



Ho Chi Minh City, April 07, 2023

PROPOSAL

***About: Amending and supplementing the Internal Management Rules of
Bamboo Capital Group Joint Stock Company (4th time)***

To: Shareholders of Bamboo Capital Group Joint Stock Company

- Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17th, 2020 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26th, 2019 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31st, 2020 detailing implementation of a number of articles of the Law on Securities;
- Pursuant to the Circular No. 96/2020/TT-BTC dated November 16th, 2020 of the Ministry of Finance, guiding the disclosure of information on the stock market;
- Pursuant to the Circular No. 116/2020/TT-BTC dated December 31st, 2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies;
- Pursuant to the Charter of Bamboo Capital Group Joint Stock Company approved by the Board of Directors on September 08th, 2022 as authorized by the General Meeting of Shareholders on May 06th, 2022 (amended and supplemented for the 19th time);
- Pursuant to the Internal Regulations of Bamboo Capital Group Joint Stock Company (amended and supplemented for the 4th time) approved by the AGM 2021 in The Resolution No. 03/2021/NQ-DHDCD-BCG dated May 15th, 2021;

The Board of Directors of Bamboo Capital Group Joint Stock Company would like to submit to the General Meeting of Shareholders for reviewing and approving the amended and supplemented to the Internal Regulations of Bamboo Capital Group Joint Stock Company (amended and supplemented for the 4th time) with the following contents:

1. Amended and supplemented contents:

No.	Contents of the current Rules	Contents of amendments and supplements in the new Rules	Reasons for amending, supplementing or repealing
5	Article 6. Annual and extraordinary general meeting of shareholders		

<p>Clause 4, Article 6:</p> <p>4. The Company shall hold the annual meeting of General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises. The annual meeting of General Meeting of Shareholders shall not be held in form of collecting the shareholders' written opinions. Members of the Board of Directors and the Board of Supervisors must attend the annual meeting of General Meeting of Shareholders to respond the shareholders' questions at the meeting (if any); in the force majeure events of failure to attend, such member(s) of the Board of Directors and the Board of Supervisors shall report in writing to the Board of Directors and the Board of Supervisors. If the auditor's report on the Company's annual financial statement includes qualified opinions, adverse opinions and disclaimer of opinion, the Company shall invite a representative of the audit organization approved for conducting the audit of the company's financial statements to attend the annual meeting of General Meeting of Shareholders and such representative shall be responsible for attending the annual meeting of General Meeting of Shareholders of the Company.</p>	<p>4. The Company shall hold the annual meeting of General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises. <i>The organization of the meeting of General Meeting of Shareholders can be held offline or online, depending on the specific economic and social circumstances of each year, based on the principles of publicity, transparency and compliance with the law and the Company's Charter, ensuring the legitimate rights and interests of shareholders.</i> The annual meeting of General Meeting of Shareholders shall not be held in form of collecting the shareholders' written opinions. Members of the Board of Directors and the Board of Supervisors must attend the annual meeting of General Meeting of Shareholders to respond the shareholders' questions at the meeting (if any); in the force majeure events of failure to attend, such member(s) of the Board of Directors and the Board of Supervisors shall report in writing to the Board of Directors and the Board of Supervisors. If the auditor's report on the Company's annual financial statement includes qualified opinions, adverse opinions and disclaimer of opinion, the Company shall invite a representative of the audit organization approved for conducting the audit of the company's financial</p>	<p>In accordance with Proposal No. 13/2023/TTDH-HDQT-BCG dated April 7th, 2023 if approved by the Annual General Meeting of Shareholders and to meet the requirements of the organization of BCG's online AGM.</p>
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		statements to attend the annual meeting of General Meeting of Shareholders and such representative shall be responsible for attending the annual meeting of General Meeting of Shareholders of the Company.	
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2. Validity of the amended Rules:

- The remaining articles remain unchanged.
- The Internal Management Rules on Corporate Governance of Bamboo Capital Group Joint Stock Company (amended and supplemented for the 4th time) is valid when the Resolution is approved at the Annual General Meeting 2023.

It is respectively submitted to the General Meeting of Shareholders for voting and approval.

Yours sincerely,

Recipients:

- GMS;
- Archives: Office of the BOD

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

(Signed and sealed)

Nguyen Ho Nam