



Ho Chi Minh City, September 20, 2021

No. 32/2021/TTDH-HDQT-BCG

PROPOSAL OF SHAREHOLDERS' APPROVAL IN WRITING IN SEPTEMBER 2021

*Ref. The supplement the policy of issuing bonds to the public
and listing bonds on the securities trading system*

To: Shareholders of Bamboo Capital 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 Decree No.155/2020/ND-CP dated December 31th, 2020 detailing implementation of a number of articles of the Securities Law;
- Pursuant to Circular No.118/2020/TT-BTC dated December 31th, 2020 of the Ministry of Finance guiding a number of contents on offering, issuing securities, public offer to buy, purchase back stocks, public company registration and disqualification of a public company;
- Pursuant to the Charter of Bamboo Capital Joint Stock Company approved by the Board of Directors on August 12th, 2021 as authorized by the General Meeting of Shareholders on May 15th, 2021 (the 13th amendment);
- Pursuant to Proposal No.22/2021/TTDH-HDQT-BCG dated May 05th, 2021 of BCG BODs (“Proposal No.22”);
- Pursuant to Resolution No. 04/2021/NQ-DHDCCD-BCG dated May 05th, 2021 (“Resolution No.04”) of BCG GMS;
- Pursuant to Resolution No.43/2021/BB-HDQT-BCG dated August 08th, 2021 of the Board of Directors of BCG to implement the shareholders’ approval in writing in September 2021;

The Board of Directors (“BODs”) would like to submit to the General Meeting of Shareholders (“GMS”) of BCG for reviewing and approving supplemental plan on issuing bonds to the public as adopted by BCG GMS at Resolution No. 04/2021/NQ-DHDCCD-BCG dated May 05th, 2021 as follows:

1. Supplement contents related to bond issuance plan

- Maturity: no more than 05 years
- Principles of determination of interest rate: Fixed interest rate, floating interest rate or combined interest rate;
- Bond listing on the securities exchange system after completing each offering in accordance with the laws;

2. Supplement some contents authorized to the Company's BODs by the GMS

- To decide on amendment, supplement and adjustment of plan on bond issuance and plan on use and repayment of debts from public offering of bonds; approve bond listing on the securities exchange system adopted by the GMS, including but not limited to issuance at the management agency's request (if any), actual situation of the Company to deploy the bond issuance plan in the most effective manner, in conformity with actual operating activities of BCG, relevant laws, BCG Charter and the bond investors' benefits;
- To decide on specific time, objects to be offered, and quantity of bonds to be offered but not exceeding VND 3,000 billion as approved by the GMS at Resolution No.04 attached to Proposal No. 22;
- To make plan on use and repayment of debts from public offering of bonds to ensure conformity to the actual situation of the Company at the time of issuance.
- In the case of the offering to mobilize capital for project implementation, the GMS shall authorize the BODs to select methods to make up for deficiency, including but not limited to the following methods: issuance guarantees and bank credits ... and other methods in accordance with the law.
- To develop bond issuance plan, terms and conditions of the bonds in accordance with the laws, and fulfill the obligations of the issuer to the investors regarding the conditions for issuance and payment and ensure the investors' legitimate rights and interests and other conditions announced to the investors
- To register, deposit and list bonds on the securities exchange system after each offering in accordance with the Securities Law and the securities market.
- Depending on the specific case, the BODs shall authorize the General Director to perform one or some of the specific tasks mentioned above.
- To proactively decide on and fulfil other tasks (if any) to ensure the successful bond offering, registration and listing in accordance with the Securities Law.
- Besides the above contents of authorization, upon bond offering to the public, the GMS shall authorize the BODs to supplement, amend and complete the plan on bond issuance, plan on use and repayment of debts from public offering of bonds and plan on bond listing on the securities exchange system (including decision on contents not mentioned in the plan on bond issuance and listing) at the request of the State management agency so that the Company's capital mobilization is lawful and compliant with the laws and ensures interests of the Investors and of the Company.

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

Yours sincerely,

Recipients:

- General Shareholders Meeting;
- Archives: Office of the Board of Directors;

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

(Signed & sealed)

Nguyen Ho Nam