduce interest cost, increase business efficiency; ensure safe financial structure, ensure owner’s equity for reciprocal implementation of large real estate projects; reduce financial risks due to the dependence of bank sources; and increase financial autonomy of DIC Corp.
- Improve Corporate image in front of partners, clients ; and strengthen its position and competitiveness in business activities.

2. For shareholders:

- Shares issuance will cause stock dilution (due to increase in number of issued shares), increase stock liquidity.

III. Authorize the BOD

1. Conduct necessary procedures to carry out shares issuance for 2019 dividend, thereby increase DIC Corp’s charter capital according to the plan approved by the EGM
2. Select appropriate issuing time after the approval of the State Securities Commission (SSC).
3. Handle odd shares according to the share issuance plan approved by the AGM.
4. Conduct necessary legal procedures to replace the business registration certificate with the charter capital after the share issuance.
5. Conduct necessary legal procedures to register for additional depository and the list of additional issuance with Vietnam Securities Depository (VSD) and Ho Chi Minh Stock Exchange (HoSE) according to provisions of law.
6. During the time of share issuance, authorize the BOD to adjust issuance plan according to requirements of relevant state agencies and/or in accordance with actual situation at the time of issuance, complying with the law and protecting the rights of shareholders and DIC Corp.

Respectfully submit to the EGM for consideration and approval.

Recipients:

- As above;
- DIC Corp’s Archives

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.)

