

**CÔNG TY CỔ PHẦN
TẬP ĐOÀN ĐẦU TƯ ĐỊA ỐC NO VA
NO VA LAND INVESTMENT
GROUP CORPORATION**

**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

Số/No. 15/2019-NQ.ĐHĐCĐ-NVLG

TP. HCM, ngày 04. tháng 09 năm 2019
HCMC, September 04. 2019

**NGHỊ QUYẾT ĐẠI HỘI ĐỒNG CỔ ĐÔNG
CÔNG TY CỔ PHẦN TẬP ĐOÀN ĐẦU TƯ ĐỊA ỐC NO VA
RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS
NO VA LAND INVESTMENT GROUP CORPORATION**

V/v: Thông qua Quy chế bỏ phiếu điện tử
Re.: Approval on Electronic Voting Regulation

Căn cứ/ Pursuant to:

- Luật Doanh nghiệp số 68/2014/QH13 được Quốc hội thông qua ngày 26/11/2014;
Law on Enterprises No. 68/2014/QH13 issued by National Assembly dated November 26th, 2014;
- Luật Chứng khoán số 70/2006/QH11 được Quốc hội thông qua ngày 29/6/2006;
Law on Securities No. 70/2006/QH11 issued by National Assembly dated June 29th, 2006;
- Luật Sửa đổi, Bổ sung một số điều của Luật Chứng khoán số 62/2010/QH12 được Quốc hội thông qua ngày 24/11/2010;
Law on Amending, supplementing a number of articles of the Law on Securities No. 62/2010/QH12 issued by National Assembly dated November 24th, 2010;
- Điều lệ của Công ty Cổ phần Tập đoàn Đầu tư Địa ốc No Va ("Công Ty").
The Charter of No Va Land Investment Group Corporation ("The Company").
- Biên bản kiểm phiếu lấy ý kiến Cổ đông bằng văn bản ngày 04/09/2019;
Minutes of Voting Checking results of Shareholders's written opinions of the Company dated September 04. 2019

**QUYẾT NGHỊ:
RESOLVES**

ĐIỀU 1: Thông qua "Quy chế bỏ phiếu điện tử của Công ty Cổ phần Tập đoàn Đầu tư Địa ốc No Va" được ban hành kèm theo Nghị quyết này.

ARTICLE 1: Approval on "Electronic Voting Regulation of No Va Land Investment Group Corporation" issued with this Resolution.



ĐIỀU 2: Đại hội đồng cổ đông thống nhất trao quyền cho Chủ tịch Hội đồng quản trị của Công Ty tiến hành các thủ tục cần thiết theo quy định của pháp luật để hoàn tất nội dung nêu tại Điều 1 Nghị quyết này.

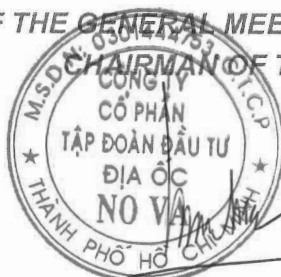
ARTICLE 2: The General Meeting of Shareholders authorizes Chairman of the BOD to perform necessary procedures in accordance with law to complete stated contents in Article 1 of this Resolution.

ĐIỀU 3: Hội đồng quản trị, Tổng giám đốc và cá nhân có liên quan chịu trách nhiệm thi hành Nghị quyết này.

ARTICLE 3: Board of Directors, Board of Management, related Departments and individuals of The Company are required to execute the tasks in accordance to this Resolution.

**TM. ĐẠI HỘI ĐỒNG CỔ ĐÔNG
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ**

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOD**



BÙI THÀNH NHƠN



Attached the Proposal of the Board of Directors No. 12/TTr-NVLG dated on August 19th, 2019

REGULATION ON ELECTRONIC VOTING OF NO VA LAND INVESTMENT GROUP CORPORATION

(Issued with Resolution No/2019-NQ.ĐHĐCĐ-NVLG of General Meeting of Shareholders approved on 2019)

CHAPTER I GENERAL PROVISIONS

Article 1. Scope and regulated entities

This regulation provides for electronic voting ("**E-Voting**") of shareholders in the event of casting vote for The Annual General Meeting of Shareholders/ The General Meeting of Shareholders or in the event of getting shareholders' written opinion (herein after "**Voting Event**") of No Va Land Investment Group Corporation ("**The Company**").

Article 2. Interpretation

On this regulation, these words below are meaning as follow:

- **E-Voting** refers to the voting of shareholders in electronic form via the E-Voting system ("**V-Vote System**") of Vietnam Securities Depository ("**VSD**"), will be the provider of E-Voting service for The Company..

- **Traditional voting** is direct voting of shareholders or representatives of shareholders in Voting Event.

CHAPTER II SPECIFIC PROVISIONS

Article 3. Condition, method for shareholders participating in E-Voting

1. Participation condition

- Being on the list of shareholders with voting right made by VSD under the notice of exercising The Company's right.

- Conducting active login account of V-Vote System under the VSD's notice.

2. Implementation method

Shareholders who are local individuals and organization votes by V-Vote System.

Shareholders who are foreign investors votes by V-Vote System through authorizing to representative organizations.

Article 4. Providing login account and casting E-Voting

Providing login account and exercising E-Voting of shareholders prescribed by the guideline of regulation on providing electronic voting service at VSD as issued by VSD.

Article 5. Authorization of E-Voting

1. Authorization of E-Voting is only applied for shareholders those are foreign investors authorizing to representative organizations for E-Voting.

2. Processing and procedure of authorization are prescribed by the guideline of regulation on providing electronic voting service at VSD as issued by VSD.

Article 6. E-Voting result

1. E-Voting result during E-Voting Event is statistical and calculated by VSD.
2. E-Voting result as provided by VSD is kept on seal of VSD and is shown up by The Chairman of General Meeting of Shareholders ("GMS") to all Shareholders at the opening of the meeting.
3. The Board of Voting approved by GMS at the meeting or The Board of Voting nominated by The Board of Directors at the event of getting shareholders' written opinion is the one to have the right to open E-Voting result in order to synthesize voting result.
4. Shareholders are only chosen the form of E-Voting or traditional voting. Shareholders cast their valid E-Voting will not allow to cast their traditional voting, except for that voting for amended or supplemented voting contents at GMS.
5. The total number of shares with voting rights to attend the General Meeting of Shareholders shall be calculated by the total number of voting shares of shareholders who have conducted E-Voting on the V-Vote System and the total number of shares with voting rights of shareholders directly attend the meeting at the General Meeting of Shareholders.
6. In case at the meeting of GMS, shareholders who directly participate in the meeting agree to amend and supplement voting contents that is different from voting contents The Company had previously announced, the votes of shareholders who casting E-Voting will not be calculated on the votes for the changed issues.
7. In case at the GMS, shareholders who directly participate in the meeting agree to supplement new voting contents or delete voting contents so that the quantity of voting contents that is different from voting contents The Company had previously announced, the calculation of votes casting as follow:
 - a. Voting content is supplemented into GMS 's meeting agenda: The total of votes for the supplemented content will include the total of trading voting of all shareholders participating in the meeting.
 - b. Voting content is eliminated from agenda of the meeting of GMS: The total of votes of shareholders casting E-Voting will not take effect for eliminated contents from GMS 's meeting agenda.

Article 7. Rights and obligations of shareholders participating in E-Voting

1. Being voted for all issues within the competence of the meeting in accordance with law and Charter on organization and operation of The Company via E-Voting.
2. Being able to directly participate in the meeting and vote at the meeting or authorize to other representatives under Clause 4 Article 6 of this Regulation.
3. Having to register information of telephone number, contacting address and/ or exact email to secure being received announcement on E-Voting account and be responsible for those registered information.
4. Being used login account as provided by VSD to access into V-Vote System and to cast E-Voting for all Voting Event of The Company that shareholders have the voting rights.
5. In case that foreign shareholders authorize to representative organizations for E-Voting, shareholders and representative organizations are responsible for the authorization and E-Voting result according to the login account of V-Vote System. In case shareholders are organization, the legal representatives of shareholders are responsible for regulation as prescribed on Clause 3 and Clause 4 of this Article.
6. For secure that only shareholders have the right to cast voting on V-Vote System of VSD, Shareholders have to be responsible for confidentiality of the login name,

password and other identification factors of the login account of V-Vote System that provided by VSD. All voting transaction result of shareholders as officially provided by VSD will be their volition by default. The Company is not responsible for all disputes (if any) between shareholders and VSD relating to the re-accuracy the E-Voting via shareholders' login account. Shareholders are all responsible for the legality and The Company on implemented E-Voting transaction result via shareholders' login account on V-Vote System of VSD.

CHAPTER III OTHER PROVISIONS

Article 8. Other Provisions

Other contents relating to the implementing condition of Voting Event, method of voting, approval on Decision of Voting Event and the case of unsuccessful Voting Event, the implementation is prescribed by The Code of Corporate Governance and The Company's Charter.

Article 9. Implementation

1. This regulation including three Chapters, nine Articles and take effect from the issuance date.
2. Shareholders, representative organizations and individuals, organizations participating in E-Voting for Voting Event of The Company are responsible for implementation under this regulation.

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**

BUI THANH NHON