

**HAI PHAT INVESTMENT JSC.,**

Ref. No.: 02/2021/BB-DHDCD

**THE SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom - Happiness**

*Hanoi, date: 26<sup>th</sup> June 2021*

## **MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS 2021**

- Business name** : Hai Phat Investment Joint Stock Company.
- Enterprise code** : 0500447004 issued by Hanoi Authority for Planning and Investment for the first time on December 15, 2003, issued for the 16th time on October 20, 2020.
- Head office** : 5th floor, CT3 Building, The Pride, An Hung New Urban Area, La Khe ward, Ha Dong district, Hanoi.
- Time and form of organization of the meeting** : Annual General Meeting of Shareholders 2021 of Hai Phat Investment Joint Stock Company (HPX) will use electronic voting through the system of the Vietnam Securities Depository (VSD) from 08AM on June 25, 2021 to 12AM on June 26, 2021.

### **I. Members of the Meeting:**

- The total number of shareholders of the Company by the time of finishing the list of shareholders attending the General Meeting of Shareholders on May 10, 2021 is 622 shareholders represent 264,494,582 shares (*Two hundred and sixty four million, four hundred ninety-four thousand, five hundred and eighty-two shares*) with voting rights, accounting for 100% of the Company's charter capital.

- The total number of shareholders invited to attend the meeting includes: All shareholders of Hai Phat Investment Joint Stock Company named in the list on May 10, 2021 are 62 shareholders.
- The total number of shareholders participating in electronic voting is 44 shareholders, owning 262.009.951 voting shares, accounting for 99,06% of the total number of shares with voting rights.
- Chairman of the Meeting: Mr. Do Quy Hai - Chairman of Board of Directors of the Company.
- Secretary of the General Meeting: Ms. Phan Thi Xuyen – The Company's Secretary.

## **II. Contents of the meeting:**

Based on the results of electronic voting through the system of the Vietnam Securities Depository.

### **A. Procedure section:**

#### **1. Report on the situation of shareholders participating in electronic voting on issues submitted to the Annual General Meeting of Shareholders 2021:**

- The total number of shareholders of the Company by the time of finishing the list of shareholders attending the General Meeting of Shareholders on May 10, 2021 is 622 shareholders represent 264,494,582 shares (Two hundred and sixty four million, four hundred ninety-four thousand, five hundred and eighty-two shares) with voting rights, accounting for 100% of the Company's charter capital.
- The total number of shareholders invited to attend the meeting includes: All shareholders of Hai Phat Investment Joint Stock Company named in the list on May 10, 2021 are 44 shareholders.

Pursuant Enterprise Law 2020 and the Company's Charter, the Annual General Meeting of Shareholders 2020 will be held from 08AM on June 25, 2021 to 12AM on June 26, 2021. Hai Phat Investment Joint Stock Company is qualified to conduct the meeting according to regulations.

#### **2. The content of issues approved at the 2021 Annual General Meeting of Shareholders Hai Phat Investment Joint Stock Company by electronic voting includes:**

**Content 1:** Approval of CEO's report on the results of implementation of business plan in 2020 and business plan for 2021.

*(Details according to Report No. 28/BC-BTGD dated May 15 of the CEO of the Company).*

**Content 2:** Approval of audited consolidated financial statements and business results and the parent company in 2020.

*(Detailed content according to Report No. 28A/TTr-HĐQT dated May 15, 2021 of Board of Directors of the Company).*

**Content 3:** Approval of the plan to distribute profits and funds reserve for 2020, the plan to pay dividends plan in 2020.

*(Details according to Report No. 29/TTr-HĐQT dated May 15, 2021 of Board of Directors of the Company).*

**Content 4:** Approval of the plan to increase the Company's charter capital in 2021.

*(Details are according to Report No. 30/TTr-HĐQT dated 15/05/2021 of the Board of Directors of the Company)*

**Content 5:** Approval of the report on activities of the Board of Directors in 2020 and the plans for 2021.

*(Details are according to Report No. 31/BC-HĐQT dated May 15 of the Board of Directors of the Company).*

**Content 6:** Approval of the report on activities of independent members of the Board of Directors in the Audit Committee in 2020 and the plan for 2021.

*(Details are according to Report No. 01/BC-UBKT dated 15/15/ May 2021 of the Chairman of the Audit Committee).*

**Content 7:** Selection of auditing company for the financial statements in 2021.

*(Details are according to Report No. 03/TTr-UBKT dated May 15 of the Audit Committee).*

**Content 8:** Approval of the report on the remuneration of Board of Directors in 2020 and the remuneration plan of Board of Directors and committees in 2021.

*(Details are according to Report No. 32/TTr-HĐQT dated May 15th. 2021 of the Company's Board of Directors)*

**Content 9:** Approval of the amendment and supplementation of the Company's business lines.

*(Detailed content according to Report No. 33/TTr-HĐQT dated 15/0/2021 of the Board of Directors of the Company)*

**Content 10:** Approval of the amendment of the Company's Charter.

*(Detailed content according to Report No. 34/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company)*

**Content 11:** Approval of the amendment of Internal Regulations on Corporate Governance.

*(Detailed content according to Report No. 34A/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Content 12:** Approval of the assignment and authorization for the Board of Directors to amend and supplement the Regulation on operation of the Board of Directors.

*(Detailed content according to Report No. 35/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Content 13:** Approval of the assignment and authorization for the Board of Directors to decide on issues of investment transactions, investment projects, asset transfer under the authority of the General Meeting of Shareholders.

*(Detailed content according to Report No. 36/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Content 14:** Approval and authorization to the Board of Directors to approve transactions with related people and transactions related to loans, guarantees and mortgages under the authority of the General Meeting of Shareholders.

*(Detailed content according to Report No. 37/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**B. Results of voting on the contents of the General Meeting:**

**1. Approval of the report of the CEO on the results of the implementation of business plan in 2020 and business plan in 2021.**

The meeting uses electronic voting to approve the Report of Board of Directors on the results of the implementation of business plan for 2020 and Business plan for 2021 with some key targets as follows:

**a. Results of the implementation of the business plan in 2020.**

*Unit: VND*

Items	2020 (separated)	2019 (separated)	2020/ 2019 (separated)	TH 2020 (consolidated)	TH 2019 (consolidated)	2020/ 2019 (consolidated)
<b>1. Revenue from sale of goods and rendering of services</b>	800,567,762,205	3,522,160,952,173	23%	1,329,627,915,814	3,431,936,907,385	39%
<b>2. Net revenue from sale of goods and</b>	800,567,762,205	3,522,160,952,173	20%	1,329,627,915,814	3,431,936,907,385	39%

Items	2020 (separated)	2019 (separated)	2020/ 2019 (separated)	TH 2020 (consolidated)	TH 2019 (consolidated)	2020/ 2019 (consolidated)
rendering of services						
3. Cost of goods sold and services rendered	640,035,042,777	3,149,071,046,562		990,130,932,451	2,920,546,951,023	
4. Gross profit from sale of goods and rendering of services	160,532,719,428	373,089,905,611		339,496,983,363	511,389,956,362	
5. Finance Income	540,954,054,085	411,103,573,034		147,986,222,500	475,946,381,098	
6. Finance Expenses	216,800,581,571	130,763,137,154		214,734,429,599	130,867,040,443	
In which: Interest Expense	200,605,472,802	114,148,746,847		194,625,426,154	114,252,650,136	
7. Shares of (loss) profit of associates				(889,206,465)	1,004,201,962	
8. Selling expenses	33,705,376,154	94,082,806,517		25,942,221,748	84,569,782,163	
9. Operating profit	371,403,163,806	451,094,606,483		128,144,048,699	628,330,726,547	
10. Other income	26,100,480,074	2,312,870,314		29,262,106,318	8,251,284,731	
11. Other expenses	9,576,485,900	3,150,778,307		12,740,508,007	4,063,341,564	
12. Other profit (loss)	16,523,994,174	(837,907,993)		16,521,598,311	4,187,943,167	
13. Accounting profit before tax	387,927,157,980	450,256,698,490		144,665,647,010	632,518,669,714	
14. Current corporate income tax expense	49,720,800,591	143,924,976,413		45,670,868,799	185,206,531,271	

Items	2020 (separated)	2019 (separated)	2020/ 2019 (separated)	TH 2020 (consolidated)	TH 2019 (consolidated)	2020/ 2019 (consolidated)
<b>15. Deferred tax income (expense)</b>				1,383,299,000	(5,655,119,289)	
<b>16. Net profit after tax</b>	338,206,357,389	306,331,722,077	110%	97,611,479,211	452,967,257,732	22%

#### **b. Target business plan for 2021**

- i. Total revenue: From 1,500 -:- 1,600 billion VND, of which the parent company is from 1,000 -:- 1,500 billion VND.
- ii. Profit after tax: From 370 -:- 390 billion VND, of which the parent company is from 350 -:- 370 billion VND.

*(Detailed content according to Report No. 28/BC-BTGD dated 05/05/2021 of the CEO of the Company).*

#### **Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
  - Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
  - Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.
- 2. Approval of the audited consolidated and separated financial statement in 2020.**

The General Meeting use electronic-voting to approve audited consolidated and separated financial statement in 2020.

Some key indicators are as follows:

#### **2.1. The main indicators of the Balance Sheet (Audited):**

#### **2.2. Key indicators of the Statement of Business Performance (audited):**

Items	At 31/12/2020 (billion VND)	
	Separated	Consolidated
<b>ASSETS</b>		
<b>A- CURRENT ASSETS</b>	<b>2.252,66</b>	<b>5.219,40</b>

Items	At 31/12/2020 (billion VND)	
	Separated	Consolidated
1. Cash and cash equivalents	219,49	603,1
2. Short-term investment	262,47	263,02
3. Current accounts receivables	906,59	1.969,29
4. Inventory	859,42	2.288,38
5. Other current assets	4,69	95,61
<b>B. NON-CURRENT ASSETS</b>	<b>4.905,88</b>	<b>2.159,13</b>
1. Non-current receivable	439,44	295,35
2. Fixed assets	3,62	129,29
3. Investment properties	596,81	975,39
4. Long-term asset in progress	8,54	76,3
5. Long-term investments	3.510,13	325,53
6. Other long-term assets	347,34	357,27
<b>TOTAL ASSETS</b>	<b>7.158,54</b>	<b>7.378,53</b>
<b>A. LIABILITIES</b>	<b>4.005,85</b>	<b>3.757,58</b>
I. Current liabilities	2.043,87	2.557,75
II. Non-current liabilities	1.961,98	1.199,83
<b>B. OWNER'S EQUITY</b>	<b>3.152,69</b>	<b>3.620,95</b>
1. Share capital	2.644,95	2.644,95
2. Share premium	60,99	60,99
3. Undistributed earnings	446,75	516,43
4. Non-controlling interests		398
<b>TOTAL LIABILITIES AND OWNERS' EQUITY</b>	<b>7.158,54</b>	<b>7.378,53</b>

*(Detailed content according to Report No. 28A/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**3. Approval of the plan to distribute profits and funds reserve in 2020, the plan to pay dividends in 2020.**

The meeting uses electronic voting to approve the plan to distribute profits and provisions in 2020, the plan to pay dividends in 2020.

Some key indicators are as follows:

No.	Contents	Amount (VND)	Notes
1.	<b>Undistributed profit after tax as of December 31</b> (according to the audited report) )	<b>446.749.186.333</b>	
2.	Appropriation for the Bonus and Welfare Fund (5%)	22.337.459.317	
3.	Share dividend at the rate of 15%	396.741.870.000	
4.	<b>Profit after tax after distribution</b>	<b>27.669.857.016</b>	

General Meeting of Shareholders authorizes the Board of Directors of the Company to: Decide the time to distribute profits and set aside funds in accordance with the Company's production and business situation.

*(Detailed content according to Report No. 29/TTr-HĐQT dated May 15, 2020 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.



- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**4. Approval for the plan to increase the Company's charter capital in 2021.**

The meeting uses electronic voting to approve the plan to increase the Company's charter capital in 2021, specifically as follows:

1.	Types of shares	Common Shares
2.	Par value of shares	10,000 dong/share
3.	Expected issuance ratio	100:15 (ie shareholders owning 100 shares are entitled to receive 15 new issued shares)
4.	Capital used to issue shares to pay dividends	From the accumulated after-tax profit until December 31, 2020.
5.	Subjects of issue	Existing shareholders named on the list at the Last Registration Date of Finishing the List of Shareholders to exercise the right to receive shares provided by the Vietnam Securities Depository.
6.	Issuance method	Shares are issued to existing shareholders according to the right exercise method
7.	The right to receive shares is not transferable. Shares are not subject to transfer restrictions. Shareholders that are restricted transfer are still entitled to receive shares from this issuance. Treasury shares (if any) are not entitled to exercise.	
8.	Handling odd number of shares (if any)	Shares are rounded down to units. The fraction of odd shares arising (if any) will be canceled
9.	Estimated implementation time	After being approved by the State Securities Commission and expected in 2021 the

General Meeting of Shareholders authorizes the Board of Directors:

- Decide in detail the Share issuance Plan and/or amend and supplement the Plan when necessary or at the request of the Competent Authority, and/or the stock market conditions; decide on the plan to use the capital obtained from the increase of charter capital, ensure compliance with the provisions of the Law and the Company's Charter, ensure the interests of shareholders;
- Select and decide specifically the time to issue shares based on the market situation;
- Carry out the work and procedures related to the issuance of shares in accordance with the provisions of the Company's Charter and the Law;
- Carrying out necessary tasks and procedures related to the change of Charter Capital, amendments and supplements to the Article stipulating the level of Charter Capital in the Company's Charter, amending and supplementing the Business Operation License of the Company. Company after the end of the issuance of shares;
- Carry out other necessary tasks and procedures related to the issuance of shares, registration and additional listing of shares.

*(Detailed content according to Report No. 30/TTr-HĐQT dated May 15, 2020 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**5. Approval of the Board of Directors' activities report in 2020 and the plan for 2021.**

The meeting uses electronic voting to approve activities report of Board of Directors in 2020 and the plan for 2021.

*(Details are according to Report No. 31/BC-HĐQT dated May 15 of the Board of Directors of the Company. ty).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**6. Approval of the report on activities of independent members of the Board of Directors in the Audit Committee in 2020 and the plan for 2021.**

The meeting uses electronic voting to approve the report on activities of independent members of the Board of Directors in the Audit Committee in 2020 and the plan for 2021.

*(Details according to Report No. 01/BC- Audit Committee dated May 15, 2021 of the Chairman of the Audit Committee).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**7. Approval of the selection of an auditing company for financial statements in 2021.**

The meeting uses electronic voting to approve the selection of the auditing company of the financial statements for the fiscal year 2021 with the following contents.

- i. Approving the selection of auditing company to audit the Company's 2021 financial statements, which is Ernst & Young Vietnam Co., Ltd.
- ii. Authorize the Chairman of the Board of Directors to choose the time, negotiate, negotiate and sign an audit contract with an approved audit company in accordance with the Company's Charter and the provisions of law.

*(Detailed content according to Report No. 03/TTr-UBKT dated May 15, 2021 of the Audit Committee).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**8. Approval of the report on the remuneration of Board of Directors in 2020 and the remuneration plan of Board of Directors and committees in 2021.**

The meeting uses electronic voting to approve the Report on settlement of remuneration of. The Board of Directors, the committees under the Board of Directors in 2020 and the remuneration plan for the Board of Directors and the committees under the Board of Directors in 2021.

Some of the main contents are as follows:

**8.1 Remuneration of the Board of Directors and Supervisory Committee in 2020.**

- a. The remuneration of the Board of Directors and the Committees under the Board of Directors approved by the Annual General Meeting of Shareholders in 2020 is: **7,020,000,000 VND**. (*Seven billion, not hundred and twenty million dong*).
- b. Paying remuneration to the Board of Directors and Committees under the Board of Directors in 2020 is: **6,033,368,455 VND**. (*Six billion, zero hundred and thirty-three million, three hundred and sixty-eight thousand four hundred and fifty-five dong*).

**8.2 Remuneration plan of the Board of Directors and Committees under the Board of Directors in 2021**

- a. The total remuneration of the Board of Directors and the Committees under the Board of Directors in 2021 is **7,02,000,000 VND** (*Seven billion, not one hundred and twenty million VND*).
- b. The remuneration paid to members of the Board of Directors and members of the Committees under the Board of Directors is derived from profits after corporate income.

*(Detailed content according to Report No. 32/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**9. Approval of the amendment and supplementation of the Company's business lines.**

The meeting uses electronic voting to approve the addition of the Company's business lines.

- 9.1. Approval of the addition of the Company's business lines as follows:

No.	Industry name Industry	code
	<p>Consulting, brokerage, real estate auction, land use right auction</p> <p><i>Details: Real estate brokerage, real estate consulting, real estate management, real estate trading floor.</i></p> <p><i>(Enterprises must satisfy all business conditions when conducting conditional business investment lines as prescribed by law and ensure to maintain such business investment conditions during the course of business operations. business).</i></p>	<p>6820, Article 63, Article 70, Article 74 Article 75, Law on Real Estate Business 2014</p>

9.2. Assign and authorize the Board of Directors:

- i. Select the time to change the registered business line in accordance with the approval of the General Meeting of Shareholders and the provisions of law.
- ii. Carry out procedures for amending and supplementing the Company's business lines at the competent State agencies when there are changes; amend and supplement the company's charter (terms on business lines) to suit the change of business lines; information disclosure and other jobs related to the amendment and supplementation of the Company's business lines.

*(Detailed content according to Report No. 33/TTr-HDQT dated May 15, 2021 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**10. Approval of the amendment and supplementation of the Company's Charter.**

The meeting uses electronic voting to approve the amendment of the full text of the Company's Charter and assigns and authorizes:

10.1 Assign and authorize the Board of Directors to decide:

- a) The relevant issues when amending and supplementing the Charter of the Company mentioned above, including the addition, clarification and continuing to actively amend the contents, adjust the order of Articles, clauses, points, semantics of words, spelling, etc. to be consistent with the provisions of law and the actual situation between the two Annual General Meeting of Shareholders.
- b) Issues related to making reports, registering with relevant agencies on amendments and supplements to the Charter.
- c) To amend and supplement other relevant internal regulations to be consistent with the new Charter.

10.2. Assign the authorized person to sign and promulgate the Charter.

*(Detailed content according to Report No. 34/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**11. Approval of the amendment and supplementation of Internal Regulations on Corporate Governance.**

The meeting uses electronic voting to approve the amendment and supplementation of the Internal Regulations on Corporate Governance.

*(Detailed content according to Report No. 34A/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**12. Approval of the assignment and authorization to the Board of Directors to amend and supplement the Regulation on operation of the Board of Directors.**

The meeting uses electronic voting to approve the assignment and authorize the Board of Directors to amend and supplement the Regulation on operation of the Board of Directors.

*(Detailed content according to Report No. 35/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**13. Approval of the assignment and authorization for the Board of Directors to decide on issues of investment transactions, investment projects, asset transfer under the authority of the General Meeting of Shareholders.**

The meeting uses electronic voting to approve the policy of assigning and authorizing the Board of Directors to decide on issues related to investment transactions, investment projects, and asset sale under the authority of the General Meeting of Shareholders, details as follows:

**13.1 To decide and approve Contracts/transactions, projects under the decision-making authority of the General Meeting of Shareholders as stipulated in the Company's Charter and according to the provisions of law arising in 2021 including but not limited to the following:**

- (i) Contracts/transactions related to investment;
- (ii) Investment plan;
- (iii) Investment project;
- (iv) Contracts/transactions related to the sale of assets;
- (v) Contract/transaction to buy back the total number of issued shares of each class;
- (vi) Contracts/transactions under the decision-making authority of the General Meeting of Shareholders are stipulated in the Company's Charter and in accordance with the law.

**13.2. In the event that any contract/transaction or project arises related to the contents mentioned in Section (13.1) above, during the period of the end of the fiscal year 2021, the General Meeting of Shareholders has not yet been held. In the following year, the Board of Directors is entitled to make decisions without submitting to the General Meeting of Shareholders for approval.**

*(Detailed content according to Report No. 36/TTr-HĐQT dated May 37, 2020 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**14. Approval and authorization to the Board of Directors to approve transactions with related persons and transactions related to granting loans, guarantees and mortgages under the authority of the General Meeting of Shareholders.**

The meeting uses electronic voting to approve the assignment and authorization of the Board of Directors to approve transactions with related persons and transactions related to the granting of loans, guarantees and mortgages under the authority of the General Meeting of Shareholders, details are as follows:

14.1 Approval of contracts, transactions with related entities and transactions related to the granting of loans, guarantees and mortgages of the Company under the authority of the General Meeting of Shareholders as prescribed in Clause 1 of this Article. The Company's Charter and legal regulations arising in 2021 include but are not limited to the following transactions:

- i. Transactions with a value of 35% or more or transactions leading to the total transaction value arising within 12 months from the date of making the first transaction with a value of 35% or more of the total value of assets recorded in the most recent financial statement of the company with one of the following entities:
  - Members of the Association Board of Directors, CEO, other managers and related persons of these subjects;
  - Shareholders, authorized representatives of shareholders owning more than 10% of the total common share capital of the company and their related persons;
  - The enterprise is related to the subjects specified in Clause 2, Article 164 of the Law on Enterprises.
- ii. Transactions of borrowing, lending and selling assets with a value greater than 10% of the total value of the company's assets recorded in the latest financial statements between the company and shareholders owning from 51% of the total number of shares. shares with voting rights or more or related persons of such shareholder;
- iii. Transactions related to granting loans, guarantees and mortgages to members of the Board of Directors, General Director, other managers who are not shareholders and related individuals and organizations of the Company. these objects;
- iv. Other transactions as prescribed in: Article 167 of the Law on Enterprises, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law



Securities, relevant laws and regulations fall under the authority of the General Meeting of Shareholders (if any).

- 14.2 In the event that any transaction related to the contents mentioned in Section (14.1) above occurs during the end of the fiscal year 2021 but the next Annual General Meeting of Shareholders has not yet been held, the Board of Directors may have the right to make decisions without submitting to the General Meeting of Shareholders for approval.

*(Detailed content is according to Report No. 37/TTr-HĐQT dated May 15, 2021 of the Board of Directors of the Company).*

**Voting results:**

- Number of shares voting in favor: 262.009.951 shares, accounting for 100% of total voting shares of shareholders attending the meeting.
- Number of shares voting against: 0 share accounting for 0% of total voting shares of shareholders attending the meeting.
- Number of shares voting with no opinion: 0 share, accounting for 0% of total voting shares of shareholders attending the meeting.

**III. Issues passed.**

Based on the results of electronic voting through the system of the Vietnam Securities Depository (VSD). The following issues are approved by the 2021 Annual General Meeting of Shareholders Hai Phat Investment Joint Stock Company:

1. Approval of CEO's report on the results of implementation of business plan in 2020 and business plan for 2021.

*This content is approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

2. Approval of audited consolidated financial statements and business results and the parent company in 2020.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

3. Approval of the plan to distribute profits and funds reserve for 2020, the plan to pay dividends plan in 2020.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

4. Approval of the plan to increase the Company's charter capital in 2021.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

5. Approval of the report on activities of the Board of Directors in 2020 and the plans for 2021.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

6. Approval of the report on the activities of independent members of the Board of Directors in the Audit Committee in 2020 and the plan for 2021.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

7. Selection of auditing company for the financial statements in 2021.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

8. Approval of the report on the remuneration of Board of Directors in 2020 and the remuneration plan of Board of Directors and committees in 2021.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

9. Approval of the amendment and supplementation of the Company's business lines.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

10. Approval of the amendment of the Company's Charter.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

11. Approval of the amendment of Internal Regulations on Corporate Governance.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

12. Approval of the assignment and authorization for the Board of Directors to amend and supplement the Regulation on operation of the Board of Directors.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

13. Approval of the assignment and authorization for the Board of Directors to decide on issues of investment transactions, investment projects, asset transfer under the authority of the General Meeting of Shareholders.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

14. Approval and authorization to the Board of Directors to approve transactions with related persons and transactions related to loans, guarantees and mortgages under the authority of the General Meeting of Shareholders.

*This content was approved with the number of shares with voting rights in favor accounting for 100% of the total number of voting shares of the shareholders attending the meeting.*

**IV. Approval the minutes of the General Meeting of Shareholders.**

Based on the results of electronic voting through the system of the Vietnam Securities Depository to approve the contents to be submitted to the 2021 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company. The minutes of the 2021 Annual General Meeting of Shareholders were prepared and approved at 12AM on June 26, 2021.

The minutes of the General Meeting of Shareholders are made in two only originals, one copy is kept in the documents of the General Meeting and one copy is kept at the Office of the Board of Directors of the Company.

**SECRETARY**

**PHAN THI XUYEN**

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**

**(Signed)**

**DO QUY HAI**