

**GENERAL SHAREHOLDERS' MEETING  
BAC GIANG CLEAN WATER  
JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

No: /BB-ĐHĐCĐTN-NSBG

Bac Giang, date month year 2025

**DRAFT**

**MINUTES OF THE 2025 ANNUAL GENERAL SHAREHOLDERS'  
MEETING**

Today, April 12th, 2025.

At: Meeting Room No. 3, 4th Floor - Bac Giang Provincial Convention Center (3/2 Square – Bac Giang City), the 2025 Annual General Shareholders' Meeting of Bac Giang Clean Water Joint Stock Company was held.

**Business Registration Certificate No.:** 2400126106 issued by Bac Giang Department of Planning and Investment, first issued on June 14th, 2005, amended for the third time on November 20th, 2015.

**Head Office:** No. 386 Xuong Giang Street, Ngo Quyen Ward, Bac Giang City, Bac Giang Province.

**PART I: OPENING OF THE MEETING**

**I. Shareholder Eligibility Verification Report**

- Reporter:: Mr. Ly Ba Manh – Head of Shareholder Eligibility Verification
- Report details:

- Total number of shareholders invited: All shareholders listed as of 5:00 PM on March 10th, 2025, owning 100% of the voting shares of Bac Giang Clean Water Joint Stock Company.

- Attending shareholders: \_\_\_\_\_ shareholders and representatives, holding and representing: \_\_\_\_\_ voting shares, accounting for \_\_\_\_\_% of the total voting shares of the Company.

- According to Enterprise Law No. 59/2020/QH14 dated June 17th, 2020, effective January 1st, 2021, and the Company's Charter, the 2025 Annual General Shareholders' Meeting of Bac Giang Clean Water Joint Stock Company is lawful, valid, and qualified to proceed.

**II. Introduction of the Meeting Agenda and Working Regulations.**

Mr. Bui The Binh

The General Shareholders' Meeting approved:

- + The Meeting Agenda
- + The Working Regulations.

**III. The Meeting Chairman.**

Mr. Huong Xuan Cong

Chairman of the Board of Directors

**IV. Introduction of the Secretary and Voting Committee**

100% of the attending shareholders with voting rights approved the list of the Secretary and Voting Committee members as follows:

**1. Meeting Secretary:**

Mrs: Cao Thi Quynh      Company Secretary - Head of Planning Department

**2. Voting Committee:**

1.	Mr.	Nguyen Hong Quang	Head of Voting Committee
2.	Mr.	Nguyen Viet Xo	Member of Voting Committee
3.	Mr.	Tran Duc Thanh	Member of Voting Committee
4.	Mr.	Huynh Nam Hai	Member of Voting Committee
5.	Mrs.	Huong Thuy Duong	Member of Voting Committee
6.	Mr.	Giap Van Tuan	Member of Voting Committee
7.	Mr.	Nguyen Anh Tuan	Member of Voting Committee
8.	Mrs.	Nguyen Thi Nhu Quynh	Member of Voting Committee
9.	Mr.	Huong Nam	Member of Voting Committee

**PART II: MEETING CONTENT**

1. Report on the Board of Directors' operations in 2024 and business plan for 2025

Presenter: Mr. Tran Dang Dieu

2. Report on the Executive Board's operations in 2024 and business plan for 2025

Presenter: Mr. Bui Vinh Bac

3. Proposal for the approval of the audited financial statements for 2024 and Proposal for the plan of profit distribution, fund allocation, and dividend payment for 2024, profit and dividend plan for 2025

Presenter: Mrs. Nguyen Thi Phuong Thao – Chief Accountant

4. Report on the Supervisory Board's operations in 2024 and the operational plan for 2025.

Presenter: Mrs. Nguyen Thi Thanh Thuy – Head of the Supervisory Board

5. Report on remuneration for the Board of Directors, Supervisory Board, and Corporate Governance Officer in 2024, and the payment plan for 2025; Proposal to select the audit firm for 2025

Presenter: Mrs. Nguyen Thi Phuong Thao – Chief Accountant

**PART III: DISCUSSION AND SHAREHOLDERS' OPINIONS.**

The General Meeting discussed the contents of the reports and proposals presented..

1.Mr. ( Mrs.): .....

2.Mr. ( Mrs.): .....

3.Mr. ( Mrs.): .....



## PART IV: VOTING RESULT

After reviewing the reports and proposals, the General Meeting discussed and voted to approve the following:

### **Article 1: Approval of the reports on the activities of the Board of Directors, Executive Board, and Supervisory Board.**

#### **\* Business and profit plan for 2025**

- Total revenue: 195 billion VND
- Investment activities: 18.55 billion VND
- Revenue from Water:
  - Bac Giang Area: 193 billion VND (including tax)
  - Luc Nam Area: 7.500 billion VND (including tax)
- Commercial water volume:
  - Bac Giang Area: 16.500 million m<sup>3</sup>
  - Luc Nam Area: 770 thousand m<sup>3</sup>
- Network loss:
  - Bac Giang Area: 10.55 %
  - Luc Nam Area: 12 %

#### **Voting results::**

- |             |         |                  |   |                                |
|-------------|---------|------------------|---|--------------------------------|
| - In favor: | shares, | Accounting for : | % | of the attending voting shares |
| - Against:  | shares, | Accounting for : | % | of the attending voting shares |
| - Abstain:  | shares, | Accounting for : | % | of the attending voting shares |

### **Article 2: Approval of the Audited Financial Statement; the 2024 Profit Distribution Plan and the 2025 Profit and Dividend Plan.**

#### **\* In 2024:**

- Total post-tax profit for 2024: 11.487 billion VND
- Fund allocation: 1.148 billion VND
- Dividend: 5.7% (570 VND per share)

#### **\* Profit Distribution Plan for 2025**

- Charter capital at year-end: 181.494 billion VND
- Total revenue: 195 billion VND
- Total expenses: 177.5 billion VND
- Profit before tax: 17.5 billion VND
- Profit after tax: 14 billion VND
- Total profit after tax for 2025 to be distributed: 14 billion VND
- Allocation to funds from after-tax profit: 1.4 billion VND
- Dividend payment: 12.6 billion VND – Dividend payout ratio: 6.95%

#### **Voting results::**

- |             |         |                  |   |                                |
|-------------|---------|------------------|---|--------------------------------|
| - In favor: | shares, | Accounting for : | % | of the attending voting shares |
|-------------|---------|------------------|---|--------------------------------|

- Against: shares, Accounting for : % of the attending voting shares
- Abstain: shares, Accounting for : % of the attending voting shares

### **Article 3: Approval of the Remuneration Report for the Board of Directors, Supervisory Board, and Corporate Governance Officer for 2024, and the Remuneration Plan for 2025.**

#### **1. Paid Remuneration for 2024.**

- Members of the Board of Directors: 3.0 million VND /person/month
- Head of Supervisory Board: 2.0 million VND /person/month
- Members of the Supervisory Board: 1.5 million VND /person/month
- Corporate Governance Officer: 1.5 million VND /person/month

#### **2. Remuneration Plan for 2025.**

- Members of the Board of Directors: 3.0 million VND /person/month
- Head of Supervisory Board: 2.0 million VND /person/month
- Members of the Supervisory Board: 1.5 million VND /person/month
- Corporate Governance Officer: 1.5 million VND /person/month

#### **Voting results::**

- In favor: shares, Accounting for : % of the attending voting shares
- Against: shares, Accounting for : % of the attending voting shares
- Abstain: shares, Accounting for : % of the attending voting shares

### **Article 4: Approval of the selection of the audit firm for 2025.**

The General Shareholders' Meeting authorizes the Board of Directors, based on the capabilities, qualifications, and professional auditors of independent auditing firms that meet the standards for auditing listed companies on the stock exchange approved by the State Securities Commission, to proactively select the audit firm for the 2025 fiscal year.

#### **Voting results::**

- In favor: shares, Accounting for : % of the attending voting shares
- Against: shares, Accounting for : % of the attending voting shares
- Abstain: shares, Accounting for : % of the attending voting shares

### **Article 5: Approval of Authorization for the "Company Office Building Investment Project"**

The General Shareholders' Meeting authorizes the Board of Directors to approve the project and implement the necessary steps for the "Company Office Building Investment Project."

#### **Voting results::**

- In favor: shares, Accounting for : % of the attending voting shares

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- Against:                                      shares, Accounting for :        % of the attending voting shares
- Abstain:                                      shares, Accounting for :        % of the attending voting shares

#### **Article 6: Approval of the Consultancy Hiring Policy.**

Approval for hiring consultants for research, evaluation, and proposal of solutions for renovating the existing system and investing in new technology, equipment, and construction at production areas, from raw water pumping stations and treatment facilities to booster pumping stations, to ensure efficient and safe production while enhancing the quality of treated water.

#### **Voting results::**

- In favor:                                      shares, Accounting for :        % of the attending voting shares
- Against:                                      shares, Accounting for :        % of the attending voting shares
- Abstain:                                      shares, Accounting for :        % of the attending voting shares

#### **PART V: APPROVAL OF THE MEETING MINUTES**

Presenter: Mrs. Cao Thi Quynh – Read the meeting minutes.

The General Meeting voted and approved the full text of the 2025 Annual General Shareholders' Meeting Minutes with .....% of attending shareholders in favor.

The minutes are prepared in two copies and kept at Bac Giang Clean Water Joint Stock Company.

The meeting concluded at:.....

**SECRETARY**

**CHAIRMAN**

**Cao Thi Quynh**

**Huong Xuan Cong**