THANH THANH CONG – BIEN HOA JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Tay Ninh, 15 October 2020

PROPOSAL NO. 06

ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2019 - 2020

(Regarding the private placement of common shares)

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Enterprise Law No. 68/2014 / QH13 issued by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014 and guiding documents;*
- *Pursuant to Law No. 62/2010 / QH12 amending and supplementing a number of articles of the Securities Law and guiding documents;*
- *Pursuant to the Charter of Thanh Thanh Cong - Bien Hoa Joint Stock Company approved by the General Meeting of Shareholders.*

The Board of Directors of TTC-BH would like to propose to the General Meeting of Shareholders for approval on private placement of common shares as follows:

1. Name of issuer: Thanh Thanh Cong - Bien Hoa Joint Stock Company
2. Name of Share: Thanh Thanh Cong - Bien Hoa Joint Stock Company
3. Purposes of share issuance: For increasing the scale of business capital
4. Type of shares: Common shares ("**Shares**")
5. Time to complete the issue: within 90 days as from the date on which the State Securities Commission confirms to receive full application files for registration of private placement of shares.
6. Form of issue: Private placement of shares.
7. Number of shares expected to be offered: less than 20% of charter capital at the time of offering.
8. Par value: VND 10,000 per share.
9. Offering price: subject to the negotiation with qualified investor(s).
10. Investor selection criteria: Offering in the form of a private placement directly to strategic investors (under 100 investors) satisified all of the following criterias:
    - Strategic investors expressed their willingness to cooperate during negotiation of the sale of Shares with financial capability to ensure full fulfillment of their payment obligations.
    - Strategic investors have appropriate strategies and business culture, no conflicts of interest with the Company's development strategy, and demonstrate commitment to the benefits of

the Company.

11. Amending Company Charter to reflect increase of Charter Capital as results of shares offerring.

12. The General Meeting of Shareholders authorizes the Board of Directors:

- To select a suitable offering time;
- To negotiate and decide on offering price on the basis of ensuring the interests of the Company;
- To approve on selecting qualified strategic investors acquiring shares ;
- To approve on encumbrances relating to offering Share as dealing with the investors;
- Based on the market situation and the specific situation of production and operation of the company, the decision on changing the purpose of using the proceeds from the issuance of shares to bring business efficiency for the company.
- To balance the proceeds from the offering to be used for the purpose of using the capital, in accordance with the general development plan of the company.
- To implement procedures and necessary works in relation to the shares offering.
- To amend the Company Charter regarding to the new authorized capital after the end of issuance and carrying out the procedures for changing the Business registration certificate according to the provisions of law.
- To carry out other works relating to the share offering and procedures for listing, deposit all the issued shares in accordance with the laws.
- To carry out procedures with State authorities to complete the offering, including but not limited to the right to amend and supplement the documents to complete the issuance plan as required by State authorities so that such issuance shall comply with the laws and protect shareholders' rights and benefits.
- To make decision on disposal of shares which is not sold out.

The Board of Directors would like to propose to the General Meeting of Shareholders for approval.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN

M.S.D.N: 3900244389 - C.T.C.P
CÔNG TY CỔ PHẦN THÀNH THÀNH CÔNG - BIÊN HÒA
H. TÂN CHÂU - T. TÂY NINH

HUYNH BICH NGOC

To:

- *As above;*
- *Archived: Company's Office.*