



Ho Chi Minh City, September 20, 2021

PROPOSAL OF SHAREHOLDERS' APPROVAL IN WRITING IN SEPTEMBER 2021

*Ref. The amendment of and supplement
to the Charter of Bamboo Capital Joint Stock Company (14th amendment)*

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 31st, 2020 detailing implementation of a number of articles of the Securities Law;
- Pursuant to Circular No.96/2020/TT-BTC dated November 11th, 2020 of the Ministry of Finance guiding information disclosure on the securities market;
- Pursuant to Circular No.116/2020/TT-BTC dated December 31th, 2020 of the Ministry of Finance guiding a number of articles of corporate governance applied to the 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 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) of Bamboo Capital Joint Stock Company would like to submit to the General Meeting of Shareholders (GMS) for reviewing amendments of and supplements to the Charter of Bamboo Capital Joint Stock Company 13th approved on 12/08/2021 with the following contents:

Based on the actual situation and the applicable Charter, the terms of reference between articles of the new Charter will be revised under the amended chapters, articles and clauses and conform to structure and contents under the Law on Enterprise as follows:

1. Amendments and supplements:

No.	Contents of the applicable Charter	Amendments of and supplements to new Charter	Reasons for amendment, supplement and deletion
1	Article 1. Interpretations – Clause 1, paragraph f		
	f. “Managers” mean Chairman of the Board of Directors (BODs), members of the BODs, General Director, executive managers appointed by the BODs and Chief Accountant.	f. Managers” mean Chairman of the Board of Directors (BODs), members of the BODs, General Director, <i>executive managers appointed by the BODs</i> and Chief Accountant.	Conform to the Law on Enterprise 2020
2	Article 2. Name, form, head office, legal representative, branches, representative offices, business places and operating period of the Company – Clause 4		
	4. Chairman of the BODs is the Company’s legal representative.	4. Chairman of the BODs <i>and General Director are</i> the Company’s legal representative.	Conform to and meet actual requirements
3	Article 3. Business objectives of the Company – Clause 1		
	1. Business lines of the Company ...	1. Business lines of the Company (Enclosed annex of business lines)	Conform to Proposal No.33/2021/TTD H-HDQT-BCG dated 21/09/2021 if the GMS approves.
4	Article 12. General Meeting of Shareholders (GMS) – Clause 1		
	1. The GMS shall be the highest decision-making authority of the Company and all shareholders with voting rights shall attend the General Meeting. The annual General Meeting shall be convened once a year and with four (04) months from the end of the fiscal year; or may be extended for no more than six (06) months from the end of the financial year, if the business registration agency approves at the BODs’ request.	1. The GMS shall be the highest decision-making authority of the Company and all shareholders with voting rights shall attend the General Meeting. The annual General Meeting shall be convened once a year and with four (04) months from the end of the fiscal year; <i>in necessary case, the BODs shall make decision on extension of the annual general meeting of shareholders for no more than</i>	Conform to the Law on Enterprise 2020

No.	Contents of the applicable Charter	Amendments of and supplements to new Charter	Reasons for amendment, supplement and deletion
		<i>06 months from the end of the financial year.</i>	
5	Article 17. Conditions to organize the General Meeting and prepare the minutes of the General Meeting – Clause 1		
	1. The Chairman of the BODs as chairman of the General Meeting or chairman voted by the GMS shall nominate one (01) secretary to prepare the minutes of the General Meeting.	1. The Chairman of the BODs as chairman of the General Meeting or chairman voted by the GMS shall <u>nominate one or more secretaries</u> to prepare the minutes of the General Meeting.	Conform to and meet actual requirements.
6	Article 18. Authority and procedures for collection of shareholders' written opinions in order to pass decisions of the General Meeting of Shareholders		
	No regulation	<u>Supplement:</u> <i>Upon voting, a shareholder may vote through written form or electronic form. If it considers necessary, the person convening the General Meeting shall be entitled to deploy one of the above forms or combine both forms or collect other shareholders' opinions in the principle of conforming to actual situation, complying with the laws and the Charter and ensure publicity and transparency as well as the shareholder's legitimate rights and interests.</i>	Conform to and meet actual requirements.

2. Effect of the amended and supplemented Charter:

- The remaining articles remain unchanged.
- The Charter of Bamboo Capital Joint Stock Company (14th amendment) is valid when the Resolution of the General Meeting of Shareholders is approved through collecting the written opinions in September 2021.

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

ANNEX TO UPDATED BUSINESS LINES

(Enclosed to Proposal No.34/2021/TTĐH-HDQT-BCG dated 21/09/2021)

No.	Name of business lines	Code
1	Sawmilling, planning and preserving of wood (not operating in the head office).	1610
2	Manufacture of veneer, plywood and veneer panels (not operating in the head office).	1621
3	Manufacture of builders' carpentry and joinery (not operating in the head office).	1622
4	Other retail sale of new goods in specialized stores Details: Retail sale of fertilizer	4773
5	Commission agents for automobiles and other motor vehicles	4513
6	Mining of iron ores (not operating in the head office)	0710
7	Mining of uranium and thorium ores (not operating in the head office)	0721
8	Mining of other non-ferrous metal ores (not operating in the head office)	0722
9	Quarrying of stone, sand, gravel and clay (not operating in the head office)	0810
10	Wholesale of food Details: Wholesale of milk and dairy products, confectionery, grain mill products, starch products, coffee and cacao (except for not distributing goods that the economic organization has foreign investors not entitled to distribute the goods as stipulated by the laws from time to time) (not operating in the head office)	4632
11	Wholesale of motor vehicles	4511
12	Wholesale of construction materials, equipment and supplies Details: Wholesale of wood, bamboo in the rough; wholesale of products of primary processing of wood; wholesale of construction materials;	4663
13	Trade promotion (not operating in Ho Chi Minh City) (without conducting fire and explosion effects and using explosives, combustibles and	8230

No.	Name of business lines	Code
	chemicals as properties and instruments for arts programs, events and films and movies)	
14	Wholesale of other machinery and equipment Details: Wholesale of other machinery and equipment (except for not distributing goods that the economic organization has foreign investors not entitled to distribute the goods as stipulated by the laws from time to time)	4659
15	Computer programming	6201
16	Computer consultancy and computer system management	6202
17	Other information technology and computer service activities	6209
18	Repair of computers and peripheral equipment (except for mechanical processing, waste recycling and electroplating in the head office)	9511
19	Data processing, hosting and related activities	6311
20	Trading of own or rented property and land use rights Details: Trading of real estates (except for not “investing in construction of cemeteries to transfer the right to use land where infrastructure is located”)	6810
21	Other specialized wholesale not elsewhere classified Details: Wholesale of latex rubber and fertilizers (not operating in the head office); Wholesale of pesticides, fertilizers and other agricultural chemicals	4669
22	Manufacture of prepared feeds for livestock, poultry and aquatic animals (not operating in the head office)	1080
23	Wholesale of parts and accessories for motor vehicles and other motor vehicles	4530
24	Sale of motorcycles	4541
25	Wholesale of parts and accessories for motor vehicles and other motor vehicles	4543
26	Renting of motor vehicles Details: Renting of automobiles	7710
27	Maintenance and repair of automobiles and other motor vehicles (except for mechanical processing, waste recycling and electroplating in the head office)	4520

No.	Name of business lines	Code
28	Maintenance and repair of motorcycles (except for mechanical processing, waste recycling and electroplating in the head office)	4542
29	Activities auxiliary to financial service activities not elsewhere classified Details: Investment consultancy activities (except for financial, accounting and legal consultancy)	6619
30	Management consultancy services (except for financial, accounting and legal consultancy)	7020 (Chính)
31	Site preparation	4312
32	Other construction installation (except for mechanical processing, waste recycling and electroplating in the head office)	4329
33	Building completion and finishing	4330
34	Other specialized construction activities	4390
35	Demolition	4311
36	Retail sale of small cars (with 9 or fewer seats)	4512
37	Wholesale of textiles, clothing and footwear	4641
38	Commission agents, brokers and auction agents Details: Commission agents and brokers (except for not distributing goods that the economic organization has foreign investors not entitled to distribute the goods as stipulated by the laws from time to time)	4610
39	Construction of residential buildings	4101
40	Construction of non-residential buildings	4102
41	Construction of railways	4211
42	Construction of roads	4212
43	Construction of other utility projects	4229
44	Construction of other civil engineering projects	4299
46	Manufacture of knitted and crocheted and other non-woven fabrics	1391
47	Manufacture of carpets and rugs	1393

No.	Name of business lines	Code
48	Electric power generation Details: Solar power and wind power (except for Electric power transmission, national load dispatch and management of distribution grid, multi-purpose hydroelectricity and nuclear power)	3511
49	Electric power transmission and distribution Details: Sale of electricity to the user (except for Electric power transmission, national load dispatch and management of distribution grid, multi-purpose hydroelectricity and nuclear power)	3512
50	Short term accommodation activities Details: Hotels; resort hotels; suite/apartment hotels; motels; guesthouses	5510
51	The enterprise must comply with the laws on land, construction, fire safety and environmental protection and other applicable laws and business conditions for conditional business lines.	The business lines have not matched the economic industry system of Vietnam