| YEAH1 GROUP CORPORATION | SOCIALIST REPUBLIC OF VIETNAM |
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| ------***------ | Independence – Freedom – Happiness |
| | ---------***--------- |
| No: 05/2020/YEG/TT-ĐHĐCĐ | *Ho Chi Minh City, March 27th, 2020* |

**PROPOSAL TO**

# THE 2020 GENERAL MEETING OF SHAREHOLDERS

**Approval of Issuing Shares from Using Share Premium**

***To:*** **The General Meeting of Shareholders of Yeah1 Group Corporation**

*Pursuant to:*

- *The Law on Securities No.70/2006/QH11 approved by the National Assembly on June 29th, 2006 and the Law on Securities No. 62/2010/QH12 approved by the National Assembly on November 24th, 2010 amending, supplementing a number of articles of the Law on Securities No.70/2006/QH11;*
- *The Decree No. 58/2012/ND-CP dated 20 July 2012 of the Government providing detailed regulation for implementation of a number of articles of the Law on Securities and the Law on Amendment of and Addition to a Number of Articles of the Law on Securities;*
- *Circular No. 162/2015/TT-BTC dated 26 October 2015 guiding the public offering of securities, the offering of shares for swap, issuance of additional shares, the redemption of shares, the sale of shares funds and public offerings;*
- *2019 Audited Financial Statements;*
- *The Charter of Yeah1 Group Corporation.*

The Board of Directors of Yeah1 Group Corporation (YEG) respectfully submits the plan to increase charter capital using share premium in 2020. Details are as follows:

## I. SHARE ISSUANCE PLAN:

- Name of securities : Share of Yeah1 Group Corporation
- Stock ticker : YEG
- Par value : VND10,000 per share
- Type of share : Ordinary share
- Total number of issued shares : 31,279,968 shares
- Offering target: Existing shareholders whose names are in the list of YEG's shareholders as at the record date issued by Vietnam Securities Depository – HCMC Branch, are entitled to receive new shares.
- Subscription ratio: 1:1 (a shareholder who owns one (01) share is entitled to the right of receiving one (01) new shares).
- Additional shares are not subjected to transfer restrictions.
- The right to receive additional shares is not transferable.
- Capital sources: Share premium based on the latest Financial Statements at the time of issuance.
- Expected time of issuance: In FY2020 and after receiving the approval from the State Securities Commission

## II. AUTHORIZATION FOR THE BOARD OF DIRECTORS RELATING TO THE INCREASE OF CHARTER CAPITAL:

The General Meeting of Shareholders authorizes the Board of Directors to decide all issues related to the issuance of shares to increase charter capital using owners' equity, including:

- Conducting necessary procedures to process and to complete the share issuance plan in accordant with regulations of the Company Charter and applicable laws;
- Determining the appropriate timing for record and issuance dates;
- Assigning the Board of Directors to amend the Company Charter accordingly;
- Completing all necessary procedures to increase charter capital and amend terms and conditions related to charter capital, number of shares in the Company's Charter after completing the share issuance;
- Registering and listing newly issued shares for existing shareholders at Vietnam Securities Depository ("VSD") and Ho Chi Minh Stock Exchange ("HOSE") after completing the issuance.
- Other related work to complete the assigned work.

Respectfully propose to General Meeting of Shareholders for consideration.

***<u>Recipients:</u>***

*– AGM*

*– BOD*

*– Archived*

**On behalf of The Board of Directors**
**CHAIRMAN**

(Signed and Stamped)

**NGUYEN ANH NHUONG TONG**