



ANNUAL REPORT 2024

BAC NINH CLEAN WATER JOINT STOCK COMPANY

(Business Registration Certificate No. 2300108311, initially issued by the Department of Planning and Investment of Bac Ninh Province on December 29, 2006, with the fifth amendment registered on March 14, 2023)

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Bac Ninh, 2025



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LIST OF ABBREVIATIONS

SSC : Securities and Exchange Commission

HNX : Hanoi Stock Exchange

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I. General information

1. General information

Trading name	: Bac Ninh Clean Water Joint Stock Company
English name	: Bac Ninh Clean Water Joint Stock Company
Abbreviation	: BANIWACO
Address	: No. 57 Ngo Gia Tu, Thi Cau ward, Bac Ninh city, Bac Ninh province, Viet Nam
Telephone	: 02223824369
Fax	: 02223822708
Website	: http://nuocsachbacninh.vn
Charter capital	: 375.493.910.000 VND (<i>Three hundred seventy five billion four hundred ninety three million nine hundred ten thousand dong</i>)
Owner's capital	: 375.493.910.000 đồng (<i>Three hundred seventy five billion four hundred ninety three million nine hundred ten thousand dong</i>)
Legal representative	: Mr. Luu Xuan Tam – Position: General Director
Business registration certificate	: 2300108311 first issued by the Department of Planning and Investment of Bac Ninh province on December 29, 2006, registered for the 5th change on March 14, 2025
Main business lines	: Production and business of clean water; construction of water supply and drainage works.

2. Establishment and development process

The predecessor of Bac Ninh Clean Water Joint Stock Company is Bac Ninh Water Supply and Drainage Company, established under Decision No. 12/UB dated January 17, 1997 of Bac Ninh Provincial People's Committee. The main tasks of the Company are: Production and distribution of clean water; construction and installation of water supply and drainage systems, high and low voltage electricity, civil and industrial houses.

On December 11, 2006, Bac Ninh Provincial People's Committee issued Decision No. 1063/QD-UBND on converting Bac Ninh Water Supply and Drainage Company into Bac Ninh Water Supply and Drainage Company Limited with 100% state capital.

On December 3, 2015, Bac Ninh Provincial People's Committee issued Decision No. 500/QD-UBND on equitization of Bac Ninh Water Supply and Drainage Company Limited. On October 21, 2016, Bac Ninh Provincial People's issued Decision No. 1302/QD-UBND on approving the selection of strategic investors and the equitization plan of Bac Ninh Water Supply and Sewerage One Member Co., Ltd.

On February 22, 2017, the Company offered its shares to the public for the first time at the Hanoi Stock Exchange. On April 18, 2017, the Company held the first General Meeting of Shareholders to convert its model from a one-member limited liability company to a joint stock company.

Bac Ninh Clean Water Joint Stock Company was established under Certificate No. 2300108311 issued by the Planning and Investment Department of Bac Ninh province for the first time on December 29, 2006, and registered for the fourth change on April 9, 2021.

On December 21, 2018, Hanoi Stock Exchange issued Decision No. 815/QD-SGDHN dated December 21, 2018 on approving the registration of trading shares of Bac

Ninh Clean Water Joint Stock Company with the stock code BNW. Number of shares registered for trading: 37,549,391 shares. On December 28, 2018, Bac Ninh Clean Water Joint Stock Company shares were officially traded on the UPCOM market, the reference price on the first trading day was VND 10,000/share.

After more than 25 years of development and growth, the Company is a major unit with a lot of experience in the field of clean water production and trading in Bac Ninh province. The Company always completes its assigned tasks well and receives many certificates of merit from the People's Committee of Bac Ninh province and the Ministry of Construction. In 2007, the Company was awarded the Emulation Flag by the Government under Decision No. 724/QĐ-TTg. In 2015, the Company was awarded a Certificate of Merit by the People's Committee for excellently completing the tasks of 2010 - 2015 at the Patriotic Emulation Congress of Bac Ninh province. Certificate of Merit by the Prime Minister in 2016 under Decision No. 2151/QĐ-TTg dated November 8, 2016.

3. Business lines and locations of the business

3.1 Business lines

- Production and trading of clean water;
- Consulting on investment in construction of specialized water supply projects;
- Construction and installation of civil and industrial works, water supply and drainage, waste treatment, electrical works, transformer stations up to 35KV;
- Production and trading of machinery, equipment and materials for the water sector;
- Investment and trading of real estate;
- Design of water supply and drainage systems in urban and rural areas, wastewater and domestic water treatment;
- Design of water supply and drainage for civil and industrial construction works, water environment;
- Overall design of site plan, interior and exterior architecture for civil and industrial construction works; and
- Consulting, supervising construction quality, construction survey.
- Water quality testing; Inspection, calibration, measurement and testing of water meters

The Company's main activities are production and trading of clean water, and construction of water supply and drainage works.

3.2 Location of business

Currently, the Company mainly performs tasks in the area of Bac Ninh city and the district towns of Bac Ninh province and neighboring areas, including:

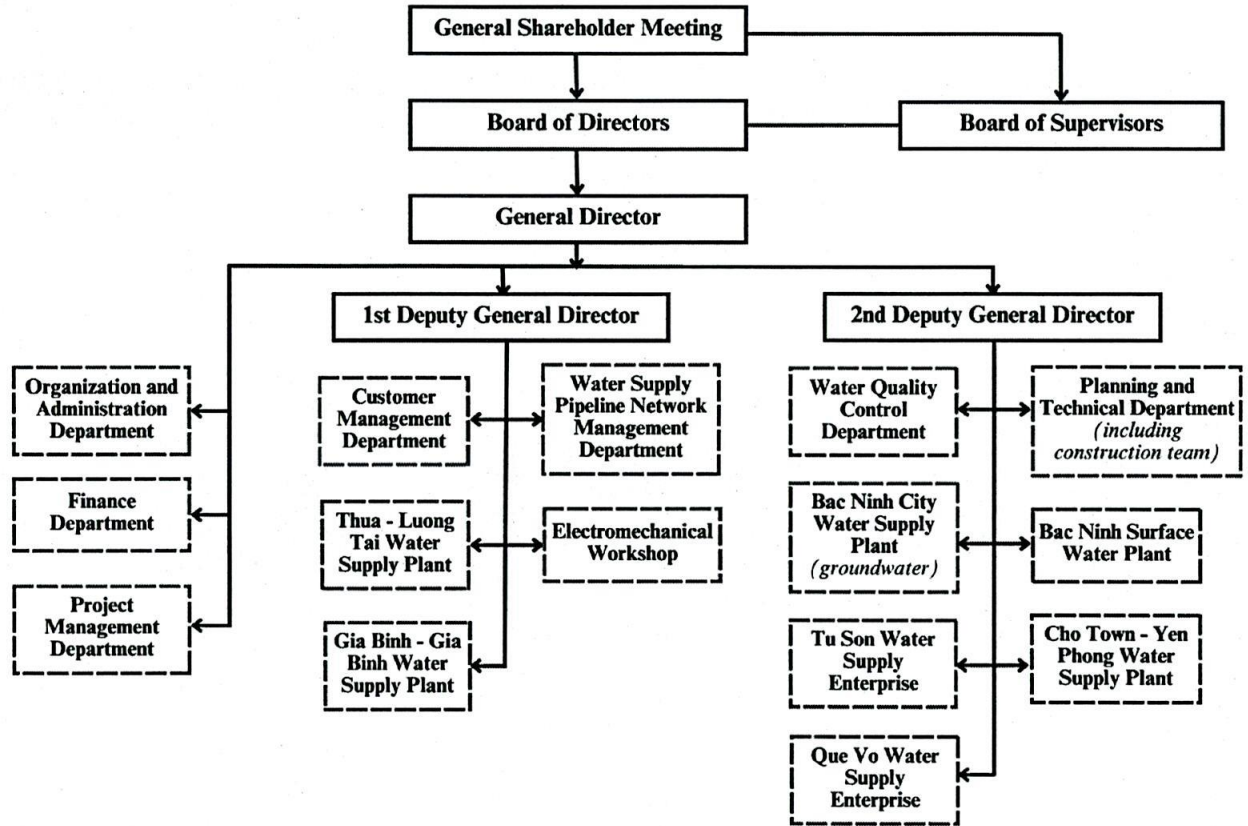
- Bac Ninh city
- Que Vo town
- Thua town, Luong Tai district
- Gia Binh town, Gia Binh district
- Cho town, Yen Phong district
- 3 wards of Tu Son city
- Lim town, Tien Du district (Bac Ninh Water Supply Joint Stock Company No. 2 is currently leasing for the operation).

4. Information about governance model, business organization and managerial apparatus

4.1 Governance model

Currently, Bac Ninh Clean Water Joint Stock Company is applying the organizational model of a joint stock company. The Company's management system is built based on the development goals and business strategies of the Company, while complying with the provisions of the Enterprise Law and the Company Charter.

ORGANIZATIONAL STRUCTURE MODEL OF BAC NINH CLEAN WATER JOINT STOCK COMPANY



4.2 Management structure

- **General Shareholder Meeting:**

The General Shareholder Meeting comprises all shareholders with voting rights, which is the highest authority of the Company. The annual General Meeting of Shareholders is held once a year. The General Shareholder Meeting has the following rights and obligations:

- Approving the development orientation of the Company.
- Deciding on the types of shares and the total number of shares of each type that are eligible for sale; deciding on the annual dividend rate of each type of shares.
- Electing, dismissing, and removing members of the Board of Directors and the Board of Supervisors.
- Deciding on investing or selling assets with a value equal to or greater than 35% of the total value of assets recorded in the Company's most recent financial report.
- Deciding on amending and supplementing the Company Charter.
- Approving the annual financial report.
- Deciding on repurchasing more than 10% of the total number of shares sold of each type.
- Review and handle violations by the Board of Directors and the Board of Supervisors that cause damage to the company and its shareholders.
- Decide to reorganize and dissolve the company.
- Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter.
- The General Shareholder Meeting must discuss and vote on issues included in the meeting agenda.

- **Board of Directors:**

The Board of Directors is the Company's management body, with full authority to decide and exercise the Company's rights and obligations on behalf of the Company that are not under the authority of the General Shareholder Meeting. The Board of Directors consists of 05 members (including 01 Chairman of the Board of Directors and 04 members) with a term of 05 years. Members of the Board of Directors can be re-elected for an unlimited number of terms. The Board of Directors has the following rights and obligations:

- Decide on the Company's strategy, medium-term development plan and annual business plan.
- Propose the type of shares and the total number of shares that can be offered for each type.
- Decide on the sale of new shares within the number of shares that can be offered for each type; decide on raising additional capital in other forms.
- Decide on the selling price of the Company's shares and bonds.
- Decide on investment plans and investment projects within the authority and limits prescribed by law.
- Decide on solutions for market development, marketing and technology.
- Approve purchase, sale, loan, lending contracts and other contracts with a value greater than 35% of the total asset value recorded in the Company's most recent financial report.
- Other rights and obligations as prescribed by the Enterprise Law and the Company Charter.

- **Board of Supervisors:**

The Board of Supervisors is an organization elected by the General Meeting of Shareholders, representing the General Shareholder Meeting to control all production, business, management and operation activities of the Company. The Board of Supervisors operates independently from the Board of Directors and the executive apparatus of the General Director.

The Board of Supervisors consists of 3 (three) members, of whom more than half must reside permanently in Vietnam; the term of office of the Supervisors shall not exceed 05 years and the Supervisors may be re-elected for an unlimited number of terms.

The Board of Supervisors has the following rights and obligations:

- Check the reasonableness, legality, honesty and prudence in the management and operation of business activities, in the organization of accounting, statistics and financial reporting.

- Appraise the business situation report, annual and six-month financial reports of the Company, the management assessment report of the Board of Directors and submit the appraisal report, financial report, annual business situation report of the Company, and the management assessment report of the Board of Directors to the General Shareholder Meeting at the annual meeting.

- Review, inspect and evaluate the effectiveness and efficiency of the internal control system, internal audit to report and propose to the Company.

- Exercise other rights and obligations as prescribed by the Law on Enterprises, the Company Charter and the Resolution of the General Shareholder Meeting.

- **General Director:**

- The General Director is the person who runs the daily business of the company; is supervised by the Board of Directors; is responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations.

- The Board of Directors appoints 1 member of the Board of Directors or hires another person to be the General Director.

- The term of office of the General Director shall not exceed 05 (years) and may be reappointed for an unlimited number of terms.

- The General Director of the Company may authorize Deputy General Directors to handle some of the Company's work on his behalf and shall be legally responsible for his authorization. The person authorized by the General Director shall be legally responsible to the General Director and before the law for the work he does and shall not delegate or re-delegate to another person.

- **Deputy General Director:** Quantity: 02 people

- The Deputy General Director is the assistant to the General Director. The Deputy General Director is assigned and authorized by the General Director to manage one or several areas of the Company's operations. The Deputy General Director is directly responsible to the General Director, the Board of Directors and the law for the assigned and authorized tasks. The Deputy General Director may concurrently be in charge of departments or affiliated units.

- **Departments, Offices, Branches and Units under the Company**

Departments, branches, and units under the Company advise and assist the Board of Directors in specialized work areas that their departments are in charge of, specifically:

- **Planning and Technical Department**

- Advise and assist the Company's General Director in the following areas of work:

- + Production and business planning, material and chemical equipment procurement plans for production to ensure the development goals of the Company;

+ Technical management of the water supply system managed by the Company to ensure the reliability of the water supply system according to regulations;

➤ **Network Management Department**

- Advise and assist the General Director in the field of management, operation, maintenance and repair of water supply network in Bac Ninh city and neighboring areas.

➤ **Customer Management Department**

- Advise and assist the General Director in the field of Water Customer Management in Bac Ninh city.

➤ **Finance Department**

- Advise and assist the General Director in the areas of finance, accounting, capital and asset management, cost management and economic analysis, inspection, supervision and evaluation of business performance.

- Timely and fully account for all assets and capital sources of the Company's revenue and expenditure activities.

➤ **Organization and Administration Department**

- Advise and assist the General Director in the areas of synthesis and coordination of all areas of organizational and administrative work of agencies and units according to the Company's work plan, carry out recruitment, appointment, dismissal of staff, administration, salary, management, documents, archives, security, internal inspection work.

➤ **Water Quality Control Department**

- Advise and assist the General Director in the field of Water Quality Control, deploy and supervise safe water supply activities in the entire water supply system of the Company.

- Manage and supervise water quality from the water source, water treatment to the customer's consumption point, and wastewater discharge from factories throughout the Company.

➤ **Electromechanical Workshop**

- Advise and assist the General Director in the fields of equipment repair and maintenance, compile and plan machinery and equipment maintenance and repair for units throughout the company.

➤ **Que Vo Water Supply Enterprise**

- Advise and assist the General Director in the areas of Customer Management, Operation Management, Maintenance and Repair of the Water Supply Network in Que Vo Town according to the water supply zoning.

➤ **Thua Town Water Supply Plant**

- Advise and assist the General Director in managing and operating Thua town water supply plant, including the following items: Water production operation, water supply network operation management, water customer management.

➤ **Cho Town Water Supply Plant**

- Advise and assist the General Director in managing and operating Cho town water supply plant, including the following items: Water production operation, water supply network operation management, water customer management.

➤ **Gia Binh Town Water Supply Plant**

- Advise and assist the General Director in managing and operating Gia Binh town water supply plant, including the following items: Water production operation, water

supply network operation management, water customer management.

➤ **Tu Son Water Supply Enterprise**

- Advise and assist the General Director in the areas of Customer Management, Operation Management, Maintenance and Repair of the Water Supply Network in Tu Son City according to the assigned water supply area.

➤ **Bac Ninh City Water Supply Plant**

- Advise and assist the General Director in managing and operating the Bac Ninh City Water Supply Plant, including the following items: Wells for exploiting underground water; Raw water pipeline network to the treatment area; Chemical injection system; Level 2 pumping station.

- Producing clean water on average 7,000 m³/day, maximum 15,000 m³/day, ensuring quality according to the standards of competent state agencies.

➤ **Water Supply and Drainage Construction Team**

- Organize the implementation of new construction, renovation, relocation, dismantling, reinstallation or upgrading of pipelines and water meter clusters for houses, offices, and projects invested by the Company or projects that the Company wins the bid to construct.

➤ **Project Management Department**

- Advise and assist the General Director in the management of investment and construction of company projects or projects in which the company participates.

- Provide advice and draft documents (signed or initialed) related to the functions, duties, and authorities assigned.

➤ **Bac Ninh Surface Water Plant**

- Advise and assist the General Director in managing and operating the Bac Ninh Surface Water Plant, including components such as: water conveyance channels, raw water intake stations, sedimentation tanks, raw water pumping stations, and the pipeline system that delivers raw water to the treatment facility, the chemical dosing system, and pump station 2.

- Ensure the production of water meets quality standards established by the competent state authorities, with quantities that satisfy customer demand, and a production capacity ranging from 55,000 to 70,000 cubic meters per day (both stages).

- Provide advice and draft documents (signed or initialed) related to the functions, duties, and authorities assigned.

4.3 Subsidiaries, associated companies

Table 1: List of subsidiaries, joint-venture companies and affiliated companies

Name	Place of establishment and operation	Ownership percentage	Main activities
Subsidiaries	/	/	/
Joint-venture companies			
- Bac Ninh Water Supply Company Limited	Bac Ninh	60.00%	Investment in construction of water supply and drainage

			works; Exploitation, treatment and supply of water.
Affiliated companies			
	/	/	/

(Source: Audited financial statements of Bac Ninh Clean Water JSC in 2024)

5. Development orientations

5.1 Main objectives of the Company

To develop and improve the clean water supply system, ensuring safety and quality for the community; protect and sustainably manage water resources; enhance service quality and customer satisfaction; optimize operational processes and minimize waste; develop a professional workforce; protect the environment and promote sustainable development; while achieving economic efficiency and contributing to social development.

5.2 Development strategies in medium and long term

- **Human resource development**

- Organize training and developing professional human resources with high qualifications in professional expertise, foreign languages and expanding knowledge in other related fields to meet the development goals and requirements of the Company by 2025 and the following years.

- Focused investment in training engineers, professional managers, and skilled personnel. Every year, the organization selects competent, qualified, and politically minded staff to send for specialized training in domestic and foreign fields.

- Continue to improve the salary and income regime of officers and employees in the direction of promoting capacity, intelligence, experience and work efficiency, have a satisfactory treatment policy for highly qualified and high-performing employees to create long-term attachment to the company, encourage employees to make more efforts in studying and improving professional qualifications.

- Implement the policy of rotation, appointment and building a team of successor managers and professional staff.

- **Brand development**

- Focus on promoting investment resources in new and advanced technologies applied in Vietnam to have its own direction in the main business field and at the same time affirm the Company's brand.

- Promote the Company's image through cooperation with media agencies, newspapers, social organizations, etc., raising the awareness and responsibility of the Company's staff and workers in building and protecting the image and brand of Bac Ninh Clean Water.

- **Improve specialized construction and installation capacity**

Along with the water supply production sector is the key strategic sector, the Company also continues to strengthen its capacity, develop and expand its market share in the field of design and construction of water supply projects, and increase revenue in the field of design and construction of projects.

- **Focus on investing in resource development**

Increase the capacity of water exploitation and treatment at water supply plants to

proactively meet the increased water demand of existing customers, while providing water to customers in new areas..

- **Focus on investing in the development of the water supply pipeline network**

Expand the coverage of the water supply system that the Company is managing (water transmission, distribution and service pipeline network), in accordance with the water supply planning of Bac Ninh province.

5.3 Corporate objectives with regard to Corporate environment, society and community Sustainability

Bac Ninh Clean Water Joint Stock Company is committed to sustainable development with goals focused on environmental protection, effective management and utilization of water resources, and pollution reduction. The company is dedicated to providing clean, safe water to the community, enhancing the quality of life, and developing a professional workforce. Additionally, the company actively participates in community support activities, contributing to the economic and social development of Bac Ninh Province.

6. Risks

6.1 Economic risks

In 2024, the world situation was complicated and unpredictable, the world economy and trade recovered slowly and unevenly among countries, fierce strategic competition, escalating conflicts posed many risks for countries with large trade openness, including Vietnam. For the manufacturing sector, existing risks from world economic fluctuations include: changes and tightening of trade policies in major markets, stagnant and inefficient supply chains between countries due to new protectionist policies, increased input costs, increased competitive pressure, risks from instability in energy security, etc.

Domestically, the Government set the goal of "stabilizing the macro economy, controlling inflation and maintaining growth", but the impact of storm No. 3 in September in the northern provinces and cities had somewhat affected domestic economic development in general and industrial production in particular. However, Vietnam still recorded a proud growth rate with an estimated GDP growth rate of 7.09% in 2024, exceeding the target set by the National Assembly while continuing to control inflation well with an average annual CPI growth rate of 3.63%, lower than the expected inflation rate at the beginning of the year. In addition, production and export activities during the year also achieved many remarkable achievements, creating a premise for growth in the following year.

To minimize risks from economic instability, the Company's Board of Management must regularly update information, quickly grasp new developments in the market, thereby making appropriate decisions, business orientations and risk mitigation measures.

6.2 Inflation risks

Risks in the corporate finance sector are often closely related to the inflation situation of the economy. Recently, Vietnam has taken more effective measures to manage inflation than in previous years.

According to data from the Central Statistical Office in 2024, the national CPI increased by 3.63% compared to the previous year, inflation was controlled below the threshold allowed by the National Assembly. On average, in 2024, core inflation increased by 2.71% compared to 2023, lower than the average CPI increased (3.63%). Risks from inflation and price increases can significantly affect economic indicators, especially in the production and trading of clean water and construction of water supply and drainage works.

Inflation is likely to increase production costs due to increases in raw materials and labor prices. Although inflation has been stable in recent years, it cannot be ruled out that the Vietnamese economy will face high inflation in the future. If inflation increases, business costs, including personnel, transportation, construction, maintenance, finance and many other management costs, will increase, seriously affecting the financial situation and business operations of the company.

To limit the risk of inflation, the Company has built a risk management system, proactively planned business with traditional raw material suppliers. In addition, the Company has implemented measures such as strengthening cost management, finding sources of construction materials at reasonable prices, optimizing production and operation processes to suit the market situation.

6.3 Legal risks

Vietnam's laws and policies are constantly changing and supplemented to suit international practices and customs, thus requiring the Company to promptly change its internal mechanisms and policies.

As a business operating in the form of a joint stock company, the operations of Bac Ninh Clean Water Joint Stock Company are mainly regulated by the Enterprise Law, Securities Law, etc. While the laws and sub-law documents in this field are in the process of being completed, changes in policies can always occur and when they occur, they will more or less affect the production and business activities of the enterprise.

6.4 Industry-specific risks

Natural water resources risks

With water sources exploited from nature, although the water flow is relatively stable, the Company may encounter risks when the natural conditions of the water source change. Changes in water quality will greatly affect the water treatment and production process and the water consumption flow is limited. In addition, the water environment may change due to the impact of the country's industrialization and modernization. Industrial production areas may discharge waste from factories into the river with a small flow but also affect the quality of the water source, with the risk of polluting the groundwater source. In particular, ferries and machines operating to exploit sand, gravel on the river can cause gasoline and oil leaks affecting the quality of the water source.

Technology risks

The water supply system plays an important role in the production and trading of clean water of the Company. However, it is inevitable that water leaks from the water pipes will cause water loss for the Company. In order to minimize the amount of water lost due to technical errors in the pipes, or due to leaks in the pipes due to long-term use, the Company applies advanced water supply system management.

6.5 Other risks

The Company's business operations may be affected by other risks such as risks caused by fire, natural disasters; risks during the process of offering, negotiating and signing contracts, etc. These risks may also directly or indirectly impact the Company's business operations.

II. Operations in the Year

1. Situation of production and business operations

1.1 Results of business operations in the year

Table 2: Business performance results 2023 - 2024

Unit: VND

Indicators	Year 2023	Year 2024	% change
Sales and Service Revenue	254,538,238,109	286,984,251,029	12.75
Net Revenue	254,538,238,109	286,984,251,029	12.75
Gross Profit	66,800,020,178	89,220,276,445	33.56
Net Profit	39,744,739,572	60,133,523,840	51.30
Other Profit	868,263,421	1,064,010,390	22.54
Profit Before Tax	40,613,002,993	61,197,534,230	50.68
Profit After Tax	35,475,435,785	51,279,213,733	44.55

(Source: Audited financial statements of Bac Ninh Clean Water JSC in 2024)

1.2 Implementation situation/actual progress against the plan

Table 3: Business performance in 2024 compared to 2023 and plan

Unit: million VND

Indicators	2023 Implement ation	2024 Planning	2024 Implemen tation	Compare 2024 implementation to	
				2024 Planning (%)	2023 Implement ation (%)
Total Revenue	258,797	274,905	290,867	5.81	12.39
Profit After Tax	35,475	28,218	51,279	81.72	44.55
Dividends (%)	7,8%	7,4%	A 7% advance has been made.		

(Source: Audited financial statements and Resolution of the Shareholders' Meeting in 2024)

2. Organization and Human resource

2.1 List of the Board of Management

Table 4: List of the Board of Management

No.	Name	Position
1	Mr. Luu Xuan Tam	General Director
2	Mr. Nguyen Dinh Ton	Deputy General Director
3	Mr. Tran Khanh Tinh	Deputy General Director
4	Ms. Nguyen Thi Phuong	Chief Accountant

Profile and ownership percentage of voting shares and other securities issued by the company of the members of the Board of Management:

Name:	Luu Xuan Tam
Year of birth:	1970
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	Engineer

Current position at the Company:	General Director
Work process:	+ January 1997 - August 2005: Construction team, technical staff, Deputy Head of Technical Planning Department, Head of Technical Planning Department of Bac Ninh Water Supply and Drainage Company. + August 2005 - August 2007: Deputy Director of Bac Ninh Center for Clean Water and Rural Environmental Sanitation. + August 2007 - April 2017: Deputy Director of Bac Ninh Water Supply and Drainage One Member Co., Ltd. + May 2017 - March 2021: Deputy General Director of Bac Ninh Clean Water Joint Stock Company. + April 2021 to present: General Director of Bac Ninh Clean Water Joint Stock Company.
Current positions held at other organizations:	Chairman of the Board of Directors of Water Supply Company No. 2 Joint Stock Company
Percentage of share ownership:	+ Number of individual shares owned: 56,900 shares (<i>Holding ratio: 0.15%</i>) + Number of representative shares owned: 13,142,279 shares (<i>Holding ratio: 35%</i>)

Name:	Nguyen Dinh Ton
Year of birth:	1975
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	Master
Current position at the Company:	Deputy General Manager
Work process:	+ January 1995 - December 2002: Accountant, Business Department of Bac Ninh Food Company. + January 2003 - December 2006: Accountant, Accounting Department of Bac Ninh Food Company. + June 2007 - December 2008: Employee, Deputy Head of Finance Department of Bac Ninh Water Supply and Drainage Company Limited. + January 2009 - September 2014: Head of Finance Department of Bac Ninh Water Supply and Drainage Company Limited. + October 2014 - April 2017: Chief Accountant of Bac Ninh Water Supply and Drainage Company Limited. + May 2017 to April 2020: Chief Accountant of Bac Ninh Clean Water Joint Stock Company. + April 2020 to present: Deputy General Director.
Current positions held at other organizations:	None
Percentage of share ownership:	+ Number of individual shares owned: 5,900 shares (<i>Holding ratio: 0.02%</i>)

	+ Number of representative shares owned: 5,278,000 shares (<i> Holding ratio: 14.06%</i>)
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Name:	Tran Khanh Tinh
Year of birth:	1982
Nationality:	Viet Nam
Cultural level:	University
Qualifications:	Civil engineer specializing in water supply and drainage
Current position at the Company:	Deputy General Manager
Work process:	+ September 2006 – December 2009: Technical staff at Bac Ninh Water Supply and Drainage Company Limited. + January 2010 - September 2010: Deputy Director of Drainage Enterprise at Bac Ninh Water Supply and Drainage Company Limited. + October 2010 – November 2012: Deputy Director of Project Management Board at Bac Ninh Water Supply and Drainage Company Limited + December 2012 – May 2016: Deputy Head of Technical Planning Department at Bac Ninh Water Supply and Drainage Company Limited + June 2016 – June 2024: Head of Technical Planning Department at Bac Ninh Clean Water Joint Stock Company + July 2024 to present: Deputy General Director at Bac Ninh Clean Water Joint Stock Company
Current positions held at other organizations:	None
Percentage of share ownership:	+ Number of individual shares owned: 5,900 shares (<i> Holding ratio: 0.02%</i>) + Number of representative shares owned: 0 shares (<i> Holding ratio: 0%</i>)

Name:	Nguyen Thi Phuong
Year of birth:	1989
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	Bachelor of Finance and Accounting
Current position at the Company:	Chief Accountant

Work process:	- May 2013 - December 2018: In charge of accounting at Long Phuong Company Limited - Bac Ninh surface water plant built transfer project. - January 2019 - March 2020: Chief Accountant at Long Phuong Company Limited - Bac Ninh surface water plant built transfer project. - May 2020 - October 2020: Deputy Head of Department - In charge of Finance Department of Bac Ninh Clean Water Joint Stock Company. + November 2020 - March 2021: Head of Finance Department. + April 2021 to present: Chief Accountant.
Current positions held at other organizations:	None
Percentage of share ownership:	+ Number of individual shares owned: 5,872 shares (<i>Holding ratio: 0.02%</i>) + Number of representative shares owned: 0 shares (<i>Holding ratio: 0%</i>)

2.2 Changes in the Board of Management

By Resolution of the 12th Board of Directors, Decision No. 388/QD-NSBN dated July 2, 2024, the Company appointed Mr. Tran Khanh Tinh - Head of Planning - Technical Department to hold the position of Deputy General Director of Bac Ninh Clean Water Joint Stock Company, the appointment period is 05 years.

2.3 Number of staffs

Table 5: Labor structure of the Company

No.	Labor classification	December 31, 2023	December 31, 2024
I	By labor level	296	301
1	University and post-university level	116	121
2	College and secondary level	90	92
3	Worker and general level	90	88
II	By gender	296	301
1	Male	163	169
2	Female	133	132
III	By employment contract	296	301
1	Seasonal contract (less than 3 months)	0	0
2	Contract from 3-12 months	0	0
3	Contract from 1-3 years	18	15
4	Contract without fixed term	278	286
IV	Classified by Department, Division	296	301
1	Board of Management	2	3
2	Specialized Control Board	0	0
3	Organization and Administration Department	15	19
4	Finance Department	12	12

No.	Labor classification	December 31, 2023	December 31, 2024
5	Planning and Technical Department	7	5
6	Project Management Department		6
7	Water Quality Control Department	3	3
8	Network Management Department	37	35
9	Customer Management Department	87	84
10	Electrical Workshop	7	9
11	Bac Ninh City Water Supply Plant	12	13
12	Bac Ninh Surface Water Plant	20	25
13	Pho Moi Town Water Supply Enterprise	22	20
14	Thua Town Water Supply Plant	18	16
15	Gia Binh Town Water Supply Plant	18	18
16	Cho Town Water Supply Plant	14	14
17	Tu Son Water Supply Enterprise	12	11
18	Construction Teams	10	8

(Source: Bac Ninh Clean Water Joint Stock Company)

Brief information and changes on the employee's policies

Identifying human resources as the foundation for the development, the Company has built and developed reasonable incentive policies for employees, specifically as follows:

- Working regime

According to the Government's regulations on working hours of 40 hours/week, employees must work according to the prescribed time. Specifically as below:

- Administrative and office blocks: 40 hours/week.
- Factories and water supply enterprises: Ensure 24/24 water supply. Depending on the production and business situation, negotiate with employees about working hours.
- Units doing contract work: Construction, Network management, Customer management, based on the Company's standards and norms for each department to perform during or outside the Company's working hours.

Good working conditions, environmental safety are guaranteed. Employees enjoy full labor protection regimes, toxic allowances, meal allowances, overtime, etc. Labor safety principles are strictly followed.

- Training and recruitment policy

Every year, the Company supports salaries, apprenticeship training, creates favorable conditions in terms of time and work for officers and employees to participate in in-service classes, courses and short-term training classes on business administration, financial accounting, tax policy, human resource management, investment management, focusing on improving professional working ability, operation worker.

- Salary, bonus and welfare policy

The company implements a salary policy based on job title and productivity for employees. At the same time, the company always cares about the lives and improves working conditions for employees, has a compensation policy for employees working in hot and hard conditions, has an annual sightseeing and vacation policy, and cares about employees during holidays.

3. Investment activities, project implementation

3.1 Major investments

3.2 Subsidiaries, associated companies

Bac Ninh Clean Water Joint Stock Company currently has 01 joint-venture company.

- **Joint-venture company:** Bac Ninh Water Supply Company Limited (*Business activities: Investment, construction, production and trading of water*).

4. Financial situation

4.1 Financial situation

Table 6: Financial situation of the Company

Unit: VND

Indicators	Year 2023	Year 2024	% change
Total asset	746,646,337,625	906,953,596,717	21.47
Net revenue	254,538,238,109	286,984,251,029	12.75
Profit from business activities	39,744,739,572	60,133,523,840	51.30
Other profits	868,263,421	1,064,010,390	22.54
Profit before tax	40,613,002,993	61,197,534,230	50.68
Profit after tax	35,475,435,785	51,279,213,733	44.55
Payout ratio (%/MG)	7,8%	A 7% advance has been made.	

(Source: Audited financial statements of Bac Ninh Clean Water JSC in 2024)

4.2 Major financial indicators

Table 7: Major financial indicators

Indicators	Unit	Year 2023	Year 2024
1. Solvency ratio			
Current ratio: Short term Asset/ Short term debt	Times	1.29	1.12
Quick ratio: (Short term Asset – Inventories)/ Short term Debt	Times	1.10	0.99
2. Capital structure ratio			
Debt/ Total assets ratio	%	45.00	52.92
Debt/ Owner's Equity ratio	%	81.81	112.38
3. Operation capability ratio			
Inventory turnover: Cost of goods sold/ Average inventory	Times	10.28	10.75
Total asset turnover: Net revenue/ Average Total Assets	Times	0.35	0.35
4. Profitability			

Profit after tax/ Net revenue ratio	%	13.94	17.87
Profit after tax/ Total capital ratio	%	8.82	12.01
Profit after tax/ Total assets ratio	%	4.84	5.65
Profit from business activities/ Net revenue ratio	%	15.61	20.95

(Source: Audited financial statements of Bac Ninh Clean Water JSC in 2024)

5. Shareholders structure, change in the owner's equity

5.1 Shares

Total number of shares and types of shares outstanding: 37,549,391 shares. By which:

- Number of freely transferable shares: 36,213,391 shares (accounting for 96.44%).
- Number of conditionally transferred shares: 1.336.000 shares (accounting for 3.56%)

5.2 Shareholders structure

Table 8: Shareholders structure as at February 7, 2025

No.	Shareholders	Number of shareholders	Number of shares	Proportion (%)
I	Domestic shareholders	316	37,549,391	100.00
1	State Shareholder	1	18,420,279	49.06
1.1	Bac Ninh Provincial People's Committee		18,420,279	49.06
2	Other Shareholder	315	19,129,112	50.94
2.1	Organization	1	13,165,245	35.06
2.2	Individual	314	5,963,867	15.88
II	Foreign Shareholders	0	0	0.00
1	Organizations	0	0	0.00
2	Individuals	0	0	0.00
	Total	316	37,549,391	100.00

(Source: List of shareholders of Bac Ninh Clean Water JSC at February 7, 2025)

Table 9: List of shareholders holding 5% or more as at February 7, 2025

No.	Name of organization, individual	ID card No./ Passport No./ Business registration No.	Address	Number of shares owned	Ratio (%) on actual contributed charter capital
1	People's Committee of Bac Ninh province		No. 11A Ly Thai To, Suoi Hoa district, Vietnam	18,420,279	49.06
2	Long Phuong Group Joint Stock Company	2300224741, issued on April 9, 2002 at the Business Registration	Hap Linh Industrial Park, Hap Linh ward, Bac Ninh city, Bac Ninh province, Vietnam	13,165,245	35.06

		Ninh province			
3	Vu Thi Chuyen	125258568, issued on June 19, 2019 at Bac Ninh province's Public Security	Trang Liet area, Trang Ha ward, Tu Son town, Bac Ninh province	1,980,261	5.27
	Total			33,565,785	89.39

(Source: List of shareholders of Bac Ninh Clean Water JSC at February 7, 2025)

5.3 Change in the owner's equity: None

5.4 Transaction of treasury stocks: None

5.5 Other securities: None

6. Environment-Social-Governance (ESG) Report of the Company

6.1 Management of raw materials

- The total amount of raw materials used for the manufacture and packaging of the products as well as services of the organization during the year: None
- The percentage of materials recycled to produce products and services of the organization: None

6.2 Energy consumption

- Energy consumption - directly and indirectly: None
- Energy savings through initiatives of efficiently using energy: None
- The report on energy saving initiatives (providing products and services to save energy or use renewable energy); report on the results of these initiatives: None

6.3 Water consumption (water consumption of business activities in the year)

- Water supply and amount of water used : None
- Percentage and total volume of water recycled and reused : None

6.4 Compliance with the law on environmental protection

- Number of times the company is fined for failing to comply with laws and regulations on environment: None
- The total amount to be fined for failing to comply with laws and regulations on the environment: None

6.5 Policies related to employees

a. Number of employees, average wages of workers

- Number of employees : 301 people
- Average wages of workers: 11 million VND/person/month

Table 10: Average wages of workers

Indicators	Year 2023	Year 2024	Percentage change (%)
Average salary (million VND/person/month)	14,6	14,8	101%

(Source: Bac Ninh Clean Water Joint Stock Company)

b. Labor policies to ensure health, safety and welfare of workers

The Company fully implements policies and regimes for employees in accordance with the provisions of law, ensuring stable work for employees, improving income, and caring for the material and spiritual life of employees. The Company has established a Reward and Welfare Fund to encourage employees in a timely manner when they encounter difficulties in life.

Every year, the Company organizes preliminary and final reviews, awards, and special awards to encourage employees who have contributed to the Company. The reward level depends on the production efficiency of the Company and the economic efficiency of the team and each employee.

Regarding labor safety: Means and tools of labor are always fully equipped and meet the requirements of safety standards for employees. For jobs with dangerous and toxic factors, employees are equipped with specialized and appropriate labor protection equipment to ensure safety.

c. Employee training

Every year, the Company supports salaries, apprenticeship training, creates favorable conditions in terms of time and work for officers and employees to participate in in-service classes, courses and short-term training classes on business administration, financial accounting, tax policy, human resource management, investment management, focusing on improving professional working ability.

6.6 Report on responsibility for local community

The community investments and other community development activities, including financial assistance to community service: None

6.7 Report on green capital market activities under the guidance of the SSC: None

III. Reports and assessments of the Board of Management (the Board of Management reports and assesses the Company's situation through every facet)

1. Assessment of operating results

Table 11: Business performance report 2024

Unit: VND

Indicators	December 31, 2023	December 31, 20234
Sales and Service Revenue	254,538,238,109	286,984,251,029
Deductions	-	-
Net Sales and Service Revenue	254,538,238,109	286,984,251,029
Cost of Goods Sold	187,738,217,931	197,763,974,584
Gross Profit	66,800,020,178	89,220,276,445
Financial Revenue	3,377,693,729	2,813,003,054
Financial Expenses	13,309,598,568	11,770,819,626
Selling Expenses	-	-
Administrative Expenses	17,123,375,767	20,128,936,033
Net Operating Profit	39,744,739,572	60,133,523,840

Other Income	881,158,305	1,070,204,392
Other Expenses	12,894,884	6,194,002
Other Profit	868,263,421	1,064,010,390
Total Accounting Profit Before Tax	40,613,002,993	61,197,534,230
Current Corporate Income Tax Expense	5,137,567,208	9,918,320,497
Profit After Corporate Income Tax	35,475,435,785	51,279,213,733
Basic Earnings Per Share	937	286,984,251,029

(Source: Audited financial statements of Bac Ninh Clean Water JSC in 2024)

2. Financial Situation

2.1 Assets

Table 12: The Company's assets as at December 31, 2024

Unit: VND

Indicators	Year 2023	Year 2024
A. CURRENT ASSETS	124,250,533,836	158,940,740,516
I. Cash and cash equivalents	57,939,296,070	30,986,613,786
II. Short-term financial investments	18,150,800,000	76,304,501,392
III. Short-term receivables	23,620,438,386	20,551,163,932
IV. Inventories	18,539,104,092	18,262,524,880
V. Other current assets	6,000,895,288	12,835,936,526
B. LONG-TERM ASSETS	622,395,803,789	748,012,856,201
I. Long-term receivables	-	-
II. Fixed assets	551,866,932,022	512,154,986,509
1. Tangible fixed assets	549,082,715,294	509,917,058,345
2. Intangible fixed assets	2,784,216,728	2,237,928,164
III. Long-term unfinished assets	44,716,435,385	200,346,381,604
IV. Long-term financial investments	14,270,362,558	14,270,362,558
V. Other long-term assets	11,542,073,824	21,241,125,530
TOTAL ASSETS	746,646,337,625	906,953,596,717

(Source: Audited financial statements of Bac Ninh Clean Water JSC in 2024)

2.2 Debt Payable

Table 13: The Company's liabilities in 2023 - 2024

Unit: VND

Indicators	Year 2023	Year 2024
I. CURRENT LIABILITIES	96,390,192,011	141,625,355,235
1. Short-term payables to suppliers	10,457,035,119	39,976,940,936
2. Advance payments from buyers	307,042,790	254,279,931
3. Taxes and other payables to the state	24,132,129,027	47,556,889,340
4. Payables to employees	12,392,844,420	12,623,084,318
5. Accrued expenses	2,401,650,073	1,821,612,707
6. Other short-term payables	17,638,668,225	12,580,554,791
7. Short-term borrowings and financial leasing debts	27,699,461,227	25,502,793,849

8. Bonus and welfare funds	1,361,361,130	1,309,199,363
II. LONG-TERM LIABILITIES	239,574,799,829	338,293,117,749
1. Long-term payables to suppliers	92,308,994,268	91,583,091,321
2. Long-term borrowings and financial leasing debts	147,265,805,561	246,710,026,428
TOTAL LIABILITIES	335,964,991,840	479,918,472,984

(Source: Audited financial statements of Bac Ninh Clean Water JSC in 2024)

3. Improvements in organizational structure, policies, and management

Advances in organizational structure, policies, and management: The management and leadership apparatus is streamlined and direct. Under the Board of Management, there are departments with specific functions and tasks under the close supervision and management of department heads. The company's policies are guaranteed to comply with current laws of the Vietnamese government, and human resources policies to promote the company's operations. The policy of paying employees according to their working capacity and good treatment has helped the company recruit truly capable employees who are dedicated to working for the company.

Control measures: The company has a Board of Supervisors consisting of members who supervise the financial activities as well as the management of the company.

The work of disclosing information as applied to public companies is strictly implemented by the Company's Board of Management and ensures compliance with the provisions of law.

4. Development plans in future

• Human resource development

- Organize training and developing the professional human resources with high professional qualifications, foreign languages and expand knowledge in other related fields to meet the development goals and requirements of the Company by 2025 and the following years.

- Focus on training engineers, professional managers, and skilled staff. Every year, the organization selects competent, qualified and politically qualified staff to send them for specialized training at home and abroad.

- Continue to improve the salary and income regime of staff and workers in the direction of promoting their capacity, intelligence, experience and work efficiency, and have a satisfactory treatment policy for highly qualified and high-performing workers to create long-term attachment to the Company, encourage workers to make more efforts in studying and improving their professional qualifications.

- Implement policies on rotation, appointment and development of a team of successor managers and professional staff.

• Brand development

- Focus on promoting investment resources in new and advanced technologies applied in Vietnam to have its own direction in the main industry and at the same time affirm the Company's brand.

- Promote the Company's image through cooperation with media agencies, newspapers, social organizations, etc. to raise awareness and responsibility of the entire company's staff in building and protecting the image and brand of Bac Ninh Clean Water.

• Specialized construction and installation capacity development

Along with the water supply production sector as a key strategic sector, the

Company also continues to strengthen its capacity, develop and expand its market share in the field of design and construction of water supply projects, and increase revenue in the field of design and construction of projects.

- **Focus on investing in resource development**

Increase the capacity of water exploitation and treatment at water supply plants to proactively meet the increased water demand of existing customers, while providing water to customers in new areas.

- **Focus on investing in network development**

Expand the coverage of the water supply system the company is managing (water supply pipeline network, transmission, distribution, service), in accordance with the water supply planning of Bac Ninh province.

5. **Explanation of the Board of Management for auditor's opinions: None**

6. **Assessment Report related to environmental and social responsibilities of the Company**

a. **Assessment concerning the environmental indicators (water consumption, energy, emissions, etc.)**

Aiming at the goal of sustainable development, Bac Ninh Clean Water Joint Stock Company is increasingly improving its service provision activities, ensuring reasonable environmental indicators (water consumption, energy, emissions, etc.), in accordance with permitted standards in areas such as: transportation, construction, demolition, installation of heating systems, electricity, etc., contributing significantly to the green - clean - beautiful area.

b. **Assessment concerning the labor issues**

Employees at Bac Ninh Clean Water Joint Stock Company are guaranteed an income level that is consistent with the general level of society, are fully equipped with modern working equipment, and are fully insured. Every year, the Company still sets aside a welfare reward fund, promptly rewarding individuals and groups with outstanding achievements in their work.

c. **Assessment concerning the corporate responsibility for the local community**

Over the past year, the company has fulfilled its responsibilities towards the local community, including participating in activities to raise public awareness about environmental protection, as well as supporting funds for the poor and for those who have made significant contributions to the nation, etc.

IV. **Assessments of the Board of Directors on the Company's operation (for joint stock companies)**

1. **Assessments of the Board of Directors on the Company's operation, including the assessment related to environmental and social responsibilities**

In 2024, despite many difficulties and challenges, all officers and employees of the Company have strived to successfully complete the economic and political tasks assigned by the People's Committee of Bac Ninh province. Economic and financial targets have all met and exceeded the set plan (Total revenue reached 290,867 billion, reaching 105.8% of the plan; Profit after tax reached 51,279 billion, reaching 181.7% of the plan) workers' income increased, ensuring harmony of interests of workers, the state and shareholders.

The Board of Directors and the Board of Management have always been proactive in signing contracts and building bidding documents for the provision of clean water services. Therefore, the production and business management has always been proactive, creating conditions for expanding production areas, creating jobs, and increasing income

for workers.

2. Assessment of Board of Directors on Board of Management s performance

2.1 Strengths

- Strictly complied with and implemented the provisions of the law, the Company Charter, the Resolutions of the General Meeting of Shareholders, and the Resolutions of the Board of Directors.

- Always demonstrated high responsibility, regularly followed up on work, directed closely, promptly, specifically, and decisively; promptly resolved difficulties and obstacles in production and business activities.

- Actively implemented the Resolutions and Decisions of the Board of Directors in accordance with the approved development policies and orientations.

- Actively proposed solutions suitable for each stage and specific conditions. Promoted all potential and strength of employees to complete the production and business tasks of the Company.

2.2 Limitations

The Company's Board of Management needs to continue to improve training and build a team of management staff. With the above-mentioned business and production results in 2024, the Board of Directors assesses that the Board of Management, under the direction of the Director, has completed the tasks assigned by the Board of Directors in 2024.

3. Plans and orientations of the Board of Directors

With the advantages and difficulties of the water supply industry, in 2025, the Board of Directors will be determined to direct the completion of the 2025 production and business plan as follows:

- Develop a feasible production and business plan and set specific and detailed revenue and profit targets for each department, division and unit by month, quarter, 6 months and year, and at the same time propose measures to implement the Plan optimally and flexibly.

- Recruit and perfect a team of high-quality personnel, focusing on technical experts and marketing experts.

- **Renovate the organization, strengthen and improve the effectiveness of the apparatus at the Company**

- Continue to innovate and rearrange functional departments, at the same time, consolidate and stabilize the organizational structure in the direction of streamlining, clearly assigning tasks, reducing focal points to create conditions for maximizing the capacity of staff.

- Organize training courses, raise awareness of management staff about administrative procedures, organize a system of circulating documents, update and transfer information in the operating apparatus to ensure accurate and timely handling of production situations and proper implementation of directives and orders of leaders.

- **Promote research and application of new technical measures and new technologies**

- Research, deploy and perfect the application of new technologies.

- Widely apply information technology in management and production and business operations to meet development needs.

- Build internal networks for each department (LAN); apply a unified management software.

V. Corporate governance**1. Board of Directors****1.1 Members and structure of the Board of Directors****Table 14: Member of the Board of Directors**

No.	Name	Position
1	Mr. Nguyen Tien Long	Chairman of the Board of Directors – Non-executive
2	Mr. Luu Xuan Tam	Vice Chairman of the Board of Directors and General Director (As presented in section II.2.1. Board of Management)
3	Mr. Nguyen Dinh Ton	Member of the Board of Directors (As presented in section II.2.1. Board of Management)
4	Ms. Vu Thi Chuyen	Member of the Board of Directors – Non-executive
5	Mr. Ngo Minh Chau	Independent member of Board of Directors (Dismissed from May 2024)
6	Mr. Nguyen Xuan Quyet	Independent member of Board of Directors (Supplemented from May 2024)

Mr. Nguyen Tien Long - Chairman of the Board of Directors – Non-executive

Name:	Nguyen Tien Long
Year of birth:	1971
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	
Current position at the Company:	Chairman of the Board of Directors – Non-executive
Work process:	+ 2002-2012: Chairman of the Board of Directors at Long Phuong Company (LLC) + 2006-2008: Member of the Bac Ninh Young Entrepreneurs Association + 2008-2022: Vice Chairman of the Bac Ninh Young Entrepreneurs Association + 2012-2020: Chairman at Long Phuong Company Limited + 2017-2024: Chairman of the Board of Directors at Bac Ninh Clean Water Joint Stock Company + 2020-2024: Chairman of the Board of Directors at Long Phuong Group Joint Stock Company + 2022-2024: Chairman of the Bac Ninh Young Entrepreneurs Association + 2022-2024: Vice Chairman of the Vietnam Young Entrepreneurs Association
Current positions held at other	Chairman of the Board of Directors - Long Phuong

organizations:	Group Joint Stock Company, Chairman of the Board of Directors of Bac Ninh Clean Water Joint Stock Company, Chairman of the Young Entrepreneurs Association of Bac Ninh Province, Vice Chairman of the Vietnam Young Entrepreneurs Association
Percentage of share ownership:	+ Number of individual shares owned: 0 shares (<i>Holding ratio: 0%</i>) + Number of representative shares owned: 13,165,245 shares (<i>Holding ratio: 35.06%</i>)

Ms. Vu Thi Chuyen - Non-executive member of the Board of Directors

Name:	Vu Thi Chuyen
Year of birth:	1987
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	Bachelor of Business Administration
Current position at the Company:	Non-executive member of the Board of Directors
Work process:	+ 2009-2011: Trading Specialist at Trang An Securities Joint Stock Company + 2012-April 2017: Deputy Director at Duc Thuy Company Limited + April 2017 to present: Chairman of the Board of Directors at Thuy Linh Trading and Investment Joint Stock Company + May 2017 to present: Member of the Board of Directors at Bac Ninh Clean Water Joint Stock Company
Current positions held at other organizations:	None
Percentage of share ownership:	+ Number of individual shares owned: 1,980,261 shares (<i>Holding ratio: 5.27%</i>) + Number of representative shares owned: 0 shares (<i>Holding ratio: 0%</i>)

Mr. Nguyen Xuan Quyet - Independent member of Board of Directors

Name:	Nguyen Xuan Quyet
Year of birth:	1979
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	Water supply and drainage engineer of University of Construction, Master of Economic Management of National Economics University
Current position at the Company:	Independent member of Board of Directors
Work process:	+ January 2004 - June 2010: Technical Officer, Deputy

	<p>Head of Department at Construction and Installation Team III, Project Management Department, Bac Ninh Water Supply and Drainage Company</p> <p>+ July 2010 – September 2014: Enterprise Director at Wastewater Management Enterprise, Bac Ninh Water Supply and Drainage Company Limited</p> <p>+ October 2014 – October 2015: Deputy Director of the Company at Bac Ninh Water Supply and Drainage Company Limited</p> <p>+ November 2015 – February 2017: Chairman and Director at Bac Ninh Drainage and Wastewater Treatment Company Limited</p> <p>+ February 2017 – February 2025: Member of the Board of Directors, Representative of State capital, Director of the Company</p> <p>+ May 2024 to present: Independent member of the Board of Directors at Bac Ninh Clean Water Joint Stock Company</p>
Current positions held at other organizations:	Member of Board of Directors, Director, Representative of State capital at Bac Ninh Drainage and Wastewater Treatment Joint Stock Company
Percentage of share ownership:	<p>+ Number of individual shares owned: 0 shares (<i> Holding ratio: 0%</i>)</p> <p>+ Number of representative shares owned: 0 shares (<i> Holding ratio: 0%</i>)</p>

1.2 The committees of the Board of Directors: None

1.3 Activities of the Board of Directors

The Board of Directors has performed its functions well, promptly discussed to provide directions for the Board of Directors to implement the Company's business targets. The Board of Directors always updated the Company's operations through the Board of Directors' reports, and directed the Board of Directors to monitor the implementation of assigned goals at the same time.

Performing the management and supervision functions, in 2023, the Board of Directors held meetings and decided on important contents, at the same time, inspected the implementation of governance regulations, regulations issued by the Board of Directors and the compliance with regulations of the State and competent agencies.

1.4 Activities of the Board of Directors independent members: None

1.5 The list of members of the Board of Directors possessing certificates on corporate governance. The list of members of the Board of Directors participating in corporate governance training programs in the year: None

2. Board of Supervisors

2.1 Members and structure of the Board of Supervisors

Table 15: Member of the Board of Supervisors

No.	Name	Position
1	Ms. Tran Thi	Head of the Board of Supervisors

	Huong	
2	Ms. Nguyen Thi Mai Lan	Member of the Board of Supervisors
3	Mr. Nguyen Hong Thien	Member of the Board of Supervisors (Supplemented in May 2024)
4	Mr. Nguyen Van An	Member of the Board of Supervisors (Dismissed in May 2024)

Ms. Tran Thi Huong - Head of the Board of Supervisors

Name:	Tran Thi Huong
Year of birth:	1972
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	
Current position at the Company:	Head of the Board of Supervisors
Work process:	+ 1998 - 2008: Accountant at Bac Ninh Water Supply and Drainage Company Limited + 2009 - 2017: Inspector at Bac Ninh Water Supply and Drainage Company Limited + 2017-2025: Head of Board of Supervisors at Bac Ninh Clean Water Joint Stock Company
Current positions held at other organizations:	None
Percentage of share ownership:	+ Number of individual shares owned: 7,100 shares (<i>Holding ratio: 0.02%</i>) + Number of representative shares owned: 0 shares (<i>Holding ratio: 0%</i>)

Ms. Nguyen Thi Mai Lan - Member of the Board of Supervisors

Name:	Nguyen Thi Mai Lan
Year of birth:	1976
Nationality:	Viet Nam
Cultural level:	12/12
Qualifications:	Bachelor of Accounting
Current position at the Company:	Member of the Board of Supervisors
Work process:	+ 1997 - 2013: Accountant at Bac Ninh Water Supply and Drainage Company Limited + 2013 - 2017: Inspector at Bac Ninh Water Supply and Drainage Company Limited + 2017 to present: Member of the Board of Supervisors at Bac Ninh Clean Water Joint Stock Company
Current positions held at other organizations:	None
Percentage of share ownership:	+ Number of individual shares owned: 6,600 shares

	(<i>Holding ratio: 0.02%</i>) + Number of representative shares owned: 0 shares (<i>Holding ratio: 0%</i>)
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Mr. Nguyen Hong Thien - Member of the Board of Supervisors

Name:	Nguyen Hong Thien
Year of birth:	1965
Nationality:	Viet Nam
Cultural level:	10/10
Qualifications:	Bachelor of Laws
Current position at the Company:	Member of the Board of Supervisors
Work process:	+ 1984 - 1989: Studied at the Police Academy of the Ministry of Public Security + 1989 - 2023: Senior investigator at the Economic Police Department of the Ministry of Public Security
Current positions held at other organizations:	Member of Legal Department of Long Phuong Trading Company
Percentage of share ownership:	+ Number of individual shares owned: 0 shares (<i>Holding ratio: 0%</i>) + Number of representative shares owned: 0 shares (<i>Holding ratio: 0%</i>)

2.2 Activities of the Board of Supervisors

In 2024, the Board of Supervisors held regular meetings to inspect and supervise compliance with the provisions of the Enterprise Law, the Company's Charter in the process of managing and operating the Company's production and business activities, specifically as follows:

- Reviewed the validation of the Board of Director's and Board of Management's decisions in management and operation; Controlled the order and procedures for issuing documents of the Company to ensure compliance with the provisions of the Law and the Company's Charter; Supervised the Company's law enforcement.

- Inspected and evaluated the Company's main processes to detect potential risks or shortcomings in the internal management system, thereby proposing appropriate recommendations and solutions.

- Representatives of the Board of Supervisors attended and gave opinions at meetings of the Board of Directors, inspected and supervised the implementation of the contents of the Resolution of the General Meeting of Shareholders.

- Supervised the implementation and disclosure of information of the Company in accordance with the provisions of the Securities Law and relevant legal documents.

- Reviewed periodic reports prepared by the Board of Management: Checked quarterly and annual financial reports to assess the truthfulness and reasonableness of financial data. At the same time, coordinated with the independent auditor to review the impact of essential accounting and auditing errors on the financial statements; supervised the Board of Management in implementing the recommendations made by the auditor.

3. Strengthen corporate governance

3.1 Financial - Accounting management

Managed and used capital effectively, accounted according to legal accounting standards, updated new circulars, decrees, policies, updated Misa accounting software and Citywork invoice printing software.

3.2 Customer relationship management

The Customer Care Center of Bac Ninh Clean Water Joint Stock Company is the official channel of the Company, the place to receive requests, feedback and answer questions from customers. After going into operation, the Customer Care Center has brought many positive results to the Company, specifically as follows:

- Became the only contact point to receive and answer customer feedback, and help customer information to be sent to a certain unit, thereby reducing the information that specialized units have to perform, and minimizing information loss or missing work content. Became the place to manage information, urge specialized units to quickly handle work, meet customer needs, help customers feel satisfied when using the water supply service of Bac Ninh Clean Water Joint Stock Company.

- Shortened the time to assign work to specialized departments, saved money on printing repair vouchers, etc.

- Became the unit managing and controlling the progress of work completion of specialized departments, from which can provide a summary report on the repair situation to help the Company's leaders grasp the level of work completion of each unit in the month, quarter, year.

3.3 Quality relationship management

The company had a laboratory meeting ISO/IEC 17025:2017 standards, proactively checking and monitoring water quality at production stages. Clean water quality indicators are strictly controlled to ensure compliance with the Ministry of Health's QCVN 01-1:2018/BYT and local standards QCDP 01:2021/BN. Water quality inspection and monitoring were carried out in each production shift, from the source to the treatment stages, thereby promptly detecting and handling factors affecting water quality. Established chemical norms suitable for the water quality of each factory, and controlled chemical quality to ensure quality according to regulations. To proactively self-test and monitor water quality better, the Company will continue to invest in additional machinery and equipment for water quality control, and install an additional online water quality monitoring system to facilitate operations.

4. Transactions, remunerations and benefits of the Board of Directors, Board of Management and Board of Supervisors

4.1 Salary, rewards, remuneration and benefits

Table 16: Salary, rewards of Board of Management, and remuneration of Board of Directors and Board of Supervisors

No.	Name	Position	Year 2024	Year 2023
I.	Board of Directors		468,000,000	468,000,000
1	Mr. Nguyen Tien Long	Chairman of the Board of Directors – Non-executive	120,000,000	120,000,000
2	Mr. Luu Xuan Tam	Vice Chairman of the Board of	96,000,000	96,000,000

		Directors and General Director		
3	Mr. Nguyen Dinh Ton	Member of the Board of Directors	84,000,000	84,000,000
4	Ms. Vu Thi Chuyen	Member of the Board of Directors - Non-executive	84,000,000	84,000,000
5	Mr. Ngo Minh Chau	Independent member of the Board of Directors	35,000,000	84,000,000
6	Mr. Nguyen Xuan Quyet	Independent member of the Board of Directors	49,000,000	
II.	Board of Management		2,362,120,000	2,000,600,000
1	Mr. Luu Xuan Tam	General Director	779,120,000	682,600,000
2	Mr. Nguyen Dinh Ton	Deputy General Director	590,000,000	526,000,000
3	Mr. Tran Khanh Tinh	Deputy General Director	454,000,000	315,000,000
4	Ms. Nguyen Thi Phuong	Chief Accountant	539,000,000	477,000,000
III.	Board of Supervisors		606,000,000	623,000,000
1	Ms. Tran Thi Huong	Head of the Board of Supervisors	332,000,000	319,000,000
2	Ms. Nguyen Thi Mai Lan	Member of the Board of Supervisors	254,000,000	244,000,000
3	Mr. Nguyen Van An	Member of the Board of Supervisors (Dismissed on May 2024)	20,000,000	60,000,000
4	Mr. Nguyen Hong Thien	Member of the Board of Supervisors (Supplemented on May 2024)	40,000,000	

(Source: 2024 audited financial statements and Resolution of the Company's 2024 Annual General Meeting of Shareholders)

() The remuneration of the Board of Directors and Board of Supervisors in 2024 was approved at the 2024 Annual General Meeting of Shareholders.*

4.2 Share transactions by internal shareholders:

None

4.3 Contracts or transactions with internal shareholders

None

4.4 Assessing the Implementation of regulations on corporate governance

None

VI. Financial statements

1. Auditor's opinions

Auditor's opinion:

In our opinion, the financial statements gave a true and fair view, in all essential financial position aspects of Bac Ninh Clean Water Joint Stock Company as at December 31, 2024, as well as the results of its operations and its cash flows for the fiscal year ended on the same day, in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System and the relevant legal regulations on preparation and presentation of financial statements.

Other issues:

The Company's financial statements for the fiscal year ended December 31, 2024 have been audited by the auditors and AASC Auditing Company Limited. The auditors have expressed an unqualified audit opinion on these statements on February 8, 2023.

2. Audited financial statements

The Company's audited financial statements for the year 2024 include: Balance sheet; Business performance report; Cash flow statement; Notes to the financial statements in accordance with the law on accounting and auditing, audited by AASC Auditing Company Limited. The full text of the audited financial statements for the year 2024 is posted on the Company's website at: www.nuocsachbacninh.vn

Bac Ninh, March 26, 2024

**CONFIRMATION BY THE COMPANY'S
LEGAL REPRESENTATIVE
GENERAL DIRECTOR**



Luu Xuan Tam

Recipients:

- SSC, HNX;
- Shareholders (Company's website);
- Members of Board of Directors, Board of Supervisors;
- Archived Office, Administrative Organization.