THANH THANH CONG – BIEN HOA JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Tay Ninh, … … … … … … … 2020

THE WORKING REGULATION ON ORGANIZATION
ANNUAL GENERAL MEETING OF SHAREHOLDERS
FOR THE FISCAL YEAR 2019 - 2020

This regulation is specified the rights and obligations of shareholders, attendees and the parties participating in the meeting; regulations on conditions and procedures for the Annual General Meeting of Shareholders ("**AGM**"); voting procedure.

Article 1. The principles of The AGM working

1. To Ensure the principle of publicity, fairness and democracy.
2. For the benefits of shareholders and to meet the sustainable development demands of Thanh Thanh Cong - Bien Hoa Joint Stock Company (TTC-BH).

Article 2. The Conditions of attending the AGM.

The Ordinary shareholders or authorized representatives of Ordinary shareholders named in the list at the closing date of the meeting have the right to directly attend the AGM or authorize others to attend the AGM.

Article 3. The Order of the AGM

1. All shareholders come to attend the AGM in polite costumes.
2. Shareholders attending sit in the right area arranged by the AGM Organizing Committee.
3. Smoking is not allowed in the Meeting hall.
4. Private talk or smartphone is not allowed during the AGM. All of mobile phones must be switched to silent mode.

Article 4. The rights and obligations of shareholders or authorized representatives

1. To vote on all the matters of the AGM in accordance with the Charter of TTC-BH and the provisions of law.
2. Have the right to speak directly at the AGM or write opinions in opinion papers and send them to the AGM Organizing Committee for resolution. The written opinions as valuable as direct comments at the AGM.
3. When there is a demand to speak directly at the meeting hall, shareholders or authorized representatives register with the AGM Organizing Committee; When invited to speak, the shareholder clearly states his/her name and presents the content to be said. The content of the speech should be short and focused on the matter approved by the Meeting. The Meeting

Chairperson will arrange for shareholders to speak in the order of registration, and answer questions of shareholders.

4. When shareholder or authorized representative are attending the meeting, brings his/her ID card or other personal papers, confirmation of attendance or power of attorney (if any) to perform the posting procedure and check shareholder status, receive voting cards and/or voting papers.
5. Shareholders or authorized representatives are obliged to attend the meeting on time. In case of late arrival, still be allowed to attend and vote immediately, but the Meeting Chairperson is not responsible for stopping the Meeting and the effectiveness of the voting conducted previously will not be affected.
6. To comply with the direction of the Meeting Chairperson and the AGM Organizing Committee; ensure order in the Meeting.

Article 5. The rights and obligations of the Shareholder's Eligibility Verification Committee

1. The Shareholder's Eligibility Verification Committee is established by decision of the TTC-BH's Board of Directors. The Shareholder's Eligibility Verification Committee has the rights and obligations:
   a) To check the eligibility of Shareholders or authorized representatives;
   b) To check the ID card or other personal papers confirmation of attendance or power of attorney (if any) of Shareholders or authorized representatives;
   c) To ensure Shareholders or authorized representatives have the documents of the meeting, the Voting Cards/Voting Papers;
   d) To report to the AGM result of verification the eligibility of Shareholders attending the Meeting;
2. The Shareholder's Eligibility Verification Committee has the right to set up an assisting body to fulfill its duties.

Article 6. The rights and obligations of the Voting Counting Committee

1. The Voting Counting Committee nominated by the Meeting Meeting Chairperson and approved by AGM. The Voting Counting Committee has the rights and obligations:
   a) To Instruct on how to use the voting cards and/or the voting papers;
   b) To check, count the voting cards and/or the voting papers;
   c) To Sum up and announce voting results of each matter.
2. The Meeting Chairperson can establish an assisting body for the Voting Counting Committee to complete its duties.

Article 7. The rights and obligations of the Meeting Presidium and The Secretariat

1. The AGM elects the Meeting Presidium to control the Meeting.
2. The rights and obligations of the Meeting Presidium:

a) To execute the operations of the Meeting according to the ratified agenda, the regulation which approved by AGM. The Meeting Presidium carries out its based on the rules of democratic centralization and decision by majority.

b) To instruct the Meeting on how to conduct the discussion and take voting opinions on the matters in the agenda of the Meeting and other relevant matters during the course of the Meeting.

c) The Meeting Chairperson has the right to suspend the AGM with the full number of registered participants as prescribed to another time or change the meeting location in the following cases:

(i) The meeting venue does not have enough seats for all attendees;

(ii) Information at the meeting is not enough for participants to participate discuss and vote;

(iii) Some participants obstruct, disturb the order or there is a risk that the meeting is not conducted in a fair and legal manner.

d) Settling arising problems (if any) during the meeting.

e) Decisions of the Meeting Chairperson on the order, procedures or events arising outside the agenda of the Meeting will be of the highest judgment.

3. The rights and obligations of the Secretariat

a) To record fully, honestly contents of The Meeting and the matters approved by the shareholders, including those still reserved at the meeting;

b) To receive the opinions from the Shareholders;

c) To write the Meeting's minutes and Resolutions on the matters approved at the meeting;

d) Other tasks as assigned by the Meeting Chairperson.

Article 8. Procedure of the meeting

1. The AGM shall be conducted when number of Shareholders and authorized representatives represents at least 51% of voting shares.
2. Conduct for the AGM:

a) The meeting will discuss and approve the contents stated in the agenda of the AGM;

b) The Resolution of AGM is approved when the number of shareholders representing at least 51% of the total votes of all Shareholders attending the meeting approves, except for the cases defined in point c, this clause.

c) For decisions on the following matters, there must be at least 65% of the total number of votes of all shareholders directly attending or their authorized representative approving:

i. Deciding on the type of shares and the total number of shares of each type to be offered for sale;

ii. Changing business lines and fields of business;

iii. Organizing and dissolving the Company; changing the organizational structure of the company.

iv. Deciding on investment or sale of assets equal to or greater than 70% of the total value of assets recorded in the latest audited financial statement of the Company.

3. Minutes of the General Meeting of Shareholders: All contents at the meeting must be recorded in the minutes by the Secretariat. The minutes are made and approved before the meeting is closed and will be kept according to regulations.
4. To ensure the percentage of voting, during the meeting, the shareholders limit going out, in case shareholders wishing to go out, they must perform the procedure to authorize the Meeting Chairperson on behalf of the shareholders attend and vote at the AGM, in case of not performing the authorization, it is considered that by default to agree to the Meeting Chairperson of the delegation to vote for him/her at the AGM.

Article 9. Voting on matters of the AGM

1. All matters of the Meeting are approved by taking the public voting opinions of all shareholders by voting card (except matters are approved by confidential voting). Each shareholder attending the meeting will be issued with voting cards and/or voting papers. Voting cards and/or Voting papers with registration number, full name of shareholder, full name of authorized representative and number of votes of such shareholder.
2. Shareholders vote by closing the voting cards publicly or selecting voting opinions in the voting paper in the form of confidential voting.
3. Shareholders and representatives of Shareholders who have the right to attend the AGM have the right to vote on matters under the authority of the AGM, voting rights corresponding to the number of shares owned and the number of authorized shares.
4. The meeting discussed and voted on each matter in the agenda. Voting is conducted by determining the number of votes in agree, then determining the number of votes disagree, and finally determining the number of votes with no opinion. The vote counting results were prepared and announced right before the closing of the meeting.

FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN

HUYNH BICH NGOC