



*Ho Chi Minh City, April 15, 2022*

## **PROPOSAL**

***Re: Authorizing the Board of Directors to approve transactions and investments with the Company's related and unrelated parties and shareholders in 2022***

### **To: Shareholders of Bamboo Capital Joint Stock Company**

- Pursuant to the Law on Enterprise No.59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter of Bamboo Capital Joint Stock Company (BCG) approved on January 24, 2022 in the authorization of the General Meeting of Shareholders (the 15<sup>th</sup> amendment);
- Based on business situation and plan in 2022 of Bamboo Capital Joint Stock Company;

To facilitate to complete the plan and development orientation in making the most of available resources, advantages and strengths between the subsidiaries, associates and related persons and Bamboo Capital Joint Stock Company, the Company's Board of Directors (BODs) would like to submit the following contents to the General Shareholders Meeting (AGM) for:

1. Adopting and authorizing the BODs to approve contracts and transactions worth no less than 35% or transactions leading to total value of transactions within 12 (twelve) months as from the date of the first transaction worth no less than 35% of total value of the assets recorded in the Company's latest financial statements on a basis of evaluating risks and ensuring safety for the Company, towards:
  - a. Unrelated persons of the Company;
  - b. Related persons of the Company and related persons of the Board of Directors member, the Board of Supervisors member, General Director and other managers of the Company;
  - c. Shareholders and authorized representatives of the shareholders holding more than 10% of total shares of the Company and their related persons.
2. Adopting and authorizing the BODs to approve contracts and transactions on asset purchase, sale, borrowing and lending and other contracts worth more than 10% of total value of the assets recorded in the Company's latest financial statements between the Company and its shareholder holding no less than 51% of total number

of voting shares or such shareholder's related person on a basis of evaluating risks and ensuring safety for the Company.

A resolution of the AGM adopting the above matter shall be enforceable for the Company's transactions and investments implemented in 2022 and as at the time of holding the General Shareholders Meeting 2023.

The BODs encloses the Annex of transactions and investments with related and unrelated parties which expected to be implement in 2022 and as at the time of holding the General Shareholders Meeting 2023 and takes full responsibility for reporting on implementation of transactions and investments in the AGM in coming years.

It is respectively submitted to the AGM for reviewing, voting and approval.

Yours sincerely,

**Recipients:**

- General Shareholders meeting;
- Archives: BOS, Office of the BODs

**ON BEHALF OF  
THE BOARD OF DIRECTORS  
CHAIRMAN**

**Nguyen Ho Nam**

**ANNEX TO TRANSACTIONS AND INVESTMENTS WITH RELATED AND  
UNRELATED PARTIES EXPECTED TO BE IMPLEMENTED IN 2022 AND AS  
AT THE TIME OF HOLDING THE GENERAL SHAREHOLDERS MEETING  
2023**

**(Enclosed to the Proposal No. 10/2022/TTDH-HDQT-BCG dated April 15, 2022)**

<b>No.</b>	<b>Transaction partners</b>	<b>Transaction contents</b>
1	BCG ENERGY JOINT STOCK COMPANY	Capital contribution to subsidiaries; Share transfer contracts; Investment cooperation contracts; Lending contracts
2	BCG FINANCIAL JOINT STOCK COMPANY	Capital contribution to subsidiaries; Share transfer contracts; Investment cooperation contracts; Lending contracts
3	TRANSPORT AND INDUSTRY DEVELOPMENT INVESTMENT JOINT STOCK COMPANY	Capital contribution to subsidiaries; Share transfer contracts; Investment cooperation contracts; Lending contracts
4	NGUYEN HOANG DEVELOPMENT JOINT STOCK COMPANY	Capital contribution to subsidiaries; Share transfer contracts; Investment cooperation contracts; Lending contracts
5	BCG LAND JOINT STOCK COMPANY	Capital contribution to subsidiaries; Share transfer contracts; Investment cooperation contracts; Lending contracts