



## TRANSIMEX CORPORATION

Head Office: 172 (9th-10th Fl.) Hai Ba Trung St., Dakao Ward, Dist. 1, HCMC, Vietnam

Tel: (84-28) 2220 2888 Fax: (84-28) 2220 2889

Website: [www.transimex.com.vn](http://www.transimex.com.vn)

**Respectfully addressed to Shareholder**

### PROPOSAL

*Subject: ESOP issuance plan in 2019 – according to the approved policy by the AGM on April 20<sup>th</sup>, 2016*

The Board of Management (“BOM”) respectfully submits to the General Meeting of Shareholders (“AGM”) to approve the the Employee Stock Ownership Plan (ESOP) in 2019 according to the plan was approved by the AGM on April 20th, 2016 as follows:

#### **I. EMPLOYEE STOCK OWNERSHIP PLAN (ESOP) ISSUANCE**

##### **1. General information:**

- Number of shares issuance: 665,265 shares.
- Transfer restriction: 01 (one) year from the date of issued shares are listed on HOSE.
- Type of issuance: Common share.
- Par value: VND 10,000 / a share.
- Number of additional shares issuance: 665,265 shares.
- Target investors: staffs of company are under the list that is approved by BOM.
- Issuance price: According to the approved plan by AGM on April 20<sup>th</sup>, 2016, the issuance price equal 80% of book value according to the latest audited financial statements at the time of issuance. In order to encourage employees and the current market price, the BOM proposes the AGM to approve the adjusted issuing price is VND 22,000/ a share.
- The distribution plan of the decimal shares and the undistributed shares from the ESOP issuance:
  - Continuing distribution to employees that have a demand and satisfy with the criteria or good staffs who are demand however not enough seniority, according to the regulation of ESOP issuance.
  - The company purchase a part of its for treasury shares, then preferred sells to good employees.
  - The number of shares are not distributed after the second phase its will be canceled and not distribute further.

##### **2. Authorizing the Chairman of BOM:**

- Approval criteria, list and the number of bonus shares of each specific investors.
- Execution time: In 2019 after approving by the State Securities Commission of Vietnam.
- Completing the profile of increased capital.



## II. APPROVING THE PLAN OF DEPOSITORY REGISTRATION ON VSD AND THE ADDITIONAL LISTED SHARES ON VIETNAM SECURITIES DEPOSITORY ("VSD") AND HOSE

### 1. Information of depository shares and additional listing:

- Name of share	: Transimex Corporation Share
- The number of additional shares are registered and listed	: According to the actual issuance result
- Type of share	: Common share
- Share code	: TMS
- Par value	: VND 10,000 / a share
- Proposed time for depository shares and additional listing	After the completion of bonus shares issuance, the company will implement all the necessary procedures to register depository and listing to put these shares in official trading on HOSE.

### 2. Authorizing the Chairman of BOM:

- Implementing registration of depository shares and additional listing shares.
- Completing the profile of registration of depository shares and additional listing
- Selecting the appropriate time to perform the registration of depository and additional listing after the official approval of HOSE.

Sincerely presents to the General Meeting of Shareholders for approval.

ON BEHALF OF THE BOM

CHAIRMAN



Bui Tuan Ngoc