



TRACODI

Ho Chi Minh City, 24 March 2022

No.: **15/2022/TTĐH-HĐQT-TCD**

PROPOSAL

Re: To form and empower Permanent Board of Directors

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 31 January 2022 – according to the authorization by the General Meeting of Shareholder on 29 April 2021(which was amended and supplemented at its 18th session);

During the term of 2018-2023, permanent board members (BOD) have well performed their tasks assigned by shareholders in the Annual General Meeting of Shareholders 2018, especially, during the Covid-19 pandemic.

New BOD members for the term 2022-2027 will include have different background and nationalities who are living in different countries.

In order to give prompt response and decision under their decision making power, BOD propose shareholders to consider and approve to form the Standing Board of Directors. The Permanent Board of Directors will act on behalf of the BOD for day-to-day works and arising issues in regular or extraordinary meetings.

1. Number of Permanent board member: 06

Pursuant to the Proposal No. 13/2022/TTĐH-HĐQT-TCD dated March 24th, 2022 on dismissal of board members of the term 2018-2023 and election to the Board of Directors for the term 2022-2027, if the proposal has been passed, 06 standing board members will be elected in the 1st board meeting.

2. Duties and responsibilities of the Permanent Board of Directors:

- Act on behalf of non-permanent board members;
- Be responsible before the Board of Directors on decision and issued resolution;
- To have power and authority to make decision, except issues under authority of shareholders;

- Resolutions and decisions of the Permanent Board of Directors and Board of Directors shall be equally valid. For voting, it shall include voting in writing and by proxy;
- The Permanent Board of Directors is responsible for reporting meeting results including approved resolutions and decisions to the Board of Directors.

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**

(Sign & seal)

Nguyen Ho Nam