



TRACODI

Ho Chi Minh City, 7 April 2021

No.: **11/2021/TTĐH-HĐQT-TCD**

PROPOSAL

Re: Authorization for the Board of Directors to make decision on issues relating to borrowings, bond issuance, lending, guarantee issuance of the Company in 2021

To: Shareholders of TRACODI

- Pursuant to the Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on Enterprise on 17 June 2020;
- Pursuant to the Law No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 on Securities;
- Pursuant to the Charter of Transport and Industry Development Investment Joint Stock Company (TRACODI) approved by BOD on 4 February 2021 – according to the authorization by the General Meeting of Shareholder through postal ballot on 8 December 2020 (which was amended and supplemented at its 14th session);
- Based on the current situation and business plan 2021 of TRACODI;

In order to take advantage of opportunities for investment, business development, efficient use of capital in compliance with the laws and the Company's Charter, the Board of Directors submits to shareholders for approval on following matters:

1. Authorize the Board of Directors to make decision on capital mobilization in the form of loans, business cooperation, issuance of all kinds of bonds to investors and other forms of investment under the laws (hereinafter referred to as "Capital mobilization"). Purpose of capital mobilization is to implement projects such as real estate, infrastructure, renewable energy, to supplement working capital for running business, and other purposes in accordance with the business activities of the Company.
2. Authorize the Board of Directors to make decision on necessary procedures/documents including and not limited to mobilization transactions, selection of lenders or investors, and mobilization value, interest rate, deadline and allocation of mobilized capital to ensure the most effective use:
 - a. Capital transactions with a value greater than 35% of the total assets of the Company as stated in the latest financial statements (including transactions in relation to Related Persons of the Company);
 - b. Capital transactions with a value greater than 10% of the total assets stated in the latest financial statements between the company and shareholders owning 51% or more of the total number of voting shares or Related Persons of shareholders.

3. Authorize the Board of Directors to approve loans or guarantees to the following subjects:
 - a. Members of the Board of Directors, members of the Supervisory Board, General Director, other managers who are not shareholders, and individuals and organizations in relation to these subjects;
 - b. Organizations in relation to members of the Board of Directors, members of the Supervisory Board, General Director, other managers of which the Company and such those organizations are in the group or companies operating in groups of companies including holding companies and their subsidiaries, economic groups.

The resolution of the General Meeting of Shareholders on the above issues would be effective for transactions of the Company in 2021 and until the Annual Meeting of Shareholders 2022.

The Board of Directors is responsible for reporting on the capital mobilization and capital use at the Annual Meeting of Shareholders in the coming year.

Kindly submit to shareholders for consideration and approval.

Kind Regards,

Recipients:

- The AGM;
- Archived: BOD, BS Dept

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

Nguyen Ho Nam