



*Ho Chi Minh City, 23<sup>th</sup> April 2021*

**REGULATIONS**  
**ON NOMINATION, CANDIDACY AND ADDITIONAL ELECTION**  
**THE MEMBERS OF THE BOARD OF DIRECTORS**  
**FOR THE TERM OF 2020-2025**  
**AT THE ANNUAL GENERAL MEETING 2021**  
**OF BAMBOO CAPITAL JSC**

- Pursuant to the Law on Enterprise No.59/2020/QH14 dated 17/06/2020 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Securities Law No.54/2019/QH14 dated 26/11/2019 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter of Bamboo Capital Joint Stock Company (BCG) approved on 16/03/2021 (in the authority of the Company's General Meeting of Shareholders on 24/09/2020) (the 10<sup>th</sup> amendment);

Aimed at additional electing members of the Board of Directors (BOD) for the term of 2020-2025 at the Annual General Meeting 2021 of BCG in accordance with the current legal regulations of Vietnam and in compliance with the principles of fairness, publicity and democracy, ensuring the legal rights and interests of all shareholders, and submitting to the General Meeting of Shareholders for approval the "Regulations on nomination, candidacy and election of members of the Board of Directors and the Supervisory Board for the term of 2020-2025" as follows:

**I. Objects and scope of application:**

1. This Regulations guide the order and procedures for nominating, standing as candidate and electing members of BOD and SB for the term of 2020-2025;
2. Shareholders, candidates participating in the nomination, candidacy and election of members of the Board of Directors and the Supervisory Board shall comply with this Regulation.

**II. Regulations on nominating and standing as candidates to the Board of Directors:**

**1. Number and term of members of BOD:**

- Number of members of BOD: **01 member**
- Term of members of BOD elected is the remainder of the 2020-2025 term..

## **2. Conditions for candidates to join the BOD:**

The candidates to the Board of Directors must meet the provisions of law and Clause 2, Article 20 of the Company's Charter, specifically:

- Having full civil act capacity, not being subjects prohibited to manage the enterprise according to the provisions Clauses 1 and 2, Article 155 of the Enterprises Law, and Clause 2, Article 20 of the Company's Charter;
- Having the professional qualifications, experience in business management of the Company and may not be a Shareholder of the Company.
- Other standards as required by law (if any).

## **3. Conditions for nomination and candidacy:**

- Shareholders holding at least 10% of common shares for a continuative period of at least six months may accumulate their voting rights to nominate candidates to the Board of Directors. Principles for nominating are as follows:

Shareholders or group of Shareholders who holds:

- 10% - 20% may nominate one (01) candidate;
  - 20% - 30% may nominate up to two (02) candidates;
  - 30% - 40% may nominate up to three (03) candidates;
  - 40% - 50% may nominate up to four (04) candidates;
  - 50% - 60% may nominate up to five (05) candidates;
  - 60% - 70% may nominate up to six (06) candidates;
  - 70% - 80% may nominate up to seven (07) candidates; and
  - 80% - 90% may nominate up to eight (08) candidates.
- In case the number of candidates to the Board of Directors through the nomination and candidacy is unsatisfactory, the current Board of Directors may nominate additional candidates or organize to nominate according to the Regulations of the Company Management.

## **III. Documents on nomination and candidacy as members of the Board of Directors:**

Documents on nomination and candidacy as member of the Board of Directors consist of:

- Application for nomination, candidacy to the Board of Directors;
- Curriculum vitae declared by the candidate in form at <https://bamboocap.com.vn/quan-he-nha-dau-tu/dai-hoi-dong-co-dong/2021-co-dong>
- Certified copies of ID card/family record book of permanent or temporary residence, qualifications certifying education and profession.

#### **IV. Location and deadline for receiving the documents of nomination and candidacy:**

To facilitate the organization of the General Meeting of Shareholders and disclose information in accordance with the law, please fax, email or send documents on nomination and candidacy as members of the Board of Directors to the Organization Committee before **04:30pm of May 04, 2020** at:

**Bamboo Capital Group (BCG)**

27C Quoc Huong, Thao Dien Ward, District 3, Ho Chi Minh City

Contact: Ms. Nguyen Thi Anh Tuyet, Office Manager of the Board of Directors

Tel: + 84 903 988182

Email: [tuyet.nta@bamboocap.com.vn](mailto:tuyet.nta@bamboocap.com.vn)

#### **V. Principles for additional electing members of the Board of Directors:**

According to the provisions of the Regulation on organization of the Annual General Meeting of Shareholders 2021

#### **VI. Validity:**

- These voting rules are read before the General Meeting of Shareholders and get shareholders' opinions before conducting the election.
- If approved by the General Meeting of Shareholders at the rate of more than 50% of the total number of votes with voting rights to attend the meeting, it will have mandatory enforcement effect for all shareholders.

It is proposed to the General Meeting of Shareholders for approval.

**FOR BOARD OF DIRECTORS  
CHAIRMAN**

*(Signed & sealed)*

**Nguyen Ho Nam**