



**REPORT
ON THE SUPERVISORY BOARD’S OPERATION IN 2019,
TERM OF 2015-2020 AND PLAN FOR 2020, TERM OF 2020-2025**

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. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam dated November 26, 2019;
- Pursuant to the Charter of Bamboo Capital Joint Stock Company (BCG) approved by the General Meeting of Shareholders on May 27, 2020 (the 7th amendment));

The Supervisory Board of Bamboo Capital Joint Stock Company represents the General Meeting of Shareholders its operation inspection and supervision results in 2019 and operation summary of the Supervisory Board in term of 2020-2025 as follows:

I. SUPERVISORY BOARD’S OPERATION IN 2019 AND TERM OF 2015-2020:

1. Personnel:

The General Meeting of Shareholders of Bamboo Capital Joint Stock Company dated April 15, 2015 elected the Supervisory Board in the term of 2015-2020 including 03 members. From 2015 to the end of the term, members of the Supervisory Board have changed from time to time in accordance with the Company Charter’s capital structure and organizational structure of the Company.

The personnel data of the Supervisory Board in the term 2015-2020 is as follows:

No.	Term of 2015-2020	Quantity	Members of the Supervisory Board
1	In 2015	03	1. Mr. Dinh Hoai Chau, Head 2. Mr. Bui Thanh Lam, Member 3. Mrs. Le Thi Mai Loan, Member
2	In 2016	03	1. Mr. Dinh Hoai Chau, Head 2. Mr. Bui Thanh Lam, Member <i>(Resign according to the Resolution of the General Meeting of Shareholders dated 05/04/2016)</i> 3. Mrs. Dao Thi Thanh Hien, Member <i>(Additionally elected for replacing Mr. Bui Thanh Lam according to the Resolution of the AGM dated 05/04/2016)</i>

			4. Mrs. Le Thi Mai Loan, Member
3	In 2017	04	<ol style="list-style-type: none"> 1. Mr. Dinh Hoai Chau, Head 2. Mrs. Dao Thi Thanh Hien, Member 3. Mrs. Le Thi Mai Loan, Member 4. Mr. Tan Bo Quan Andy <i>(Additionally elected according to the Resolution of the General Meeting of Shareholders dated 26/05/2017)</i>
4	In 2018	03	<ol style="list-style-type: none"> 1. Mr. Dinh Hoai Chau, Head 2. Mrs. Dao Thi Thanh Hien, Member <i>(Resign according to the Resolution of the General Meeting of Shareholders dated 19/06/2018)</i> 3. Mrs. Le Thi Mai Loan, Member <i>(Resign according to the Resolution of the General Meeting of Shareholders dated 19/06/2018)</i> 4. Mr. Tan Bo Quan Andy 5. Mr. Duong Duc Hung <i>(Additionally elected according to the Resolution of the General Meeting of Shareholders dated 19/06/2018)</i>
5	In 2019	03	<ol style="list-style-type: none"> 1. Mr. Dinh Hoai Chau, Head 2. Mr. Tan Bo Quan Andy <i>(Resign according to the Resolution of the General Meeting of Shareholders dated 10/05/2019)</i> 3. Mr. Duong Duc Hung <i>(Resign according to the Resolution of the General Meeting of Shareholders dated 10/05/2019)</i> 4. Mr. Nguyen Hai Dang <i>(Additionally elected according to the Resolution of the General Meeting of Shareholders 10/05/2019)</i> 5. Mr. Nguyen Viet Cuong <i>(Additionally elected according to the Resolution of the General Meeting of Shareholders 10/05/2019)</i>

2. Operations of the Supervisory Board:

- Supervise the compliance of the Board of Directors (Board of Directors), Board of Management (BOM) with the law and the Company's charter in the management of the Company.
- Supervise the implementation of the Resolution approved by the Annual and Extraordinary General Meeting of Shareholders.

- Propose to select an independent auditing firm to audit the annual financial statements, including the review period of semi-annual financial statements and financial statements at the end of the fiscal year.
- Implement the operation inspection and supervision of the BOD and BOM in the direction of companion. Attend and follow up the Board of Directors' meeting agenda for the efficiency supervision.
- Inspect the rationality, legality and honesty in management and administration of business activities as well as in the organization of accounting, statistics and preparation of financial statements.

II. SUPERVISION RESULTS IN 2019 AND TERM OF 2015–2020:

1. Supervision results in implementation of the Resolution of the General Meeting of Shareholders in the term 2015-2020:

- The Board of Directors and the Directors shall follow the proposals approved by the Annual General Meeting of Shareholders, such as profit distribution or profit non-distribution plan, dividend payment, remuneration, and selection of auditing firm.
- Investment, divestment, borrows, loans, purchase and sales of assets are subject to the approval authority, complying with the internal rules and regulations.
- Business and production plan, financial situation are in annual effective growth.
- Financial indicators, business performance indicators reflect the growth in the term of 2015-2020: *See Appendix 1 and Appendix 2 attached.*
 - Net revenue from sales of goods and services increases from VND 975.04 billion in 2015 to VND 1,575.88 billion in 2019, 1.62 times higher than in 2015.
 - Profit after tax increases from VND 52.42 billion to VND 140.52 billion in 2019, 2.68 times higher than 2015.
 - In 2019, the charter capital is VND 1,080.06 billion (2.65 times higher than in 2015). The charter capital remains stable since 2016 until now, but the equity in 2019 increases up to VND 1,624.53 billion (3.19 times in 2015) as at December 31, 2019.

Assets in the term of 2015-2020 especially quickly increase from VND 880.65 billion to VND 7,254.65 billion as at December 31, 2019 (8.24 times higher than in 2015), an increase of **VND 6,374.00 billion** in 5 years.

2. Supervision results of business activities in 2019 and the term 2015-2020:

Through the supervision results of the organization of production and business activities, evaluation of the 2019 business report and reports for the term of 2015-2020 of the Company, the Supervisory Board unanimously assesses: In the context of asset and human resources cope with many difficulties and fierce competition in the market, the Board of Directors and the Management have provided the proper, timely solutions, in co-ordination with the team of the Company's officials and employees to complete its business tasks well.

- The group currently engages in in 4 key fields of *Production & Agriculture, Construction & Trading, Infrastructure & Real Estate, Renewable Energy* with nearly 30 affiliates and associated companies. It can be said that in the term of

2015-2020, the Company's appearance has developed, the governance model of Bamboo Capital Group has been clearly shaped with specific development strategies for each industry and field of activity. With the prospect of becoming a leading *Renewable Energy* developer in Vietnam on the basis of sustainable development of *production - agriculture, trade, infrastructure construction and real estate*, the Supervisory Board assessed that this is a great and feasible vision and can be implemented in the new term with the talented leadership of the Board of Directors in coordination of personnel, financial management, brand development, systematic construction within and outside the enterprise, managing the optimal direction of asset use.

- Current production and agriculture activities are restructured and developed stably with affiliates such as Nguyen Hoang Company (***with sales of VND 118.68 billion in 2019***) and Thanh Phuc Joint Stock Company (***with sales of VND 41.93 billion in 2019***) with quality wooden products exported to major markets such as the United States, Japan, Australia, Singapore, and Europe. Vina Cafe Dalat Joint Stock Company with delicious Cafe products, the Cafe brand is being built well such as Cafe “**Dr. Nam**”. Tapiotek Joint Stock Company gained good sales (net revenue at VND 192.74 billion) with natural tapioca products, sweet potato starch ???, modified starch, starch products with quality recognized for export to Japan, Korea, China, Indonesia, Philippines, etc.
- Construction and trade activities are stable development in the ecosystem of the development of BCG's investment areas in real estate, infrastructure and real estate. Tracodi (*consolidated net revenue in 2019 reached VND 1,701,004 billion*) is determined to receive the task of developing infrastructural construction and commercial activities. Tracodi has currently been implementing and successfully operating many large projects such as DT 830 & 824, Casa Marina, Malibu Hoi An, BCG-CME Long An 1 40MW Energy Project, 100MW Gaia Energy Project, etc.
- Real estate investment and infrastructural construction are successful with projects such as Provincial Road 830 and 824 (BOT), Casa Marina Resort, Malibu Hoi An, King Crown Village, Pegas Nha Trang, etc. BCG Land is in charge of real estate development.
- Outstanding projects in the renewable energy segment are: BCG - CME Long An 1, Gaia, DINSEN, Soc Trang Wind Power, etc. developed by BCG Energy.
- In addition to the above activities, quarrying activities always play an important role of the Group, bringing good sales and profits to the company, continuing to maintain stability, reaching sales and after-tax profit in 2019 is VND 476.35 billion of sales and VND 41.07 billion, respectively.

3. Assessment of the company's financial situation in 2019:

- The Supervisory Board agreed the contents of the 2019 financial statements prepared by the Board of Management and the Accounting Department of the Company.
- The financial statements give a true and fair view of the financial situation as at December 31, 2019, financial performance and cash flows for the fiscal period from January 01, 2019 up to December 31, 2019 in accordance with the regulations of the current accounting system. The accounting complies with the Law on accounting and its guiding documents.

Basic targets implemented in 2019 according to the consolidated financial statements are as follows:

- + In terms of the business results in 2019: *See Appendix 3 enclosed.*

Business results in 2019 has been growing. Notably, net revenue from sales of goods and services reached VND 1,575.88 billion, an increase of VND 462.56 billion compared to 2018, equivalent to 41.5%. Profit after tax in 2019 is VND 140.52 billion, an increase of 129.20 billion VND (an increase of 1,140.7% compared to 2018).

- + In terms of assets and capital resources of the Company as at December 31, 2019: *See Appendix 4 enclosed.*

Total assets and capital resources increase by VND 1,934.02 billion compared to the beginning of 2019. Assets' increase is mainly due to non-current assets equivalent to VND 1,602.51 billion, current assets increase by VND 331.51 billion. Capital resources' increase is mainly due to non-current liabilities increase by VND 1,482.42 billion, current liabilities increase by VND 234.78 billion, equity increases by VND 216.82 billion. In observation of asset indexes, capital resources have significant growth compared to the end of 2018 that is a good signal for the next strong development period. By supervision, the Supervisory Board find that the decisions of the Board of Directors and the Board of Management related to assets and capital resources such as investment, capital contribution, divestment, borrowing, liabilities, trading in assets, goods and services are within the authority and in accordance with the business strategy approved by the General Meeting of Shareholders.

4. Results of operation supervision of the Board of Directors and the Board of Management in the term 2015-2020:

- The Board of Directors has maintained scheduled and unscheduled meetings in the form of centralization or approval in writing to adopt Resolutions. Decisions on issues within its authority are in accordance with the Company's Charter and the law.
- The Supervisory Board assessed that the Board of Directors' operations are always completed in accordance with the provisions of the law and the Company's Charter, promptly responding to the requirements of the Company's production and business activities. Resolutions and Decisions of the Board of Directors are issued in the correct order, with proper authority and in compliance with legal grounds as prescribed by law.
- The Board of Management and managerial officials always take best efforts in their management to stabilize the organization and maintain more effectively the company's production and business.
- The departments are always trying to complete the tasks. At present, perform well the regime of monthly or weekly reports depending on the situation to update the situation to the Management. The style of work is professional, creative, quick.
- Weaknesses and shortcomings are constantly overcome, aiming to build and develop the Company's resources.
- The Supervisory Board highly appreciates the efforts of the Management in organizing the implementation of business activities, well implementing the Resolutions of the Board of Directors.

- Decisions of the Board of Directors within its authority as prescribed in the Company's Charter. In the process of business management, the Board of Directors has timely reports to the Board of Directors in order to have appropriate direction.

5. Results of coordinating activities among the Supervisory Board and the Board of Directors, General Director and shareholders:

- The Supervisory Board finds that members of the Board of Directors and the Board of Management always create favorable conditions for the Supervisory Board to complete the tasks assigned by the shareholders.
- The Supervisory Board has jointly participated in the Board of Directors' meetings to carry out the supervision and direct comments on issues within the Supervisory Board's authority.
- The Board of Directors, the Supervisory Board, and the Board of Management are always ready to coordinate with shareholders in the spirit of the current Law on Enterprises to resolve concerns of shareholders. Maximum support for information needs to shareholders through information disclosure, media activities, events or direct communication to the shareholders required.

IV. RECOMMENDATIONS OF THE SUPERVISORY BOARD

From researches, looking-up and supervision, the Supervisory Board would like to recommend the Board of Directors and the Board of Management as follows:

- Regularly monitor the macroeconomic situation, consider and analyze the impact of microeconomic changes on businesses to have flexible and effective solutions in implementing activities and business plan.
- Periodically synthesize, analyze and evaluate the environmental impacts within the enterprise on the strategy to timely adjust in accordance with the business strategy.
- Develop a strategy on personnel training, build the Company's brand through individual brand construction, the media, internet, associations.
- Continue to review and consolidate the organizational structure, improve personnel and expertise in accordance with production and business requirements and requirements of the state management agencies.
- Regularly encourage and foster the spirit of officials and employees to have creativity and breakthrough in the thinking of each individual and organization in order to have the best solution in each activity at all levels of administration for the effective use and development of resources.
- Regularly re-evaluate the investments in terms of efficiency to adjust business activities and achieve the objective of optimal profitability related to investment activities.
- Control the debt collection on time to avoid the loss of resources, ensure proactive financial resources, good liquidity, and help stabilize the production and business activities.

V. OPERATION PLANS OF THE SUPERVISORY BOARD FOR THE TERM OF 2020-2025:

With the purpose of implementing effectively the Company's annual strategic objectives and specific business objectives, the Supervisory Board strives to perform well the functions and tasks approved by the Company's Charter, Resolutions of the General Meeting of Shareholders, towards the best control of risks inside or outside the company. Advising the Board of Directors and the Board of Management on necessary professional ideas, in order to improve the efficiency of using the company's capital and assets.

The Supervisory Board will annually have a specific plan to carry out the supervision and inspection according to the tasks approved by the Company's Charter and the Resolution of the General Meeting of Shareholders:

- Review the annual business plan and advise when necessary with the Board of Directors and the Directors.
- Supervise the activities of the Board of Directors, the Board of Management in compliance with the Law and Resolutions of the General Meeting of Shareholders.
- Periodically review and inspect the implementation of production and business activities of the Board of Directors, the Board of Management in implementing the business strategy.
- Evaluate the quarterly financial statements, semi-annual financial statements, annual financial statements.
- Participate, discuss with the auditing firm on the issues related to auditing the annual financial statements to solve such issues.
- Inspect and supervise the compliance with the system of legislative documents, especially the Regulations on Organization and Operation and Financial Regulations of the Parent Company and Member Companies.
- Review and inspect the compliance with the resolutions and the law on accounting for the accounting and preparation of annual financial statements.
- Regularly update new knowledge on corporate governance, risk management, knowledge of new law on enterprises. Update and add knowledge about tax, accounting, finance to have the most profound knowledge for the inspection and supervision.
- Research and advise the Board of Directors, the Board of Management as necessary for the best management of business risks.

Above is the report of the Supervisory Board of Bamboo Capital Joint Stock Company performed in 2019, summarizing the Supervisory Board's operations in the term of 2015-2020 and implementation plan of the tasks for the term of 2020-2025.

Sincerely yours.

Recipient:

- As above;
- Board of Directors;
- Board of Management;
- Accounting Department;
- Filed: BOS, BOD's Office.

**FOR AND ON BEHALF OF
SUPERVISORY BOARD
HEAD OF BOARD**

(Signed & Sealed)

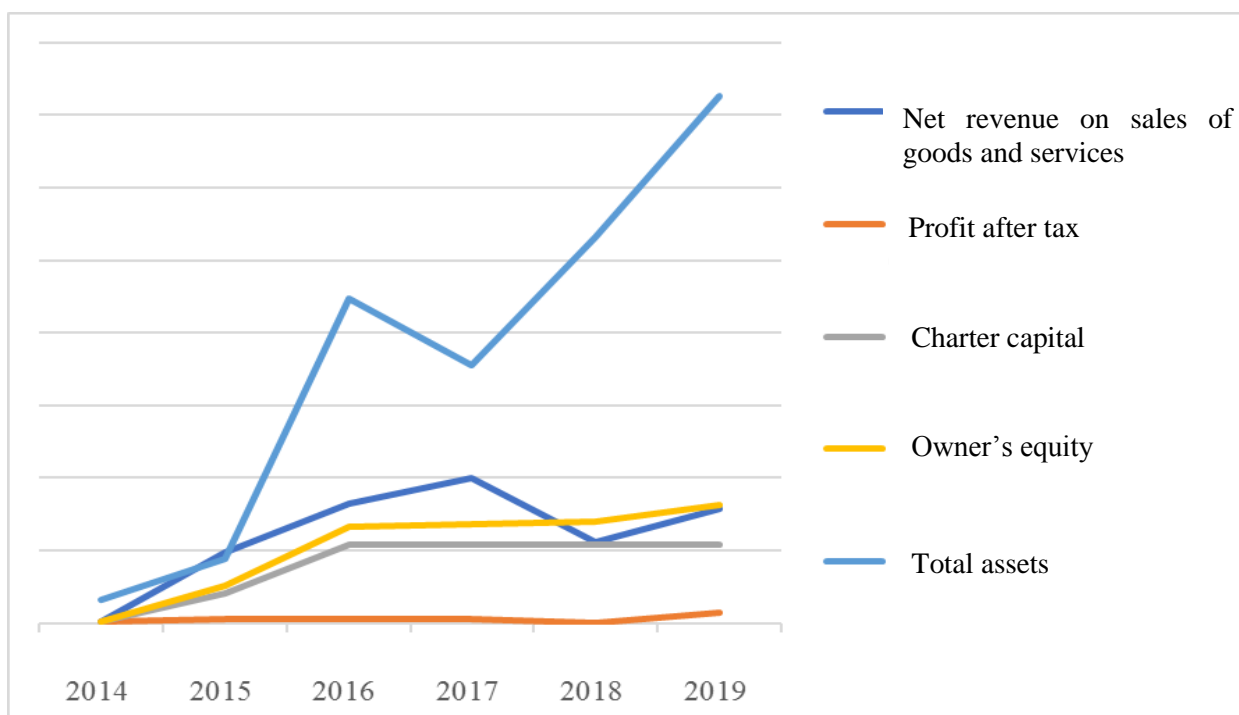
Dinh Hoai Chau

Appendices attached to the Report of the Supervisory Board submitted to the Annual General Meeting of Shareholders of Bamboo Capital Joint Stock Company in 2020

Appendix 1: Some financial indicators in the term of 2015-2020

Financial position in term of 2015 - 2020					Unit: million VND	
Items	2014	2015	2016	2017	2018	2019
Net revenue from sales of goods and services (DTT)	17,395	975,042	1,648,405	1,990,884	1,113,321	1,575,879
<i>Net revenue compared to the same period of preceding year</i>		5605.4%	169.1%	120.8%	55.9%	141.5%
Profits after tax	18,952	52,416	62,042	59,668	11,326	140,522
Charter capital	21,600	407,000	1,080,058	1,080,058	1,080,058	1,080,058
<i>Charter capital compared to the same period of preceding year</i>		1884.3%	265.4%	100.0%	100.0%	100.0%
Owner's equity	21,618	509,437	1,321,888	1,357,349	1,407,712	1,624,528
<i>Owner's equity compared to the same period of preceding year</i>		2356.6%	259.5%	102.7%	103.7%	115.4%
Total assets	318,897	880,646	4,470,873	3,548,052	5,320,626	7,254,645
<i>Total assets compared to the same period of preceding year</i>		276.2%	507.7%	79.4%	150.0%	136.3%
Return on Equity		12.9%	5.7%	5.5%	1.0%	13.0%

Appendix 2: Chart on the growth of assets, capital resources and business results in term of 2015-2020



Appendix 3: Business results in 2019 compared to 2018.

<i>Business results in 2019 compared to 2018</i>			Unit: Million dong	
Item	2018	2019	Change	% of change / 2018
Net revenue from sales of goods and services	1,113,321	1,575,879	462,558	41.5%
Cost of goods sold	881,947	1,296,836	414,889	47.0%
Gross profits	231,374	279,043	47,670	20.6%
Revenue on financial activities	208,628	327,475	118,846	57.0%
Financial expenses	224,878	185,468	(39,410)	-17.5%
Gains/ losses in joint venture. associates	(3,808)	15,980	19,788	-519.7%
Selling expenses	64,444	71,375	6,932	10.8%
General and administration expenses	105,832	176,125	70,294	66.4%
Net profits from operating activities	41,041	189,529	148,488	361.8%
Other income	4,373	8,998	4,625	105.8%
Other expenses	9,812	6,193	(3,619)	-36.9%
Gross accounting profits before tax	35,602	192,334	156,732	440.2%
Profits after tax	11,326	140,522	129,196	1140.7%

Appendix 4: Assets and capital resources in 2019 compared to 2018

<i>Summarized Balance sheet in 2019</i>			Unit: Million dong	
Items	01/01/2019	31/12/2019	Change	% of change /beginning of the year
Current assets	1,955,682	2,287,190	331,507	17.0%
Non-current assets	3,364,943	4,967,455	1,602,512	47.6%
Total assets	5,320,626	7,254,645	1,934,019	36.3%
Current liabilities	2,883,523	3,118,306	234,783	8.1%
Non-current liabilities	1,029,392	2,511,811	1,482,420	144.0%
Owner's equity	1,407,712	1,624,528	216,816	15.4%
Total owner's equity	5,320,626	7,254,645	1,934,019	36.3%