



Ho Chi Minh City, April 25th, 2019

**REGULATIONS
ON THE WORKING PROCEDURES
ANNUAL GENERAL MEETING 2019**

- Pursuant to the Enterprise Law No. 68/2014/QH13 approved by the National Assembly of the Socialist Republic of Vietnam dated November 26, 2014 and guiding documents;
- Pursuant to the Charter of Bamboo Capital Joint Stock Company;

*** Objectives:**

- Ensuring the principles of publicity, fairness, democracy and law compliance;
- Creating favorable conditions for the organization and implementation of the Agenda of the Annual General Meeting of 2019.

The Organizing Committee of the General Meeting of Shareholders of Bamboo Capital Joint Stock Company reports the Regulations on working at the General Meeting to the Annual General Meeting of 2019 for approval as follows:

I. ORDER OF THE GENERAL MEETING

1. When being in the meeting room of the General Meeting, shareholders must sit at the correct position arranged by the Organizing Committee.
2. Shareholders are not allowed to talk to each other or smoke in the meeting room during the meeting time. Shareholders are not allowed to use mobile phones during the meeting time. The phones must be turn off or in vibrate mode.
3. Shareholders must maintain order until the end of the General Meeting.

II. VOTING TO APPROVE ISSUES AT THE GENERAL MEETING

1. Principles:
 - All issues in the agenda of the General Meeting must be approved by voting.
 - Each shareholder or his/her authorized representative attending the General Meeting shall be issued voting notes and voting cards, with the included information about the shareholder code, the name of the shareholder and the number of voting rights corresponding to the number of shares owned by the shareholder or his/her authorized representative.

2. How to vote:

a. Voting cards:

- Voting contents: Through personnel of the Presidium, the Secretariat and the Vote Counting Committee; Working regulations at the General Meeting; Work program of the General Meeting; Minutes and resolutions of the General Meeting, and a number of issues arising right at the General Meeting;
- The shareholders vote by raising the voting card under the control of the Chair to get the voting opinions: Agreeing, Disagreeing or Abstaining.

b. Voting notes:

- Shareholders vote by voting note for the main contents of the General Meeting (except for the issues voted by voting card above) by marking (X) in the boxes of Agreeing, Disagreeing or Abstaining for each content stated in the voting note;
- Invalid voting notes are the ones that: are not issued by the Company with other additional content, information, symbols, etc. while not required by the Chair; or are erased, repaired, torn, not intact; or are not signed by shareholders; do not clearly express the opinions of shareholders; shareholders mark none of boxes of Agreeing, Disagreeing or Abstaining; or shareholders mark 2 or more boxes of Agreeing, Disagreeing or Abstaining for an issue to be voted (in this case, the issue with 2 or more boxes of Agreeing, Disagreeing or Abstaining marked shall be invalid);
- In a voting note, the issues to be consulted must be voted independently. The invalidation of any voted issue will not affect the validity of other issues to be voted;
- In case shareholders make mistakes when voting or the voting note is not intact, shareholders may contact the Organizing Committee to be re-granted a new voting note and must return the old one;
- In case shareholders have registered to attend the General Meeting but cannot be present until the end of the General Meeting for important reasons, they must return the voting notes with voted issues to the Organizing Committee before leaving the General Meeting.
- The voting time is calculated from the time when the Chair or Head of the Vote Counting Committee starts voting until there is no shareholder/representative of the shareholder putting his/her voting note into the voting note container.

III. SPEECH AT THE GENERAL MEETING

1. Principles:

When shareholders attending the General Meeting want to express their opinions, they must register and obtain the consent of the Presidium before delivering a speech.

2. How to deliver a speech:

Shareholders need to have a brief speech and focus on the right content that needs to be discussed in line with the agenda of the General Meeting. The Chair will arrange for shareholders to have their speeches in order of registration while answering questions of shareholders.

IV. DUTIES AND RIGHTS OF THE PRESIDIUM

1. Duties of the Presidium:

- The Presidium controls the General Meeting in accordance with the agenda, regulations and rules approved by the General Meeting. The Presidium works on the principle of democratic centralism and decides by majority.
- The Presidium instructs the General Meeting to discuss and comment on issues covered by the agenda of the General Meeting and related issues during the General Meeting.
- The Presidium solves problems arising during the General Meeting.

2. Rights of the Presidium:

The Presidium has the following rights:

- The Presidium has the right to request all participants of the General Meeting to be subject to inspection or other security measures;
- The Presidium has the right to request the competent authority to maintain the order of the General Meeting; expel those who do not comply with the presidency of the Presidium or those who deliberately disrupt the order of the General Meeting or those who prevent the normal progress of the General Meeting;
- The Presidium has the right to postpone the General Meeting of Shareholders when there are enough registered participants as prescribed to another time or change the meeting venue in the following cases:
 - ✓ A participant interferes with or disrupts the order of the General Meeting and is likely to prevent the General Meeting from being conducted fairly and legally.
 - ✓ The maximum delay is no more than three days from the date the General Meeting is scheduled to open.

V. THE SECRETARIAT

1. Secretariat:

The Presidium appoints the members of the Secretariat with the approval of the General Meeting.

2. Responsibilities of the Secretariat:

- The Secretariat must record fully and truthfully the contents of the General Meeting and the issues approved by the shareholders or also noted at the General Meeting;
- The Secretariat must draft the Meeting Minutes and Resolutions on issues approved at the General Meeting;
- The Secretariat must read and approve the Meeting Minutes and Resolutions on issues approved by the General Meeting before closing the General Meeting.

VI. SHAREHOLDERS REGISTRATION COMMITTEE

1. Shareholders Board of Inspection in charge of inspecting qualifications of shareholders:

The Board of Inspection in charge of inspecting qualifications of shareholders shall be appointed by the Organizing Committee.

2. Responsibilities of the Board of Inspection in charge of inspecting qualifications of shareholders:

- The Board of Inspection must check and report the results on inspecting qualifications of shareholders who attend the General Meeting.
- The Board of Inspection must check and compare the list of shareholders entitled to attend the General Meeting and the presence of the shareholders.
- The Board of Inspection must submit the legality and conditions for conducting the meeting to the General Meeting.

VII. VOTE COUNTING COMMITTEE

1. Vote Counting Committee:

The members of the Vote Counting Committee shall be appointed by the Presidium and approved by the General Meeting.

2. Responsibilities of the Vote Counting Committee:

- The Vote Counting Committee must check the voting notes of the General Meeting, and report the results of counting voting notes to the General Meeting.
- The Vote Counting Committee must sign the minutes of counting voting notes.

The Regulations on the Working Procedures are presented at the 2019 Annual General Meeting of Shareholders of Bamboo Capital Joint Stock Company and adopted when approved by 65% of the shares with voting rights from shareholders present at the General Meeting.

The Regulations on the Working Procedures are submitted to the General Meeting of Shareholders for approval in the form of raising voting cards.

**FOR AND ON BEHALF OF
THE ORGANIZING COMMITTEE
CHAIRMAN**

(Signed & seal)

NGUYEN HO NAM