No: 02_2022/TT/ĐHĐCĐ/MWG

AMENDMENT NO.1 FOR THE PROPOSAL LETTER OF MOBILE WORLD INVESTMENT CORPORATION'S ANNUAL GENERAL MEETING 2022

- Pursuant to Law on Enterprise 2020 No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020.
- Pursuant to the Charter and Internal Management Regulations of Mobile World Investment Corporation.
- Pursuant to Resolution of Board of Directors No 01/NQ/HĐQT-2022 issued on February 21st, 2022.
- Pursuant to the Proposal Letter of the Company's AGM 2022 dated March 31st, 2020 ("the Proposal Letter")

Board of Directors decides to amend the following articles of the Proposal Letter:

ARTICLE 1: Amend point b of the article 1.8.2 regarding action plans and directions of the Board of Directors of the Proposal Letter as follows:

- b. Restructure Bach Hoa Xanh Trading Joint Stock Company ("Bach Hoa Xanh") and issue a private placement:
 - The Company established Bach Hoa Xanh Technology and Investment Joint Stock Company (BHX Technology & Investment Co.), a subsidiary of Mobile World Investment Corporation (MWG);
 - BHX Technology & Investment Co. will acquire all shares of BHX owned by MWG, subsequently to become the parent company of Bach Hoa Xanh.
 - BHX Technology & Investment Co. will conduct private placement to investors with the maximum offering of 20% (twenty percent) of its equity.
 - Target of issuance: domestic, regional or global partners and investors (except for the direct competitors in Vietnam) offering the best interests for Bach Hoa Xanh and MWG with a fair company valuation.
 - Use of proceeds: financing for investment in distribution centers, CAPEX, technology, aggressive development of Bachhoaxanh.com channel and nationwide expansion of Bach Hoa Xanh store chain.
 - Expected transaction time: In the period of 2022-2023

ARTICLE 2: Add the Article 17 to the Proposal Letter as follows:

ARTICLE 17: APPROVAL ON TRANSFERING ALL SHARES OWNED BY MOBILE WORLD INVESTMENT CORPORATION IN BACH HOA XANH TRADING JOINT STOCK COMPANY TO BACH HOA XANH TECHNOLOGY AND INVESTMENT JOINT STOCK COMPANY.

Board of Directors kindly proposes to the General Meeting of Shareholders to approve the transfer of all shares of Bach Hoa Xanh Trading Joint Stock Company owned by MWG to Bach Hoa Xanh Technology and Investment Joint Stock Company as follows:

- 1. Total transferred shares: 1,279,529,591 shares of Bach Hoa Xanh Trading Joint Stock Company (Business Registration Certificate no.: 0310471746)
- 2. Transfer Value: VND 12,795,295,910,000
- 3. Transferee: Bach Hoa Xanh Technology and Investment Joint Stock Company (100% local ownership and a subsidiary of Mobile World Investment Corporation);
- 4. Purpose of transfer: (i) Bach Hoa Xanh Technology and Investment Joint Stock Company will be the entity conducting the private placement and listing on the stock exchange in the future, (ii) Bach Hoa Xanh Trading Joint Stock Company ("Bach Hoa Xanh") continues to operate the grocery retail business in compliance with Decree 09/2018/ND-CP detailing the Commercial Law, and (iii) Bach Hoa Xanh Technology and Investment Joint Stock Company may invest in other businesses in related sectors that are expected to contribute for long-term development of Bach Hoa Xanh and MWG.
- 5. General Meeting of Shareholders authorizes the Board of Directors to entirely determine and perform all necessary procedures to complete the transfer, vote and decide on all proposals at the General Meeting of Shareholders of subsidiaries comply with this article, the Company's Charter, current laws and regulations.

ARTICLE 3: Except for the above changes, the other contents of the Proposal Letter are unchanged.

ARTICLE 4: This Amendment of the Proposal Letter is effective from the signing date and is added on the General Meeting of Shareholders 2022' documents.

ON BEHALF OF BOARD Chairman

(Signed)

Nguyen Duc Tai