



Ho Chi Minh City, 12th June, 2020

PROPOSAL

***Ref. Establishing the Permanent Board of Directors term of 2020-2025
and Authorization to the Permanent Board of Directors***

To: Shareholders of Bamboo Capital Joint Stock Company

- Pursuant to the Law on Enterprises No. 68/2014/QH13 dated November 26, 2014 of the Socialist Republic of Vietnam;
- Pursuant to Securities Law No. 70/2006/QH11 dated June 29, 2006 of the National Assembly; Law amending and supplementing some articles of the Securities Law No. 62/2010/QH12 dated November 24, 2010;
- Pursuant to the Charter of Bamboo Capital Group (BCG) approved by the General Meeting of Shareholders on May 27, 2020 (the 7th amendment);

Within the term of 2015-2020, the Permanent Board of Directors have fulfilled their obligations and duties assigned by the Resolution approved at the 2016 Annual General Meeting of Shareholders.

Organizational structure of the Board of Directors (BOD) in the term of 2020-2025 will be participated with the BOD's independent members and those who are foreigners residing in other countries and territories.

For promptly deciding issues arising from the Company's activities within the authority of the BOD, the BOD would like to propose the General Meeting of Shareholders for consideration and approval of the establishment and operation of the Permanent BOD. The Permanent BOD shall on behalf of the Company resolve and approve the day-to-day issues within the BOD's authority or issues arising in the regular or extraordinary meetings.

1. Number of Permanent Board of Directors: 05 people

Based on Proposal No. 20/2020/TTDH-HDQT-BCG dated June 25, 2020 on the List of candidates to the Board of Directors and the Supervisory Board for the term of 2020-2025, if approved and based on the results of the election result, the first meeting of the Board of Directors will elect 05 Permanent Members of BOD.

2. Powers and duties of the Permanent Board of Directors:

- Take responsibility before the BOD for its decisions and resolutions issued;
- Have full rights to decide the contents within the authority of the BOD, except for those within the authority of the General Meeting of Shareholders;
- The resolutions and decisions of the Permanent BOD are as valid as the resolutions and decisions of the BOD and are only approved if they are agreed by 4/5 attending Permanent Members of BOD with voting right, including written vote and vote by proxy;
- Permanent BOD shall report the resolutions and decisions passed by the Permanent BOD to all members of the BOD of Bamboo Capital Joint Stock Company.

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

Yours sincerely,

Recipient:

- General Meeting of Shareholders;
- Filed: BOD's Office.

**FOR AND ON BEHALF OF
BOARD OF DIRECTORS
CHAIRMAN**

(Signed & sealed)

Nguyen Ho Nam