

**YEAH1 GROUP
CORPORATION**

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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No: 08/2020/YEG/BCTT-ĐHĐCĐ

Ho Chi Minh City, March 27th, 2020

**PROPOSAL TO
THE 2020 GENERAL MEETING OF SHAREHOLDERS**

Report and Proposal on the Use of Capital

To: General Meeting of Shareholders of Yeah1 Group Corporation

I. REPORT USE OF FUND FROM PRIVATE PLACEMENT

1. Result of private placement:

In August 2018, The Company successfully issued 3,910,000 shares through private placement to increase its capital in accordance with Annual General Meeting Resolution No. 01/2018/NQ/DHĐCĐ dated 10th April 2018. Details are as follows:

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|----------------------------------|--------------------------------|
| - Name of offering securities | : Yeah1 Group Corporation |
| - Stock ticker | : YEG |
| - Par value | : VND10,000 per share |
| - Type of share | : Ordinary share |
| - Registered offering volume | : 3,910,000 shares |
| - Total proceeds | : VND1,173,000,000,000 |
| - Beginning date of the offering | : 17 th August 2018 |
| - Closing date of the offering | : 21 st August 2018 |

2. Updates on use of proceeds from private placement:

Pursuant to the Resolution of the General Meeting of Shareholders No. 0805B/2019/NQ/ĐHĐCĐBT dated 08th May 2019 and the Resolution of the Board of Directors No. 011C11/2019/YEG/NQ-HĐQT dated 11st November 2019, the Board of Directors would like to update to the General Meeting of Shareholders on the use of proceeds as of 20th February 2020 as follows:

No.	Items	Investment amount approved by the BOD	Actual invested amount at Feb 20, 2020	Remaining amount at Feb 20, 2020	Actual/ planned (%)
		VND	VND	VND	%
1	Digital media segment (through new investment, capital contribution, repurchase secondary shares, and/or increasing working capital of the Holding Company and subsidiaries)	649,512,000,000	647,217,502,593	2,294,497,407	99.65
2	Media commerce segment (through new investment, capital contribution, repurchase secondary shares, and/or increasing working capital of the Holding Company and subsidiaries)	165,340,000,000	46,740,000,000	118,600,000,000	28.27
3	Increasing Working Capital of the Company and/or its subsidiaries	190,563,000,000	189,117,099,476	1,445,900,524	99.24
4	Share buyback	141,713,000,000	141,712,576,676	423,324	100.0
5	Private placement fees	25,872,000,000	25,872,000,000	-	100.0
	Total	1.173.000.000.000	1.050.659.178.745	122.340.821.255	89.57

The Board of Directors would like to propose to the General Meeting of Shareholders for authorization on adjustments (if necessary) on the purpose of the use of the remaining proceeds to fit the actual business situation to ensure the best benefits of the shareholders, and report adjustments or changes at the nearest General Meeting of Shareholders.

Respectfully propose to General Meeting of Shareholders for consideration.

Recipients:

- As mentioned above;
- Archived.

On behalf of the Board of Directors
CHAIRMAN

(Signed and sealed)

NGUYEN ANH NHUONG TONG