

**CÔNG TY CỔ PHẦN
NƯỚC SẠCH BẮC NINH
BAC NINH CLEAN WATER
JOINT STOCK COMPANY**

**CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

Số/No.: 212 /CBTT-BNW

Bắc Ninh, ngày 27 tháng 03 năm 2025
Bac Ninh, March 27, 2025

**CÔNG BỐ THÔNG TIN
DISCLOSURE OF INFORMATION**

Kính gửi/To: - Ủy ban Chứng khoán Nhà nước
The State Securities Commission
- Sở Giao dịch chứng khoán Hà Nội
Hanoi Stock Exchange
- Quý cổ đông Công ty cổ phần nước sạch Bắc Ninh
Shareholders of Bac Ninh Clean Water Joint Stock Company

Công ty/ Company: CÔNG TY CỔ PHẦN NƯỚC SẠCH BẮC NINH/ BAC NINH
CLEAN WATER JOINT STOCK COMPANY

Mã chứng khoán/ Securities code: BNW

Địa chỉ trụ sở chính/ Head office address: Số 57 Ngô Gia Tự, phường Thị Cầu, thành phố Bắc Ninh, tỉnh Bắc Ninh, Việt Nam/ No. 57 Ngo Gia Tu, Thi Cau Ward, Bac Ninh City, Bac Ninh Province, Viet Nam.

Điện thoại/ Telephone: 0222.3824369

Fax: 0222.3822708

Người đại diện theo pháp luật/ Legal representative: Ông Lưu Xuân Tâm - Chức vụ:

Tổng giám đốc/ Mr. Luu Xuan Tam - Position: General Director

Người Ủy quyền CBTT: ông Ngô Việt Thắng

Web: <http://nuocsachbacninh.vn/>

Loại thông tin công bố/ Type of Information Disclosure:

24h 72h

Yêu cầu/ Request Bất thường/ Extraordinary Định kỳ/ Periodic

Nội dung thông tin công bố/ Content of the disclosed information:

Thông báo số 11/TB-BNW ngày 27/03/2025 về việc tổ chức Đại hội đồng cổ đông thường niên năm 2025/ Notification No. 11/TB-BNW dated 27/03/2025 regarding the organization of the 2025 Annual General Meeting of Shareholders.

Thông tin này kèm theo tài liệu được công bố trên website của Công ty tại: <https://nuocsachbacninh.vn/> This information is accompanied by documents published on the Company's website at: https://nuocsachbacninh.vn



Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/ *We hereby declare that all information provided in this announcement is true and accurate. We shall be legally responsible for the accuracy of our information disclosure.*

Trân trọng/ *Sincerely./*

Nơi nhận/ Recipients:

- Như kính gửi/ *As above;*
- Đăng website Công ty/ *Published on the company's website;*
- Lưu TCHC/ *Archived:*
Organization and Administration Department.

**ĐẠI DIỆN TỔ CHỨC/ REPRESENTATIVE
OF THE ORGANIZATION**

Người đại diện theo pháp luật/ Người UQCBTT
*Legal representative/ Authorized person
for information disclosure*

(Ký, ghi rõ họ tên, chức vụ, đóng dấu)
(Signature, full name, title, seal)



Ngô Việt Thắng



No.: 11/TB-BNW

Bac Ninh, March 27, 2025

**INVITATION LETTER
TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: Shareholders of Bac Ninh Clean Water Joint Stock Company

The Board of Directors of Bac Ninh Clean Water Joint Stock Company sincerely invite our esteemed shareholders to attend the 2025 Annual General Meeting of Shareholders of Bac Ninh Clean Water Joint Stock Company. The details are as follows.

1. Time: 08h30, April 18, 2025.

2. Venue: Hall B, Kinh Bac Cultural Center.

Address: Kinh Duong Vuong Street, Bac Ninh City, Bac Ninh Province.

3. Conditions for attendance at the AGM:

- Members of the Board of Directors; Members of the Board of Supervisors
- Shareholders listed in the shareholder register of Bac Ninh Water Supply Joint Stock Company as of March 19, 2025, as issued by the Vietnam Securities Depository and Clearing Corporation.

4. Agenda: According to the attached agenda

5. Registration to participate and provide feedback on the AGM agenda:

Shareholders are kindly requested to submit:

A confirmation of attendance (for direct participants) and/or a Letter of Authority along with a copy of the ID /Citizen ID/ Passport/Business Registration Certificate of the authorizing person (in case of authorization to attend the AGM) by 4:00 PM, April 8, 2025 to the Organizing Committee of the 2025 Annual General Meeting of Shareholders of Bac Ninh Clean Water Joint Stock Company. The contact details are:

Contact: Mr. Ngo Viet Thang - Head of Organization and Administration Department;
Phone: 0982.480.234; Email: thangbn118@gmail.com

Address: No. 57 Ngo Gia Tu, Thi Cau Ward, Bac Ninh City, Bac Ninh Province, Viet Nam.

6. AGM documents:

Relevant documents for the AGM will be posted on company's website at: <http://nuocsachbacninh.vn/>. Shareholders are kindly requested to visit the website to download the documents.

Your presence will contribute to the success of the Annual General Meeting of Shareholders.

Sincerely!

Recipients:

- Shareholders of Bac Ninh Clean Water Joint Stock Company;
- Archived: Organization and Administration Department.

Notes:

- Shareholders or authorizing representatives are kindly requested to bring and present the following documents: invitation letter, ID/Citizen ID; introduction letter, letter of authority, and a copy of the Business Registration Certificate (if representing an organization) for the AGM Organizing Committee to verify shareholder eligibility.
- Shareholders attending the meeting will bear their own expenses.
- Dress code for delegates attending the AGM: For Bac Ninh Clean Water Joint Stock Company shareholders: Wear the company office uniform: For non-company shareholders: White shirt, dark-colored trousers/skirt (long-sleeve shirt and tie for men).

**ON BEHALF OF BOARD OF
DIRECTORS ✓
CHAIRMAN**



Nguyen Tien Long

No: /CBTT-BNW

Bac Ninh, March ,2025

DISCLOSURE OF INFORMATION

To: - The State Securities Commission
- The Hanoi Stock Exchange
- Shareholders of Bac Ninh Clean Water Joint Stock Company

Company: BAC NINH CLEAN WATER JOINT STOCK COMPANY

Securities code: BNW

Head office address: No. 57 Ngo Gia Tu, Thi Cau Ward, Bac Ninh City, Bac Ninh Province, Viet Nam.

Telephone: 0222.3824369 Fax: 0222.3822708

Legal representative: Mr. Luu Xuan Tam - Position: General Director

Web: <http://nuocsachbacninh.vn/>

Type of Information Disclosure: 24h 72h Request Extraordinary
Periodical

Information to be disclosed:

Notification No. /TB-BNW dated /03/2025 regarding the organization of the 2025 Annual General Meeting of Shareholders.

This information is accompanied by documents published on the Company's website at: <https://nuocsachbacninh.vn>

We hereby declare that all information provided in this announcement is true and accurate. We shall be legally responsible for the accuracy of our information disclosure.

Sincerely./.

Recipients:

- As above;
- Published on the company's website;
- Archived: Organization and Administration Department.

**LEGAL REPRESENTATIVE
GENERAL DIRECTOR**

Luu Xuan Tam

No.: 11/TB-BNW

Bac Ninh, March 27, 2025

**INVITATION LETTER
TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: Shareholders of Bac Ninh Clean Water Joint Stock Company

The Board of Directors of Bac Ninh Clean Water Joint Stock Company sincerely invite our esteemed shareholders to attend the 2025 Annual General Meeting of Shareholders of Bac Ninh Clean Water Joint Stock Company. The details are as follows.

1. Time: 08h30, April 18, 2025.

2. Venue: Hall B, Kinh Bac Cultural Center.

Address: Kinh Duong Vuong Street, Bac Ninh City, Bac Ninh Province.

3. Conditions for attendance at the AGM:

- Members of the Board of Directors; Members of the Board of Supervisors

- Shareholders listed in the shareholder register of Bac Ninh Water Supply Joint Stock Company as of March 19, 2025, as issued by the Vietnam Securities Depository and Clearing Corporation.

4. Agenda: According to the attached agenda

5. Registration to participate and provide feedback on the AGM agenda:

Shareholders are kindly requested to submit:

A confirmation of attendance (for direct participants) and/or a Letter of Authority along with a copy of the ID /Citizen ID/ Passport/Business Registration Certificate of the authorizing person (in case of authorization to attend the AGM) by 4:00 PM, April 8, 2025 to the Organizing Committee of the 2025 Annual General Meeting of Shareholders of Bac Ninh Clean Water Joint Stock Company. The contact details are:

Contact: Mr. Ngo Viet Thang - Head of Organization and Administration Department;

Phone: 0982.480.234; Email: thangbn118@gmail.com

Address: No. 57 Ngo Gia Tu, Thi Cau Ward, Bac Ninh City, Bac Ninh Province, Viet Nam.

6. AGM documents:

Relevant documents for the AGM will be posted on company's website at: <http://nuocsachbacninh.vn/>. Shareholders are kindly requested to visit the website to download the documents.

Your presence will contribute to the success of the Annual General Meeting of Shareholders.

Sincerely!

Recipients:

- Shareholders of Bac Ninh Clean Water Joint Stock Company;
- Archived: Organization and Administration Department.

Notes:

1. Shareholders or authorizing representatives are kindly requested to bring and present the following documents: invitation letter, ID/Citizen ID; introduction letter, letter of authority, and a copy of the Business Registration Certificate (if representing an organization) for the AGM Organizing Committee to verify shareholder eligibility.

2. Shareholders attending the meeting will bear their own expenses.

3. Dress code for delegates attending the AGM: For Bac Ninh Clean Water Joint Stock Company shareholders: Wear the company office uniform: For non-company shareholders: White shirt, dark-colored trousers/skirt (long-sleeve shirt and tie for men).

**ON BEHALF OF BOARD OF
DIRECTORS
CHAIRMAN**

Nguyen Tien Long

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

....., date ... month year 2025

CONFIRMATION LETTER
ATTENDING OR AUTHORIZING REPRESENTATIVE FOR 2025 ANNUAL
GENERAL MEETING OF SHAREHOLDERS

To: The Organizing Committee of the 2025 Annual General Meeting of Shareholders
Bac Ninh Clean Water Joint Stock Company

Personal/ Organization Name:
Shareholder of Bac Ninh Clean Water Joint Stock Company
ID/Passport/Citizen ID/Business Registration Certificate Numer :.....
Issued on:/...../.....at.....
Address:
Contact phone number:
Total shares owned as of the final registration list on March 19, 2025:
Based on the invitation letter for the 2025 Annual General Meeting of Shareholders, No. ...**TB-BNW** dated ... **March 2025** from the Board of Directors of Bac Ninh Clean Water Joint Stock Company, I confirm my participation in the meeting as follows:

1. Attendance in person

Shareholder signs to confirm and clearly states full name
(If attending in person)

2. Authorization for the individual/ organization below:

Personal/ Organization Name:
ID/Passport/Citizen ID/Business Registration Certificate Number:
Issued on:/...../..... at
Address:
Phone number:
Number of shares authorized:

Authorized individuals/organizations **are entitled to represent my shares** in the meeting and vote on issues related to the contents of the Annual General Meeting of Shareholders of Bac Ninh Clean Water Joint Stock Company in 2025.

This letter of authorization is effective from the date of signing until the closing of the 2025 Annual General Meeting of Shareholders. I hereby undertake not to complain about the voting results of the person I authorize above./.

AUTHORIZING PARTY
(Signature with the full name)

AUTHORIZED PARTY
(Signature with the full name)

Shareholders are required by 4:00 PM on April 8, 2025.

**AGENDA OF THE 2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS
BAC NINH CLEAR WATER JOINT STOCK COMPANY**

Time: 8:00 AM on April 18, 2025

Venue: Hall B. Kinh Bac Cultural Center.

TIME	AGENDA
8:00-8:30	<p>Welcoming guest and verifying shareholders' eligibility</p> <ul style="list-style-type: none"> - Welcoming guest, verifying shareholders' eligibility, and compiling the list of attending shareholders. - Distributing documents, ballot, voting card.
8:30-8:50	<p>Opening of the Annual General Meeting of Shareholders:</p> <ul style="list-style-type: none"> - The organizing committee announces the reasons, introduces delegates and guests; - Approving the Report of shareholders' eligibility verification and declaring the conditions for conducting the General Meeting of Shareholders in accordance with the law and the company's Charter; - Introducing the Presidium, approving the Secretariat, Vote counting committee; Inviting the Presidium, the Secretariat to take their position; - The chairperson delivers the opening speech; - Approving AGM Regulations, AGM voting rules;
8:50-9:00	<p>Shareholders vote on Agenda and Program</p>
9:00-10:30	<p>Approval of Reports and Proposals; Collecting shareholders' voting opinions:</p> <ul style="list-style-type: none"> - Report on 2024 Performance results and 2025 Orientation of the Board of Directors; - Report on the activities of the Board of Supervisors in 2024; - Report on the 2024 Business Operations Results and the Development of the 2025 Business Plan; - Audited financial statements for the year 2024 - Proposal on approving the plan for profit distribution and dividend payment for the year 2024 - Proposal on approving the proposed plan for profit distribution and dividend payment for the year 2025; - Proposal on approving the remuneration for the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2024 and the plan for 2025; - Proposal for selecting the independent auditing firm for 2025. - Report on the loan for Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline. - Proposal on approving amendments and supplements to the Charter; Internal governance regulations of Bac Ninh Clean Water Joint Stock Company. - Other contents within the authority of the General Meeting (if any); <p>Discussion</p> <p><i>The Presidium, Board of Supervisors, and relevant members respond to shareholders' opinion.</i></p>
10:30-10:45	<p>Shareholders will record and vote on the contents of the reports and proposals.</p>
10:45-11:00	<p>Break; Vote Counting Committee works.</p>
11h00-11h15	<p>Report and Approval of the Voting Results</p>
11h15-11h30	<p>Approving the Meeting Minutes and AGM Resolution</p>
11h30	<p>Closing of the General Meeting of Shareholders and having lunch</p>

(The program may change depending on the developments during the meeting)

Bac Ninh, April ,2025

**REGULATIONS
ON THE ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING
OF SHAREHOLDERS
BAC NINH CLEAN WATER JOINT STOCK COMPANY**

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and relevant legal documents;
- The Charter on the Organization and Operation of Bac Ninh Clean Water Joint Stock Company
- Other relevant legal documents.

The Organizing Committee of the 2025 Annual General Meeting of Shareholders hereby promulgates the Regulations on the Organization of the 2025 Annual General Meeting of Shareholders of Bac Ninh Clean Water Joint Stock Company:

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope and Subject of application

1. This Regulation is applicable to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the “General Meeting”) of Bac Ninh Clean Water Joint Stock Company.

2. This Regulation specifically stipulates the rights and obligations of shareholders, legally authorized representatives of shareholders, and other participants in the General Meeting regarding the conditions, procedures conducting the General Meeting, and voting on matters within the authority of the General Meeting.

3. Shareholders, legally authorized representatives of shareholders, and other participants in the General Meeting are responsible for complying with the provisions of this Regulation.

Article 2. Objectives

1. To ensure the principles of transparency and openness.
2. To facilitate the successful organization of the General Meeting in compliance with legal regulations.

**CHAPTER II
CONDITIONS FOR ATTENDANCE AT THE GENERAL MEETING, RIGHTS
AND OBLIGATIONS OF SHAREHOLDERS AND ATTENDEES**

Article 3. Conditions for Attending the General Meeting

Shareholders whose names are listed on the register of shareholders as of the record date for attending the General Meeting have the right to participate directly or authorize another individual to attend on their behalf.

Article 4. Rights of Shareholders Attending the General Meeting

1. Shareholders may attend the General Meeting in one of the following forms:
 - a. Directly attending the General Meeting of Shareholders.
 - b. Authorizing another individual to attend the General Meeting of Shareholders. In cases where a shareholder is an organization without a designated authorized representative as prescribed in Clause 2 and Clause 4, Article 14 of the Law on Enterprises, the organization may appoint another individual to attend the General Meeting of Shareholders. Shareholders who are organizations holding at least 10% of the total ordinary shares shall have the right to authorize up to three representatives to attend the General Meeting. If an organization appoints multiple authorized representatives, it must specify the number of shares each representative represents. If the number of shares is not specified, the total number of shares shall be equally divided among the authorized representatives.
2. Shareholders shall be informed by the Organizing Committee about the agenda of the General Meeting in a transparent manner.
3. Shareholders shall have the right to speak, discuss, and vote on all matters within the General Meeting's agenda, subject to the jurisdiction of the General Meeting, as prescribed by the Law on Enterprises (2020), relevant legal regulations, and the Charter of Bac Ninh Clean Water Joint Stock Company.
4. At the General Meeting, each shareholder or duly authorized representative attending the meeting shall receive a Voting Card, a Ballot, and an Election Ballot (if applicable), which shall include the shareholder's name, shareholder identification number, the number of voting rights owned, the number of voting rights received by proxy, and the total number of voting rights represented after registering for attendance with the Shareholder Eligibility Examination Committee.
5. The voting value of the Voting Card and Ballot shall correspond to the percentage of voting shares held or represented at the General Meeting, based on the total number of voting shares held by the attendees.
6. In cases where members of the Board of Directors or the Board of Supervisors are being elected, the voting value of the Election Ballot shall be calculated based on the total number of election votes, equivalent to the number of shares owned multiplied by the number of positions to be elected (following the cumulative voting method as stipulated in Clause 3, Article 148 of the Law on Enterprises).
7. Shareholders or their authorized representatives arriving late to the General Meeting are entitled to register immediately and have the right to participate and vote during the General Meeting. However, the Chairman is not responsible for halting the meeting, and the validity of the votes cast prior to their arrival will not be affected. In the event that the Ballot Counting Committee is in the process of counting ballots, shareholders shall not be entitled to vote. The Ballot Counting Committee shall be responsible for calculating the number of shares with voting rights at the General Meeting to determine the approval ratio for subsequent voting items.

Article 5. Obligations of Shareholders Attending the General Meeting

1. Shareholders or their authorized representatives attending the General Meeting shall bring the following documents:
 - a. ID/Citizen ID/Passport or other personal identification documents (if an individual)
 - b. A certified copy of the Business Registration Certificate and the ID/ Citizen ID /Passport or other personal identification documents of the legal representative (if a corporate entity)

Shareholders shall only be allowed to officially attend and vote at the General Assembly

after completing the registration procedures and having their eligibility as shareholders and/or authorized representatives verified as valid by the Shareholder Eligibility Examination Committee.

2. In the event that a shareholder has authorized another person without providing a written notice of revocation, the shareholder shall not receive a Voting Card, Ballot, or Election Ballot at the General Assembly if their authorized representative has already completed the procedures to receive these documents.

3. An authorized representative attending the General Meeting shall not delegate their authority to a third party.

4. During the General Meeting, shareholders or their representatives shall comply with the instructions and direction of the Chairperson, respect the proceedings of the General Meeting, conduct themselves in a civil and courteous manner, and refrain from causing disruptions.

5. Shareholders and authorized representatives attending the General Meeting shall strictly comply with these Regulations. In case of any violations, depending on the severity, the Chairperson shall consider and take appropriate action in accordance with Article 146 of the prevailing Enterprise Law.

6. For voting conducted by raising the Voting Card, in the event that a shareholder leaves the meeting before the General Meeting votes without notifying the Ballot Counting Committee, that shareholder shall be deemed to have agreed to all matters to be voted on during their absence.

Article 6. Rights and Duties of the Chairperson and the Presidium

1. The Chairperson and members of the Presidium shall be elected by the General Meeting through voting by raising the Voting Card.

2. The Presidium of the General Assembly shall have the following rights and responsibilities:

a. Preside over and direct the General Meeting; take necessary actions to conduct the General Meeting in a lawful and orderly manner, ensuring that the General Meeting reflects the will of the majority of attending shareholders;

b. Decide on key issues, procedures, or unforeseen events arising outside the General Meeting's agenda, with the highest decision-making authority;

c. Guide the General Meeting in discussions and in collecting votes on matters within the General Meeting's agenda;

d. Present drafts and conclusions on necessary matters requiring a vote by the General Meeting;

e. Respond to or designate a Presidium member to respond to matters requested by the General Meeting;

f. Have the authority to postpone the General Meeting to another time and location (in accordance with the 2020 Enterprise Law and the Charter of Bac Ninh Clean Water Joint Stock Company) without consulting the General Meeting's approval if it is determined that:

- The actions of attendees obstruct or are likely to obstruct the orderly conduct of the meeting; or;

- The postponement is necessary to ensure the lawful proceedings of the General Meeting;

g. The Chairperson of the General Meeting shall have the right to:

- Require all attendees to undergo security checks or other security measures;

- Request competent authorities to maintain order of the meeting and expel individuals from the General Meeting if they fail to comply with the Chairperson's authority, deliberately

disrupt the meeting, obstruct its proceedings, or refuse to comply with security check requirements.

Article 7. The Secretariat of the General Meeting

1. The Secretariat shall consist of two members nominated by the Chairperson and approved by the General Meeting through voting by raising the Voting Card to assist in the Assembly's proceedings. The Secretariat shall be responsible to the Chairperson and the General Meeting for their duties.

2. The Secretariat shall assist as assigned by the Chairperson and shall have the following duties:

a. Faithfully, accurately, and comprehensively record the minutes of the General Meeting, fully reflecting the proceedings of the meeting; draft documents, conclusions, and announcements from the Chairperson to shareholders upon request; present them before the General Meeting, and report on the meeting minutes and draft resolutions.

b. Receive shareholders' speech registration forms and complaints (if any).

Article 8. The Shareholder Eligibility Examination Committee

1. The Shareholder Eligibility Examination Committee for the General Meeting (hereinafter referred to as the "Eligibility Examination Committee") shall consist of one Head and other members, with the following functions and duties:

a. Verify the eligibility of shareholders and their authorized representatives to attend the General Meeting based on the documents they present, including: ID, Citizen ID, Passport, notarized copy of the Business Registration Certificate, Letter of Authority, and any accompanying documents (if applicable);

b. Distribute Voting Cards, Ballots, Election Ballots, and other General Meeting documents to shareholders or their authorized representatives;

c. Consolidate the verification results and report to the General Meeting on the eligibility examination results of attending shareholders.

2. In cases where an attendee does not fully meet the eligibility requirements to participate in the General Meeting, the Shareholder Eligibility Examination Committee shall have the right to deny their attendance, refuse to issue Voting Cards, Ballots, Election Ballots, and withhold the distribution of General Meeting documents.

Article 9. The Vote Counting Committee

1. The Vote Counting Committee shall consist of members from the Shareholder Eligibility Examination Committee, including one Head and other members approved by the General Meeting of Shareholders based on the Chairperson's nomination. Members of the Vote Counting Committee shall not be included in the list of nominees or candidates for the Board of Directors or the Board of Supervisors.

2. The Vote Counting Committee shall have the following duties:

a. Guide shareholders attending the General Meeting on how to use the Voting Card, Ballot, and Election Ballot;

b. Count the votes immediately after the General Meeting's voting process, categorizing them as valid, invalid, approved, disapproved, or abstained;

c. Record the voting results of shareholders and shareholder representatives on matters submitted for voting at the General Meeting;

d. Verify the list of candidates for the Board of Directors (BOD) and the Board of Supervisors (BOS) before conducting the election (if applicable);

e. Provide guidance on the principles and procedures for electing members of the BOD and BOS in accordance with the Election Regulations for the Board of Directors and the Board of Supervisors (if applicable);

- f. Distribute, collect, and count election ballots for BOD and BOS members in accordance with the number of shares and voting rights of each shareholder (if applicable);
- g. Consolidate vote counting results and prepare the Vote Counting Minutes for the election of BOD and BOS members (if applicable);
- h. Summarize and report to the Chairperson on matters put to a vote by the General Meeting;
- i. Report the vote counting results (Vote Counting Minutes);
- j. Submit the Vote Counting Minutes to the Secretariat of the General Meeting;
- k. Collaborate with the Chairperson to review and resolve complaints and denunciations related to the voting and election results (if any) and report them to the General Meeting of Shareholders for a decision.;
- l. Perform other assigned duties.

CHAPTER III

PROCEDURES FOR CONDUCTING THE GENERAL MEETING

Article 10. Conditions for Convening the General Meeting

1. The General Meeting of Shareholders shall be convened when the attending shareholders represent more than 50% of the total voting shares, based on the list of shareholders compiled at the record date for convening the General Meeting. The Shareholder Eligibility Examination Committee shall announce the number of attending shareholders, the total number of voting shares they represent, and the attendance rate to determine whether the General Assembly may proceed in accordance with regulations.

2. The General Meeting is expected to take place within half a day, following the agenda prepared by the Organizing Committee and approved at the General Meeting.

3. The General Meeting shall sequentially discuss and approve the matters outlined in the agenda of the 2025 Annual General Meeting of Shareholders.

Article 11. Agenda and Proceedings of the General Assembly

1. The agenda and proceedings of the meeting must be approved by the General Assembly of Shareholders at the opening session. The agenda must clearly specify the time allocation for each item.

2. In case of any modifications to the agenda previously sent to shareholders along with the meeting invitation, such modifications must be approved by the General Meeting of Shareholders.

Article 12. Discussion and Questioning at the General Meeting

Based on the number of attending shareholders and the permitted duration of the General Meeting, the Chairperson may select an appropriate method to conduct the meeting. Shareholders wishing to express opinions or raise questions must signal by raising their Voting Card and obtain the Chairperson's approval. At any given time, only one shareholder shall be allowed to speak. If multiple shareholders request to speak simultaneously, the Chairperson shall invite them to speak in turn.

1. Shareholders shall speak concisely and focus on key discussion points, ensuring relevance to the approved agenda. Shareholders' opinions must not violate legal regulations, involve personal matters, or exceed the enterprise's authority. The Chairperson has the right to remind or request shareholders to stay on topic in order to save time and ensure the quality of discussions;

2. The General Meeting agrees that each shareholder's speaking time shall not exceed 5 minutes. If a shareholder exceeds this limit, the Chairperson may request them to submit questions or proposals in writing. The Secretariat of the General Meeting shall record such

submissions, and the Board of Directors, within its authority, shall provide a written response within 5 working days from the date of receipt of the shareholder's proposal.

Article 13. Voting Rules and Adoption of Resolutions at the General Meeting

1. Principles of Voting on Matters at the General Meeting of Shareholders for Those Attending in Person at the Meeting Venue:

a. Voting by Raising Voting Cards: This method shall be used to approve matters including: the list of the Presidium; the list of the Secretariat of the General Meeting; the list of the Vote Counting Committee; the Regulations on the Organization of the General Meeting; the Agenda of the General Meeting; and the Minutes and Resolutions of the General Meeting.

❖ Voting Method:

- Shareholders shall cast their votes by raising the "Voting Card" to express their "Approve", "Disapprove", or "Abstain" on the matters being voted upon, as requested by the Organizing Committee or the Presidium. Shareholders shall cast their votes by raising the "Voting Card" to express their "Approve", "Disapprove", or "Abstain" on the matters being voted upon, as requested by the Organizing Committee or the Presidium. For each voting matter, shareholders shall only raise their Voting Card once, choosing either "Approve", "Disapprove", or "Abstain". If a shareholder does not raise their Voting Card, it shall be deemed as approval. For each voting matter, shareholders shall not be allowed to raise their Voting Card more than once.
- The vote-counting results shall be announced immediately after the voting on each matter. The determination of the voting results shall be conducted by counting the number of votes "Approve", "Disapprove", or "Abstain."
- c. Voting by Filling in the Ballot and Secret Ballot Voting: This method shall be used to approve the following matters: proposals, reports presented at the General Meeting, and other matters specified in the Voting Ballot (if any); the specific matters shall be clearly stated in each Voting Ballot distributed to shareholders.

❖ Voting Method:

- When voting on each matter, attending shareholders shall express their opinions by marking one of the three voting options (*Approve, or Disapprove, or Abstain*), signing, and clearly writing their full name on the Ballot before placing it into the ballot box.
- A voting item shall be deemed invalid if the shareholder fails to mark any voting option or marks more than one option for the same voting item. If a valid Voting Ballot contains one or more invalid voting items, the remaining valid voting items shall still be counted in the voting results for the corresponding valid items.
- A Ballot shall be deemed invalid in the following cases:
 - + The Voting Ballot is not issued by the Organizing Committee of the General Meeting;
 - + The Voting Ballot does not follow the prescribed format or lacks the Company's official stamp;
 - + The Voting Ballot is erased, modified, or torn;

- + The Voting Ballot does not bear the full name and signature of the shareholder or their legally authorized representative;
 - + The Voting Ballot contains only invalid voting items;
 - + The Voting Ballot is submitted to the Vote Counting Committee after the Chairperson has declared the voting period closed and the ballot box has been sealed.
- The voting process begins upon the signal of the Chairperson and ends when the last shareholder casts their ballot into the ballot box or upon the Chairperson's signal, whichever comes first.

2. The matters approved at the General Meeting must receive affirmative votes from shareholders representing more than 50% of the total voting shares of all attending shareholders, except for the matters specified in Clause 3 of this Article.

3. For the approval of matters stipulated in Clause 1, Article 148 of the 2020 Law on Enterprises, at least 65% of the total votes of all attending shareholders must be in favor.

4. The voting for the election of members of the Board of Directors and the Board of Supervisors shall be conducted using the **cumulative voting method**, in accordance with the regulations on nomination, candidacy, additional election, and the Charter of Bac Ninh Clean Water Joint Stock Company.

Article 14. Minutes and Resolutions of the General Meeting

1. Minutes of the General Meeting: All contents of the General Meeting must be recorded in the minutes by the Secretariat. The minutes must be read and approved before the conclusion of the General Meeting.

2. Based on the minutes of the General Meeting and the voting results, the Secretary of the General Meeting shall compile the data and incorporate it into the draft resolution. The draft resolution must be read and approved before the conclusion of the General Meeting.

3. The minutes, the appendix listing registered attending shareholders, the full text of the approved resolution, and relevant documents attached to the meeting invitation must be kept at the Company's headquarters in accordance with regulations.

CHAPTER IV MISCELLANEOUS PROVISIONS

15. Order at the General Meeting

1. Shareholders or authorized representatives attending the General Meeting of Shareholders must sit in the designated seats or areas as instructed by the Organizing Committee and comply with the seating arrangements.

2. Shareholders wishing to copy documents or record the meeting must register with the Chairperson and bear full responsibility in case of any discrepancies with the official content of the meeting.

3. Attendees must maintain order during the meeting and refrain from using mobile phones. All mobile devices brought into the meeting must be turned off or set to silent mode.

4. Attendees must comply with the Meeting Regulations and follow the Chairperson's instructions during the meeting.

Article 16. Cases of Unsuccessful General Meetings

1. If the first General Meeting of Shareholders of Bac Ninh Clean Water Joint Stock Company fails to meet the conditions for convening as stipulated in Article 10 of this

Regulation, a second meeting must be convened within 30 days from the scheduled date of the first meeting. The second General Meeting shall be conducted if the attending shareholders and authorized representatives represent at least 33% of the total voting shares.

2. If the second convened meeting also fails to meet the required conditions as specified in Clause 1 of this Article, a third meeting shall be convened within 20 days from the scheduled date of the second meeting. In this case, the General Meeting shall be conducted regardless of the number of attending shareholders or authorized representatives and shall be deemed valid.

CHAPTER V ENFORCEMENT EFFECT

Article 17. Enforcement effect

1. This Regulation consists of 5 chapters and 17 articles and has been adopted, approved, and enforced by the Presidium of Bac Ninh Clean Water Joint Stock Company at the 2025 Annual General Meeting of Shareholders.

2. The Chairperson of the General Meeting is responsible for conducting the meeting in accordance with this Regulation.

3. Shareholders and other attendees of the General Meeting are responsible for complying with the provisions of this Regulation.

Recipients:

- Company's Shareholders;
- Archived: Administrative.

**ON BEHALF OF THE PRESIDIUM
CHAIRPERSON OF THE GENERAL MEETING**

Signed

Nguyen Tien Long



**BAC NINH CLEAN WATER JOINT STOCK COMPANY
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**



Code

**BALLOT
DELEGATE ID:**

Full name:

Number of voting shares owned: shares

Number of voting shares with proxy authorization: shares

Total number of voting shares: shares

(Esteemed delegates please kindly mark the box for your selected opinion on each voting item)

CONTENT	Approve	Disapprove	Abstain
Content 01: Report on 2024 Performance results and 2025 Orientation of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 02: Report on the activities of Board of Supervisors in 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 03: Report on the 2024 Business Operations Results and the Development of the 2025 Business Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 04: Proposal on approving the audited financial statements for the year 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 05: Proposal on approving the plan for profit distribution and dividend payment for the year 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 06: Proposal on approving the proposed plan for profit distribution and dividend payment for the year 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 07: Proposal on approving the remuneration for the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2024 and the plan for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 08: Proposal on selecting the independent auditing firm to conduct the audit of the 2025 financial statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 09: Report on the loan for Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m ³ /day) and the transmission pipeline	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 10: Proposal on approving amendments and supplements to the Charter; Internal governance regulations of Bac Ninh Clean Water Joint Stock Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Guide:

Shareholders tick (✓) in one of 3 boxes: **Approve/ Disapprove/ Abstain** each proposal.

....., 2025

DELEGATE

(Signature and full name)

Bac Ninh, March , 2025

Draft

REPORT

**2024 PERFORMANCE RESULTS AND 2025 ORIENTATION OF THE BOARD
OF DIRECTORS OF BAC NINH CLEAN WATER JOINT STOCK COMPANY
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Distinguished Delegates

Dear Shareholders of Bac Ninh Clean Water Joint Stock Company

The Board of Directors of Bac Ninh Clean Water Joint Stock Company hereby presents the report on the performance of the Board of Directors in 2024 and the strategic orientation for 2025, as follows:

I. PERFORMANCE RESULTS OF THE BOARD OF DIRECTORS IN 2024

1. Evaluation of the Board of Directors' Performance in 2024:

In 2024, the Board of Directors (BOD) fulfilled duties with a high sense of responsibility. The BOD's directives closely adhered to the resolutions of the General Meeting of Shareholders and market dynamics, ensuring sound and appropriate decision-making.

In accordance with the provisions of the Enterprise Law, the Company's Charter, and the Board of Directors' operating regulations, the Board of Directors has organized nine (09) meetings: five (05) in-person meetings and four (04) sessions to request the Board's opinion, focusing on addressing key issues related to the implementation of the resolutions of the 2024 Annual General Meeting of Shareholders; as well as developing and formulating the business production plan for 2024. The resolutions passed in these meetings served as crucial guidelines for the Board of Supervisors to implement the approved targets.

All BOD members attended the meetings in full compliance with the Company's Charter and BOD regulations.

All BOD meetings invited the Board of Supervisors to attend. Additionally, for important matters, the BOD also invited representatives from relevant units and specialized departments to provide input and additional information, ensuring that the BOD's resolutions and decisions are well-grounded, practical, and highly effective.

The BOD closely followed the objectives and key tasks approved by the General Meeting of Shareholders to direct the Company's Board of Management accordingly.

2. Evaluation of BOD Members' Performance:

The structure of the BOD in 2024 was as follows:

- | | |
|-------------------------|---|
| 1. Mr: Nguyen Tien Long | - Chairman of the BOD |
| 2. Mr: Luu Xuan Tam | - Vice Chairman of the BOD – General Director |
| 3. Mr: Nguyen Dinh Ton | - BOD Member – Deputy General Director |
| 4. Mrs: Vu Thi Chuyen | - BOD Member |

5. Mr: Ngo Minh Chau - BOD Member (Dismissed in May 2024)
 6. Mr: Nguyen Xuan Quyet - BOD Member (Appointed in May 2024)

- The members of the Board of Directors have fully attended all board meetings (providing complete opinions on matters through written consultation) with a high sense of responsibility, demonstrating their leadership abilities and professional expertise. They have prioritized the company's sustainable development and the interests of both the company and its shareholders.

- The members of the Board of Directors have successfully fulfilled their assigned duties, including:

+ The Chairman of the BOD fulfilled his functions, duties, powers, and obligations in accordance with the Law on Enterprises, the Company's Charter, and the BOD's operational regulations;

+ The members of the Board of Directors have made positive contributions to the management and supervision of the company's business operations.

3. Supervision and Evaluation of the General Director and Management Departments.

- The Board of Directors highly appreciates the efforts of the Board of Management in implementing the company's tasks. Despite numerous challenges in production and business operations in 2024, the Board of Management, with great effort and a strong sense of responsibility, has strictly adhered to the policies and resolutions of the Board of Directors, successfully fulfilling the business plan set by the General Meeting of Shareholders to the best extent possible.

- The General Director closely followed the BOD's plans, implemented flexible strategies suited to the actual situation, and efficiently utilized available resources to overcome challenges.

- The Company's business activities complied with its Charter and legal regulations.

4. BOD Remuneration in 2024.

- Chairman of the BOD: 10 million VND/ person/month

- Vice Chairman of the BOD: 8 million VND/ person/month

- BOD Members: 7 million VND/ person/month

(The BOD remuneration details are disclosed in the 2024 audited financial report presented at the General Meeting of Shareholders)

II. IMPLEMENTATION OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS.

1. Implementation of 2024 Business Targets:

- Maintained 24/7 water supply, consistently meeting three key criteria: quality, flow rate, and pressure, in compliance with government regulations.

- Developed the company's water supply system into a modern, smart network with zoning, network separation, and online water loss monitoring.

- Established an intelligent water supply management system using Citywork software for asset management, maintenance, and customer management;

- Ensured safe water supply and water source security across all distribution systems, safeguarding water treatment facilities to maintain operational stability, ensuring

uninterrupted business activities, securing sustainable employment and stable income for employees, and protecting shareholder interests;

- Continuously enhanced the quality of customer care services through a single dedicated customer service hotline; The company gradually implemented smart and modern technology in water supply system management.

- Implemented monthly notification messages to customers regarding their water consumption bills and sent alerts about pipeline flushing locations and planned water supply interruptions.

- Promoted, encouraged, and guided customers to adopt cashless water bill payment methods. As a result, the company achieved a cashless payment rate of over 90%, minimizing risks associated with cash circulation and reducing necessary costs related to cash handling.

- Invested in the expansion, renovation, and upgrading of the water supply networks under the company's management to ensure adequate flow and pressure for customers

- Installed new water meter clusters for approximately 2,800 customers; relocated around 2,800 meters from hard-to-read positions; inspected approximately 21,000 clean water meters; and replaced around 1,200 faulty or inaccurate meters

- Invested in expanding the capacity of the Chờ Town Water Supply Plant, including the construction of a treatment area and the addition of clean water pipelines to serve the residents of Chờ Town, industrial zones, and surrounding areas (as needed).

No.	Indicator	Unit	2024 Plan	2024 Actual	Increase/Decrease in 2024 Performance Compared to the 2024 Plan
1	2	3	4	5	6
I	Revenue	Million VND	274.905	290.867	105,8%
1	Revenue from clean water	Million VND	266.518	274.593	103%
2	Asset rental (Lim Water Plant)	Million VND	787	787	100%
3	Construction revenue	Million VND	600	3.684	614%
4	Financial revenue	Million VND	100	2.813	2.813%
5	Other income	Million VND	900	1.070	119%
6	Total expenses	Million VND	240.907	230.109	95,5%
7	Profit before corporate income tax	Million VND	33.998	61.197	180%
II	Total number of employees	people	305	301	98,7%

III	Average income (per person/month)	VND/person/month	14.660.000	14.800.000	101%
IV	Contribute to the state budget (VAT, Corporate Income Tax, Resource Tax, Personal Income Tax, License Tax, and Wastewater Disposal Fees)	Million VND	25.000	20.451	81,8%
V	Profit after corporate income tax	Million VND	28.218	51.279	181,7%
VII	Basic earnings per share	%	7,4%	13,58	183,5%

- Allocated funds and distributed dividends in accordance with the approved resolution of the 2024 Annual General Meeting of Shareholders.

Key 2024 Business Indicators:

III. 2025 OPERATION PLAN:

Closely follow the 2025 production and business plan approved by the General Meeting of Shareholders to issue resolutions and direct the Board of Management in implementation.

Key Business Indicators:

No.	Indicator	Unit	2025 Plan	Notes
1	2	3	4	5
I	Revenue	Million VND	285.253	
1	Revenue from clean water	Million VND	273.506	
2	Asset rental (Lim Water Plant)	Million VND	787	
3	Construction revenue	Million VND	1.700	
4	Financial revenue	Million VND	750	
5	Other revenue	Million VND	7.407	
6	Other income	Million VND	1.103	
7	Total expenses	Million VND	252.400	
8	Profit before corporate income tax	Million VND	32.853	
II	Total number of employees	people	305	
III	Average income (per person/month)	VND/person/month	15.300.000	
IV	Contribute to the state budget (VAT, Corporate Income Tax, Resource Tax, Personal Income Tax, License Tax, and Wastewater Disposal Fees)	Million VND	30.000	
V	Profit after corporate income tax	Million VND	27.597	

VII	Basic earnings per share	%	7,27%
-----	--------------------------	---	-------

Priority Key Tasks:

- Direct, manage, and supervise the company's operations to ensure continued stability and sustainable development, striving to achieve the 2024 targets set by the General Meeting of Shareholders.

- Ensure a 24/24 water supply while consistently meeting three key criteria: quality, flow rate, and pressure.

- Prioritize the use of high-quality surface water sources and gradually reduce reliance on groundwater for the water supply system.

- Develop the company's water supply system toward smart and modern management, implementing network zoning for real-time monitoring and automatic control of water loss, with a targeted overall water loss rate of 14.3% in 2025

- Focus on maintenance and repair of machinery, equipment, pipelines, and water meter clusters, ensuring timely technical support and minimizing response time for pipeline failures and incidents related to customer water meter clusters.

- Focus on ensuring a safe water supply, water source security, and the overall safety of the water supply system. Procure necessary materials, equipment, backup chemicals, and transportation means to be fully prepared for emergency situations.

- Enhance the quality of customer service; proactively design and develop in-house software for water supply management, meter reading, pipeline network management, water loss prevention, and preventing revenue loss in the water supply system. Gradually implement smart and modern technology in water supply system management.

- Continue flushing the water supply pipeline network using the pigging method to remove sediment buildup on pipe walls after prolonged use. Conduct inspections and calibration of water meters that are due for testing as per regulations.

- Promote, encourage, and guide customers to pay water bills via bank transfer using cashless payment methods

- Maintain employment, ensure stable income for employees, and safeguard the interests of shareholders.

- Continue maintenance, servicing, repair, and the upgrading and expansion of the water supply system to support customer growth.

- Continue investing in the construction of the Bac Ninh City Surface Water Plant (capacity: 45,000 m³/day) and the transmission pipeline in accordance with Investment Policy Decision No. 197/QĐ-UBND dated June 29, 2021, and subsequent adjustments approved by the relevant authorities;

- Continue investing in the construction of the raw water pumping station and the addition of a sedimentation basin at the Chờ Town Water Supply Plant, in accordance with Investment Policy Decision No. 384/QĐ-UBND dated July 19, 2019, and subsequent adjustments approved by the relevant authorities;

- Continue investing in the construction of the water supply management and operation building, along with the booster pumping station, at the land area in Hòa Long Ward, Bac Ninh City, in accordance with Investment Policy Decision No. 683/QĐ-UBND dated November 19, 2018, Adjustment Decision No. 281/QĐ-UBND dated May 30, 2024, and subsequent adjustments approved by the relevant authorities;

- Invest in the construction of a water supply pipeline network and the installation of new water meters for households in three wards: Bang An, Que Tan, and Phu Luong, in Que Vo Town. If approved, implementation will follow the provisions of the investment approval decisions issued by the relevant authorities;

- Invest in the expansion of the sedimentation basin at the Bac Ninh City Surface Water Plant, utilizing approximately 6.5 hectares of land in Duc Tai Hamlet, Chi Lang Commune, Que Vo Town. If approved, implementation will follow the provisions of the investment approval decisions issued by the relevant authorities;

- Invest in the construction of the Yen Phong 2 Water Supply Plant in Tam Giang Commune, Yen Phong District, Bac Ninh Province. If approved, implementation will follow the provisions of the investment approval decisions issued by the relevant authorities

- Organize the reception, management, operation, exploitation, and business activities of the asset, which is the project “Investment in the Construction of the Bac Ninh City Surface Water Plant under the Build-Transfer Contract Model (capacity: 25,000 m³/day-night),” if assigned by the owner. Alternatively, participate in auctions/ bidding/ acquisition/ lease of the exploitation rights for this project or asset in accordance with the forms and decisions issued by the relevant authorities

- Closely coordinate with shareholders throughout the company's operations.

The year 2025 will present many difficulties and challenges. However, with the company's capabilities and experience, along with specific and effective solutions, we will strive to successfully achieve the set plans.

Sincerely thanks!

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**

Nguyen Tien Long

Bac Ninh, dated April ... , 2025

Draft

REPORT OF THE BOARD OF SUPERVISORS
BAC NINH CLEAN WATER JOINT STOCK COMPANY IN 2024

Pursuant to:

Functions and duties of the Board of Supervisors (BOS) as stipulated in the Charter on Organization and Operation of Bac Ninh Clean Water Joint Stock Company (amended and supplemented in 2021)

The Audited Financial Statements for 2024 of Bac Ninh Clean Water Joint Stock Company by AASC Auditing Company Limited.

Results of the Board of Supervisors's inspection and supervision activities in 2024. The Board of Supervisors reports to the General Meeting of Shareholders on the results of the inspection and supervision of the Company's operations in 2024 as follows:

I. Activities of the Board of Supervisors:

1. Members of the Board of Supervisors:

The Board of Supervisors consists of 03 members: Mrs. Tran Thi Huong - Chief; Mrs. Nguyen Thi Mai Lan - Member; Mr. Nguyen Van An - Member (Dismissed in May 2024); Mr. Nguyen Hong Thien (Appointed as an additional member for the 2022-2027 term in May 2024)

2. Tasks performed in 2024:

The Board of Supervisors held meetings and supervised the assessment of various aspects:

- Developed an inspection and supervision plan for the activities of the Board of Directors (BOD) and the Board of Management (BOM).

- Supervised the management of business operations by the Board of Management and the Board of Directors in accordance with the Resolutions of the General Meeting of Shareholders and the Board of Directors for 2024.

- Reviewed accounting records, bookkeeping, and compliance with obligations to the State...

- Audited quarterly financial reports; Semi-Annual financial statements, and Annual financial statements, providing opinions to assess the reasonableness of financial data and compliance with regulations.

- Monitored the disclosure of information as required by law regarding public companies, personnel changes, and business registration...

- Assessed business performance reports, annual reports, and semi-annual and annual corporate governance reports.

- Participated in Board of Directors meetings and company briefings, contributed opinions on draft policies, and assisted in developing and adjusting internal governance regulations. Proposed recommendations for internal audit activities to align with practical requirements.

- Review and analyse the 2024 financial report for submission to the 2025 Annual General Meeting of Shareholders.

- Review the process of organizing the General Meeting of Shareholders in accordance with regulations. Participate in the year-end inventory and valuation of the Company's assets.

3. Remuneration of the Board of Supervisors: Implement in accordance with the Resolution of the General Meeting of Shareholders dated April 19, 2024.

II. The Coordination Results among the Board of Supervisors - the Board of Directors - the Board of Management.

The Board of Directors - The Board of Management - The Board of Supervisors have worked together with a spirit of responsibility and collaboration. Throughout its operations, the BOS has consistently coordinated and exchanged opinions with the BOD and the BOM during meetings, contributing to the formulation of resolutions and decisions that align with the Company's development goals and regulatory policies.

- The Board of Supervisors has received full notifications and invitations to meetings; It has also been provided with the necessary support from various departments within the Company in obtaining documents for inspection. Documents for the solicitation opinions, proposals, meeting minutes, resolutions, and decisions of the Board of Directors have been made available to the BOS at the same time and through the same channels as those provided to Board members. The BOD and the BOM have fulfilled their assigned duties in accordance with the Company's Charter.

III. Results of supervisory activities on the Board of Directors and the Board of Management

1. Corporate Governance:

- The Board of Directors has focused on implementing the Resolutions of the 2024 General Meeting of Shareholders and other resolutions issued throughout the year. It has also developed plans for executing various projects.

- The meeting procedures, contents, minutes, resolutions, and documents of the Board of Directors comply with the provisions of the Enterprise Law, the Company's Charter, and internal governance regulations. In 2024, the BOD issued a total of 09 resolutions, including 05 resolutions approved through direct voting and 04 resolutions approved through consulting opinions in writing

2. Executive management by the Board of Management:

- The Board of Management has promptly and fully implemented the resolutions of the Board of Directors, ensuring the reasonable use of capital and assets..

- Water quality indicators are strictly controlled to meet the standards of QCVN01-1:2018/BYT, QCĐP:2021/BN, and ISO/IEC 17025:2017. Internal quality control has been enhanced, along with inspections conducted by the Company's Safe Water Supply Committee to ensure water quality and source security at various plants.

- New working procedures have been developed, and existing ones have been adjusted to align with practical conditions, ensuring accountability across departments to enhance operational efficiency.

- Proactively promoted cashless payment methods for water bills, achieving a 93% adoption rate in 2024, exceeding the target by 3%. The goal for 2025 is to reach 100%. Additionally, efforts were made to replace hard-to-read meters to reduce water loss and adjust flushing schedules to improve water quality.

- Continued the implementation of investment projects, including the Settling Pond section - the Bac Ninh Surface Water treatment plant Project; Investment Project for the construction of the management, and operation building of the water supply system and booster pump station; and a raw water pumping station while supplementing the Settling Pond section at the Cho Town Water Plant.

- Continuing the verification of water meters, with 21,000 meters due for inspection completed in 2024.

- Strongly enforced measures to combat water loss, including network zoning, replacing and verifying new meters, and developing detailed weekly, monthly, and annual plans. By the end of the year, plant performance evaluations were conducted based on the assigned water loss targets.

- Encouraged female employees to participate in operational training in preparation for the transition from cash to digital payment collection.

- Business and production activities were managed in accordance with the 2024 Operational plan, as approved by the General Meeting of Shareholders on April 19, 2024, achieving high results.

IV. The results of production and business activities in 2024

1. Supervising results of key performance indicators implemented according to the Resolution of 2024 General Meeting of Shareholders and Comparison with 2023:

No.	Indicators	2024 Plan (million VND)	2024 Implementation (million VND)	Achivement rate (%)	2023 Implementation (million VND)	Achivement rate in 2024 compared to 2023 (%)
1	Total Revenue	274,905	290,867	106	258,797	112
	Including:					
	- Water Revenue	266,518	274,593	103	242,872	113
	- XL Revenue	600	3,684	614	4,573	81
	- Asset Leasing	787	787	100	787	100
	- Financial Income	100	2,813	2,813	3,378	83
	- Other Income	900	1,070	119	881	121

	- Other Revenue	6,000	7,920	132	6,306	126
2	- Total Cost	240,907	230,109	95	218,184	105
3	Profit before tax	33,998	61,197	180	40,613	151
4	Total Employees (persons)	305	301	99	296	102
5	Average Income (Million VND/person/month)	14.66	14.8	101	14.6	101
6	State Budget Contribution	25,000	20,451	82	17,861	115
7	Profit after tax	28,218	51,279	182	35,475	145
8	Basic Earnings per Share (VND)	740	1,358	183	937	145

* The 2024 results show that all key indicators exceeded the planned targets due to increased revenue, higher water prices, and increased water consumption.

2- Supervising results of finance

The 2024 financial statements of the Company were prepared in compliance with Vietnamese accounting regulations and standards. The financial statements were audited by AASC Auditing Firm Co., Ltd., which was approved at the 2024 General Meeting of Shareholders. The figures in the financial statements accurately and fairly reflect the Company's financial position and performance.

The bookkeeping records were fully and clearly maintained, accurately reflecting production costs and business results for the reporting period. (Detailed financial report figures are published on the Company's website.)

3-Assessment of Key Financial Indicators based on 2024 Results of Production and Business:

- Cash and cash equivalents on December 31, 2024: 30,986 million VND, meeting the Company's liquidity needs for quick payments.

- Inventory value: 18,262 million VND, including 8,203 million VND in work-in-progress costs related to the prolonged drainage pipeline project, which is still pending resolution.

- Administrative expenses increased compared to 2023, mainly due to higher salaries, increased external service costs, and a provision expense increase of 1,240 million VND.

- Cost of goods sold (COGS) increased compared to 2023, primarily due to: Higher salary expenses: 4,125 million VND, Insurance costs and depreciation expenses, resulting from the completion and commissioning of several projects, including: Treatment Area -

Upgrading the capacity of the Cho Town Water Treatment Plant: 5,155 million VND; Pressure reduction valve system; 400kVA – 22/0.4kV Substation – Upgrading the capacity of the Cho Town Water Treatment Plant: 468 million VND and other minor infrastructure improvements.

- Short-term receivables (mainly from water usage customers in the Bac Ninh area – payments collected after the accounting period): 15,374 million VND.

- Short-term payables to suppliers: 39,976 million VND, primarily consisting of: owed Material suppliers for Phase 3 project implementation: 31,756 million VND; Water purchased from Song Cau Joint Stock Company: 1,070 million VND; and other suppliers: 7,000 million VND.

- Ongoing construction in progress: 200,346 million VND, mainly allocated to: Phase 3 of the Surface Water Plant Project: 189,293 million VND; Company headquarters: 3,712 million VND; Water supply for Yen Phong 2A Industrial Park: 6,152 million VND; Other infrastructure projects: 1,007 million VND.

- Loan obligations for project implementation have been repaid on time, with no non-performing loan.

*****Key Financial Indicators in 2024 Compared to 2023:**

- Solvency: Interest coverage ratios; current ratio, and quick ratio demonstrate the company's ability to meet its matured debt:

Indicators	2024	2023
- Interest coverage ratio (times)	6.2	4.1
Earnings before interest and taxes (million VND)	72,968	53,922
Interest Payable (million VND)	11,771	13,309
- Current Ratio (times)	1.1	1.3
Current Assets (million VND)	158,940	124,250
Current liabilities (million VND)	141,625	96,390
- Quick ratio (times)	0.99	1.1
Current assets - Inventories (million VND)	140,678	105,711
Current liabilities (million VND)	141,625	96,390

- Capital structure (%): The ratio of liabilities/Total assets and owner's equity increased compared to 2024, maintaining a good financial safety ratio.

Indicators	2024	2023
Percentage (%)	0.53	0.45

Liabilities (million VND)	479,918	335,964
Total Assets (million VND)	906,953	746,646
Percentage (%)	1.12	0.82
Liabilities (million VND)	479,918	335,964
Owner's Equity (million VND)	427,035	410,681

- Profitability Efficiency: In 2024, the company achieved higher profitability compared to 2023 due to an increase in water prices, higher water consumption, and cost savings on input expenses.

Indicators	2024	2023
-Profit after tax	51,279,213,733	35,475,435,785
-Fixed assets	512,154,986,509	551,866,932,022
* Return on Fixed Assets	0.100	0.064
During the period, for every 1,000 VND of fixed assets utilized, 100 VND of Profit after tax was generated. This ratio increased significantly compared to 2023 by 36 VND due to the strong growth in Profit after tax.		
-Profit after tax	51,279,213,733	35,475,435,785
-Total assets	906,953,596,717	746,646,337,625
* Return on total Assets (ROA)	0.06	0.05
During the period, for every 1,000 VND of total assets utilized, 60 VND of Profit after tax was generated. This ratio increased compared to 2023 as certain assets were put into effective use.		
-Profit after tax	51,279,213,733	35,475,435,785
-Owner's equity	427,035,123,733	410,681,345,785
*Return on equity (ROE)	0.12	0.09
* During the period, for every 1,000 VND of equity invested, 120 VND of Profit after tax was generated, increasing by 30 VND compared to 2023.		
-Profit after tax	51,279,213,733	35,475,435,785
-Revenue	286,984,251,029	254,538,238,109
*Return on revenue	0.18	0.14
During the period, for every 1,000 VND of revenue, 180 VND of Profit after tax was generated, an increase of 40 VND compared to the same period in 2023 due to increased production output.		

-Profit after tax	51,279,213,733	35,475,435,785
The Board of Directors' remuneration	-288,000,000	-288,000,000
Number of outstanding shares	37,549,391	37,549,391
* Earnings per share (EPS)	1,358	937
* During the year, each share generated a profit of 1.358 VND, increasing by 421 VND compared to 2023.		

Based on these results, the Company has successfully fulfilled its payment obligations, settled debts, and achieved strong business performance.

The Board of Supervisors agrees with the 2024 Financial Statements, which have been audited by AASC Auditing Company Limited.

VI. Kết luận và kiến nghị

The Board of Directors and the Board of Management have closely coordinated in directing and managing the Company, successfully achieving the 2024 production and business plan in accordance with the resolutions of the General Meeting of Shareholders and the Board of Directors. The Company has ensured timely public disclosure of information. Throughout the year, no disputes related to business operations or conflicts of interest with related parties have arisen.

Financial management has been effective, with full compliance in tax and fee payments to the state budget, as well as proper contributions to social and health insurance for employees. The Company has continued investing in and expanding its water supply system: The investment project for the construction of a surface water plant with a capacity of 45,000 m³/day essentially completed and transferred for operation. Water quality control has been conducted regularly, customer service has been efficient and responsive, and water loss reduction targets assigned to units have been significantly improved. The Company remains committed to maintaining water quality and promoting cashless payments for water bills as planned. Work norms have been reviewed and adjusted to align with practical requirements. Additionally, the integration of information technology in design, construction, installation, remote control programming, and equipment monitoring has been implemented to optimize operations and enhance business efficiency.

The Board of Supervisors proposes the following recommendations to the Board of Directors and the Board of Management:

- Develop a business plan for a period of 3 to 5 years or in accordance with the term of office.

- After obtaining business results for each quarter, it is recommended to hold meetings to evaluate and adjust the implementation plan for the next quarter to achieve higher efficiency.

- The Board of Directors has approved and the Company has implemented the resolution of Uncollectible accounts from certain individuals and entities. However, the Board continues to require the Company to pursue debt recovery.

- The cost of goods sold in relation to revenue at Lim Town Water Plant remains high, and this leased asset is currently incurring losses.

- The unfinished business production costs remain significant and have been prolonged for many years. Specifically, the water intake culvert incident remediation project, amounting to 8,203 million VND, has not been fully resolved. The Company is requested to continue urging relevant parties to address the issue.

- To achieve higher business performance, the Company should continue promoting and encouraging customers to use water services, as there remains a relatively large number of customers not invoiced. Specifically: Cho Town Water Treatment Plant: 597 out of 4,802 customers (12.4%); Tu Son Area: 580 out of 6,216 customers (9.3%); Gia Binh Town Water Plant: 598 out of 8,026 customers (7.4%).

This is the Board of Supervisors's report for the fiscal year 2024, respectfully submits to the General Meeting of Shareholders for approval.

Wishing the General Meeting great success.

Sincerely thanks!

Recipients:

**ON BEHALF OF THE BOARD OF SUPERVISORS
CHIEF**

- Shareholders

- BOD; General Director;

- Archived for BOS

Tran Thi Huong

REPORT ON

The 2024 Business Operations Results and the Development of the 2025 Business Plan

Bac Ninh Clean Water Joint Stock Company reports the 2024 Business Operations Results and the development of the 2025 Business Plan as follows:

A. ACHIEVED RESULTS IN 2024

I. Clean water production and business

1. Water production maintained 24/7 water supply, always met 3 criteria: quality, flow and pressure. Clean water quality criteria were strictly controlled, always met the standard QCVN01: 2018/BYT of the Ministry of Health, local standard QCDP 01: 2021/BN and the prescribed standards of the State. Quality system management according to ISO/IEC 17025:2017.

2. Built the Company's water supply system into a smart, modern water supply system, separated network zones and controlled water loss online. In 2024, the Company designed, upgraded and renovated clean water pumping stations and booster pumping stations of the Company to operate automatically according to the characteristic pressure points outside the water supply network; installed pressure reducing valves to regulate the pressure on the water supply network, renovated and installed automatic pressure reducing valves to regulate the pressure of the water supply network according to the suitable mode for water use day and night; the overall water loss rate of the whole Company in 2024 is **14.61%**.

•**Effectiveness:** Saved costs, manpower to operate pumping stations, proactively operated pumps in accordance with the required pressure, contributing to stable management of appropriate pressure and reducing losses on the water supply network. The loss rate in 2024 decreased compared to the plan by about 2%, equivalent to about 789,000m³ of clean water produced, the benefit value was about 2.5 billion VND.

3. Built a smart and modern water supply network management such as: using Citywork software to manage assets, manage maintenance and repair, and manage customers; company staff have designed and installed datalogger clusters to remotely monitor flow/pressure on the water supply pipeline network to exploit and manage centralized SCADA data; installed an automatic chemical dosing

system at the Bac Ninh Surface Water Plant; installed equipment to monitor water tank levels and clean water tank capacity remotely, uploaded data to an online map to regulate the water supply network; used ACAD Reader software to manage completed drawings on smartphones, contributing to save costs in printing drawing documents, facilitating network management of employees.

•**Effectiveness:** Able to manage water supply network, manage customer data, monitor flow, pressure remotely... through software apps on smartphones instead of having to go directly to the measuring point to get data.

4. The installation of water meter cluster was guaranteed according to customer needs. The company has installed water meters for free for customers with branch pipe length $\leq 10\text{m}$ (customers who meet the installation conditions include land use right certificate, have a house and a stable location to install the meter cluster).

5. Repair and maintenance of machinery, equipment, pipelines, meter clusters... were always timely and ensured technical and time assurance. The company has performed free repairs from the meter cluster up for customers with damage incidents due to objective reasons. The time to handle pipe incidents and meter cluster incidents for customers using water has been shortened compared to 2023.

6. The company consistently focused on ensuring safe water supply, securing water sources for water supply systems, ensuring the safety of water treatment systems, maintaining stable production and business operations, sustaining employment, ensuring stable income for employees, and safeguarding the interests of shareholders;

7. The company continuously improved customer service quality through a single customer service hotline; proactively designed and developed its own information technology software for water supply management, meter reading, pipeline network management, and minimizing water loss and revenue loss in the water supply system. This included handling new installation requests from customers, managing production data, and overseeing work assignments. The company was gradually implementing smart and modern water supply system management technology.

8. **Effectiveness:** The Customer Service Call Center served as the sole contact point for receiving and handling all customer inquiries, concerns, and complaints regarding water supply services. This helped improve control over the process and execution time. The management software applications significantly saved time in data updating, analysis, and ensured fast and accurate

management. Successfully applied IT solutions in customer management, enabling meter reading via smartphones. The company focused on addressing deep-set meters, relocating hard-to-read and inaccessible meters, reviewing and replacing old meters, and conducting meter inspections as planned.

9. Implemented monthly SMS notifications for customers regarding water consumption bills and updates on pipeline flushing points, as well as planned water outage incidents.

10. Conducted pipeline flushing using the pigging method to enhance cleaning efficiency. The company constructed 323 new pigging access points, bringing the total to 813, and built 559 new end-cap chambers for service pipelines to support the flushing process. Additionally, a second round of flushing was completed for distribution pipelines $D \geq 90$ mm, covering approximately 158 km of pipelines;

•**Effectiveness:** Successfully removed residual sediments clinging to the pipe walls after prolonged use (average of one year), improving water quality and enhancing water supply services.

11. Regular water meter inspections were maintained according to regulations: In 2024, 21,000 meters due for inspection were checked.

•**Effectiveness:** Helped both the company and customers assess the operational condition of water meters, ensuring the equipment remained intact, undamaged, and structurally accurate. This contributed to improving the company's water supply service.

12. Promoted, encouraged, and guided customers to switch to cashless water bill payments .

•**Effectiveness:** The whole company achieved over 90% cashless payments among customers. This minimized cash flow risks, reduced the necessary expenses related to cash handling, and cut operational costs by saving time and labor previously required for bill collection.

II. Investment and Development of Water Supply Projects

1. Completed and Commissioned Projects:

1.1. The company expanded and upgraded the water supply networks under its management to ensure stable flow and pressure for customers. It conducted water meter inspections, replaced faulty meters, and relocated pipelines upon government requests, moved pipelines when requested by agencies, replace old pipelines that frequently burst (about 2.7 km); installed 06 additional pressure reducing valve systems, increasing the total number of pressure reducing valves

in the Company's national system to 10; installed 06 additional network-separated zoning meter clusters on the water supply pipeline system, increasing the total number of meter clusters in the Company's national system to 79; installed 01 additional remote flow/pressure control electromagnetic meters, increasing the total number of flow/pressure monitoring points in the Company's national system to 25.

1.2. The company installed new water meters for approximately 2,800 residential and institutional customers, relocated 2,800 meters from difficult-to-read locations, inspected 21,000 meters, and replaced 1,200 faulty meters.

1.3. The company upgraded the Cho Town Water Plant, including the expansion of the treatment facility and the installation of new water supply pipelines to serve the town, industrial zones, and surrounding areas (when needed).

2. Ongoing Projects

2.1. Invest in construction of the Bac Ninh Surface Water Plant (capacity of 45,000 m³/day) and the transmission pipeline.

2.2. Invest in capacity expansion of the Cho Town Water Plant, including the construction of a raw water pumping station and sedimentation system, as well as the installation of additional clean water pipelines to supply residents of Cho Town, industrial zones, and surrounding areas (when needed).

2.3. Invest in management and operation of water supply and booster pumping station at a designated site in Hoa Long Ward, Bac Ninh City.

2.4. Invest in development of a water supply pipeline network and installation of new water meters for households in Bang An, Que Tân, and Phu Luong Wards in Que Võ Town when the project is approved.

2.5. Invest in expansion of the sedimentation system at the Bac Ninh Surface Water Plant, utilizing approximately 6.5 hectares of land in Duc Tai Hamlet, Chi Lang Commune, Que Võ Town when the project is approved.

III. Other Tasks

- Organized the Annual General Meeting of Shareholders on April 19, 2024.
- Ensured stable employment and income for all employees.
- Fulfilled tax obligations and budget contributions in compliance with regulations, including full payment of social insurance and health insurance for employees.

- Implemented safe water supply management: The company's Safe Water Supply Committee developed a safe water supply plan, conducted regular

inspections of water plants, and ensured that all plants complied with the established safety plan.

- In production and business, the Company leads and directs strict compliance with National Laws, especially the Labor Law and the Company's Democratic Regulations, thereby preventing any violations of State laws. Fully implement social insurance and health insurance policies for employees while also applying various measures to increase worker income, and strictly follow the terms of the collective labor agreement signed between the Executive Board and the Company's labor union.

IV. Existing Issues and Causes:

1. Existing Issues

1.1. Some projects have not met the planned progress

- Investment in the construction of the Bac Ninh Surface Water Plant (capacity: 45,000 m³/day) and the transmission pipeline;

- Investment in the construction of the raw water pumping station and sedimentation system serving the Cho Town Water Supply Plant, Yen Phong District .

2. Causes

- Obstacles related to land allocation, land lease procedures, and planning adjustments.

- Changes in policies and regulations (Bidding Law) have led to delay in government agencies' selection of investors for water supply projects.

B. ORIENTATION AND BUSINESS AND PRODUCTION PLAN FOR 2025

I. Business And Production Plan:

1. Ensure a 24/7 water supply while maintaining three key criteria: quality, flow rate, and pressure. Water quality indicators will be strictly controlled to consistently meet the national standard QCVN 01:2018/BYT of the Ministry of Health, the local standard QCDP 01:2021/BN, and other government regulations. The quality management system will be operated in compliance with ISO/IEC 17025:2017.

2. The company prioritizes the use of high-quality surface water, gradually reducing reliance on groundwater for water supply systems. Once the Bac Ninh Surface Water Plant (capacity: 45,000 m³/day) is completed and operational, groundwater will serve as a backup source in case of emergencies, and the Bac Ninh Groundwater Plant will transition to using surface water.

3. Develop the company's water supply system in an intelligent and modern direction, implementing network zoning to monitor and control water loss automatically and online, with a targeted overall water loss rate of **14.3%** in 2025.

4. Focus on timely maintenance and repair of machinery, equipment, pipelines, and meter clusters, ensuring technical standards are met and minimizing response time for pipeline and meter failures experienced by customers.

5. Prioritize safe water supply management and water security, ensuring the safety of the entire supply system. Stockpile necessary materials, equipment, backup chemicals, and transportation to prepare for emergency situations.

6. Enhance customer service quality; develop in-house software for water supply management, meter reading, pipeline network monitoring, leakage detection, and revenue protection. Gradually implement a smart, modern water supply management system.

7. Continue to flush and clean the pipeline network using the scouring method, removing accumulated sediments over time. Conduct timely calibration and inspection of water meters as required.

8. Promote and guide customers to switch to cashless payment methods for water bills via bank transfer.

9. Maintain stable employment and income for employees while ensuring sustainable benefits for shareholders.

10. **Basic indicators of production and business plan for 2025:** can be found in attached Table "Appendix I. SUMMARY OF 2024 IMPLEMENTATION RESULTS AND 2025 PLAN"

II. Developed investment plans:

1. Maintenance, repair, upgrading, and expansion of the water supply system for customer development

1.1. Continue investing in the expansion, renovation, and upgrading of water pipelines, relocating pipelines as required by authorities, and replacing old pipelines that do not ensure water supply safety (frequent breakages, difficult-to-manage deep installations, or those located on private properties); install pressure-reducing valve systems, network zoning master meter clusters, and electromagnetic meters for remote flow and pressure monitoring, replace faulty water meters and construct access pits for flushing pipelines; procure equipment for pipeline flushing, leak detection, and water loss prevention, invest in the automation of chemical priming systems at water treatment plants, as well as the

automated control of raw and treated water pumping stations; install additional water supply pumps and chemical priming pumps to maintain water quality in accordance with customer demands, renovate office facilities and upgrade water treatment infrastructure;

1.2. Invest in installing new water meters for approximately 5,000 households and institutions;

1.3. Relocate or adjust the height of **at least 4,000** water meters that are difficult to read;

1.4. Replace approximately 3,000 old or faulty water meters;

1.5. Inspect and verify approximately 16,500 water meters;

1.6. Maintain, service, and repair fire hydrants within the water supply network managed by the company;

1.7. Invest in sludge presses and drying beds for water treatment plants;

1.8. Invest in the construction and installation of surface water quality monitoring equipment at the Bac Ninh Surface Water Plant;

1.9. Invest in additional pumps and backup generators for the Dai Phuc Booster Pump Station;

1.10. Install a new D160 water pipeline to enhance water pressure in the Da Cau area;

1.11. Tile and construct a roof for the Phase 2 treatment area at the Bac Ninh Surface Water Plant;

1.12. Invest in the construction of a transmission pipeline to supply water to the Hoa Long area (connecting from the D630 pipeline at the intersection of Kinh Duong Vuong Street and Ngo Gia Tu Street, with the pipeline diameter calculated to match the area's water demand) ;

1.13. Plan for the procurement of materials, equipment, and chemicals to support production and business operations in 2025.

2. Ongoing Investment Projects

2.1. Continue the investment and construction of the Bac Ninh Surface Water Plant (capacity: 45,000 m³/day) and the transmission pipeline in accordance with Investment Policy Decision No. 197/QD-UBND dated June 29, 2021, and subsequent amendments by competent authorities;

2.2. Continue investing in the raw water pumping station and supplementing the sedimentation tank documentation for the Cho Town Water Supply Plant, following Investment Policy Decision No. 384/QD-UBND dated July 19, 2019, and subsequent amendments by competent authorities.;

2.3. Continue investing in managing and operating the construction of the water supply and the booster pump station at a designated site in Hoa Long Ward, Bac Ninh City, in accordance with Investment Policy Decision No. 683/QD-UBND dated November 19, 2018, Adjustment Decision No. 281/QD-UBND dated May 30, 2024, and other amendments by competent authorities.;

3. New Investment Projects

3.1. Invest in the construction of water supply pipeline network and the installation of new water meters for households in three wards: Bang An, Que Tan, and Phu Luong in Que Vo Town. If approved, implementation will follow the investment approval decisions of the competent authorities;

3.2. Expand the sedimentation tank system at the Bac Ninh Surface Water Plant, utilizing approximately 6.5 hectares of land in Duc Tai Hamlet, Chi Lang Commune, Que Vo Town. If approved, implementation will follow the investment approval decisions of the competent authorities;

3.3. Invest in the construction of the Yen Phong 2 Water Supply Plant in Tam Giang Commune, Yen Phong District, Bac Ninh Province. If approved, implementation will follow the investment approval decisions of the competent authorities;

3.4. Organize the reception, management, operation, exploitation, and business activities of the "Investment and Construction Project of Bac Ninh Surface Water Plant under the Build - Transfer (BT) Contract Model" (with a capacity of 25,000 m³/day). If assigned by the owner or through participation in auctions, bidding, acquisition, or leasing of exploitation rights for this project/asset in accordance with the regulations and decisions of the competent authorities.

III. Other contents:

- Sign a loan agreement for the sedimentation tank component of the investment and construction project of the surface water plant with a capacity of 45,000 m³/day and the transmission pipeline with the Bac Ninh Development Investment Fund, as well as a mortgage agreement for project assets with the Bac Ninh Provincial Development Investment Fund and BIDV Kinh Bac Branch;

- Sign a loan agreement and a mortgage agreement for future-formed assets of the investment and construction project of the management and operation building and the booster pump station with the Bac Ninh Development Investment Fund or other credit institutions;

- Allocate provisions for doubtful receivables;

- Purchase one VinFast VF8 electric car for business operations;

- Procure work uniforms, personal protective equipment, corporate uniforms, and Tet gifts for employees;
- Organize study tours and experience-sharing sessions with both domestically and internationally water companies.

IV. Solutions:

- Balance revenues and expenditures, manage investment capital efficiently to ensure savings and effectiveness, and take advantage of credit institution funding to expand business operations.

- Proactively invest in and innovate science and technology in management.

- Develop safe water supply programs and implement network zoning to prevent water loss and revenue leakage, ensuring a stable 24/7 water supply, with a targeted network-wide water loss rate of **14.3%** by 2025.

- Strengthen the cleaning and flushing of the water supply network across all company units, and implement cyclic flushing of distribution pipelines within the Bac Ninh city water supply network.

- Encourage customers to use clean water and organize conferences to gather customer feedback, continuously improving service quality to meet customer demands.

- Develop internal resources to expand operations and enhance production quality, focusing on training and retraining professional skills to improve the expertise and technical proficiency of company staff and workers to meet job requirements.

- Apply science and technology to production and business operations. Promptly reward individuals and organizations with innovations and technical improvements that enhance labor productivity.

- Organize study tours, training sessions, and exchange experience with developed water supply companies to enhance expertise, adopt improved management and production models, and improve service quality for customers.

Recipients:

- Board of Directors;
- Board of Supervisors;
- General Director and Deputy General Director;
- Dependent departments and units;
- Archived: Office.

GENERAL DIRECTOR

Luu Xuan Tam

Bac Ninh, April , 2025

PROPOSAL

Re: Approval of the Audited financial statements for the year 2024

**To: Shareholders of Bac Ninh Clean Water Joint Stock
Company**

Pursuant to the Enterprises Law No. 59/2020/QH14 passed on June 17, 2020;

Pursuant to the Charter of Bac Ninh Clean Water Joint Stock Company.

Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders on April 19, 2024, the General Meeting of Shareholders selected AASC Auditing Company Limited as the auditor for the 2024 Financial Statements.

The Board of Directors would like to submit to General Meeting of Shareholders for approval of the audited financial statements for the year 2024, reviewed by the Board of Supervisors, with the following basic indicators:

No.	Indicators	Unit	Value
1	Total assets	VND	906,953,596,717
2	Total liabilities	VND	479,918,472,984
3	Owner's equity	VND	427,035,123,733
4	Total revenues from sales and services rendered	VND	286,984,251,029
5	Profit before tax	VND	61,197,534,230
6	Profit after tax	VND	51,279,213,733
7	Earning per share	VND	1,358

(Details posted on website: <https://nuocsachbacninh.vn/bao-cao-tai-chinh>).

The Board of Directors would like to submit to General Meeting of Shareholders for consideration and approval.

Recipients:

- As above;
- Shareholders of the Company;
- Archived: Office

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Nguyen Tien Long

No.: /TTr-BNW

Bac Ninh, April , 2025

PROPOSAL

*Re: Proposal on approving the plan for profit distribution and dividend payment
for the year 2024*

**To: The General Meeting of Shareholders of Bac Ninh Clean Water Joint
Stock Company**

- Pursuant to the Resolution of the Annual General Meeting of Shareholders of Bac Ninh Water Supply Joint Stock Company on April 19, 2024;
- Pursuant to the 2021 Charter of Bac Ninh Water Supply Joint Stock Company;
- Pursuant to Resolution No. 02/NQ/HĐQT-NSBN dated January 15, 2025, regarding the interim dividend payment for the first round of 2024;
- Based on the business performance in 2024;
- Based on the document from the Chairman of the People's Committee of Bac Ninh Province regarding the opinion for the representative of the state capital to participate in the voting at the Annual General Meeting of Shareholders in 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the profit distribution plan and dividend payment for the year 2024, as detailed below:

Profit distribution and dividend payment for the year 2024:

No	Item	Unit	Amount
1	Charter capital	VND	375.493.910.000
2	Retained earnings after tax accumulated until 2024	VND	51.279.213.733
3	Profit distribution as follows:	VND	51.279.213.733
	<i>Allocation to the Development Investment Fund</i>	VND	<i>2.300.000.000</i>
	<i>Allocation to the Bonus and Welfare Fund</i>	VND	<i>1.351.576.631</i>
	<i>Remuneration for non-executive members of the Board of Directors</i>	VND	<i>288.000.000</i>
	<i>Payment of the after-tax profit from the Bac Ninh Surface Water Plant to the state budget</i>	VND	<i>6.035.307.002</i>
	<i>Dividend payment (11% of charter capital) (*)</i>	VND	<i>41.304.330.100</i>

(*) Note:

The Company has paid an interim dividend for the first round at 7% per share, meaning each share received **700 VND**.

The remaining amount will be paid in the second round at 4%, meaning each share will receive **400 VND**.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Recipients:

- As above;
- Shareholders of the Company;
- Archived: Office

**ON BEHALF OF THE BOARD
OF DIRECTORS
CHAIRMAN**

Nguyen Tien Long

No.: /TTr-BNW

Bac Ninh, April , 2025

PROPOSAL

*Re: Approval of the proposed plan for profit distribution and dividend payment
for the year 2025*

**To: The General Meeting of Shareholders of
Bac Ninh Clean Water Joint Stock Company**

*Pursuant to the 2021 Charter of Bac Ninh Water Supply Joint Stock Company;
Based on the business performance.*

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the proposed plan for profit distribution and dividend payment for the year 2025. The details are as follows:

Based on the projected profit, the Board of Directors proposes allocating a portion to the Development Investment Fund, the Bonus and Welfare Fund, and paying a minimum cash dividend of 6%, meaning each share will receive 600 VND.

The Board of Directors is authorized to decide the timing and amount of the interim dividend.

Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

Recipients:

- As above;
- Shareholders of the Company;
- Archived: Office

**ON BEHALF OF THE BOARD
OF DIRECTORS
CHAIRMAN**

Nguyen Tien Long

No. /TTr-BNW

Bac Ninh, April , 2025

PROPOSAL

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2024

*Re: Approval of the remuneration for the Board of Directors, Board of Supervisors,
and Secretary of the Board of Directors in 2024 and the plan for 2025*

To: General Meeting of Shareholders

Pursuant to the Enterprises Law on June 17, 2020 and implementing regulations;

Pursuant to the Securities Law No. 54/2019/QH14 approved by the ational Assembly of the Socialist Republic of Vietnam on November 26, 2019 and implementing regulations;

Pursuant to the 2021 Charter of Bac Ninh Clean Water Joint Stock Company;

The Board of Directors would like to submit to General Meeting of Shareholders for consideration and approval of Proposal on the remuneration for the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2024 and the plan for 2025 as follows:

1. The remuneration for the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2024.

Unit: VND

No.	Name	Position	Amount of remuneration/ month	Amount of remuneration/ year
	Board of Directors			
1	Nguyen Tien Long	Chairman of the BOD	10,000,000	120,000,000
2	Luu Xuan Tam	Vice Chairman of the BOD	8,000,000	96,000,000
4	Nguyen Dinh Ton	Member of the BOD	7,000,000	84,000,000
5	Vu Thi Chuyen	Member of the BOD	7,000,000	84,000,000
6	Ngô Minh Chau	Independent Member of the BOD	7,000,000	28,000,000
7	Nguyen Xuan Quyet	Independent Member of the BOD	7,000,000	56,000,000
	Board of Supervisors			

1	Nguyen Tien Long	Head of the BOS	7,000,000	84,000,000
3	Luu Xuan Tam	Member of the BOS	5,000,000	20,000,000
4	Nguyen Dinh Ton	Member of the BOS	5,000,000	40,000,000
5	Vu Thi Chuyen	Member of the BOS	5,000,000	60,000,000
	Secretary of the Board of Directors			
1	Ngo Viet Thang	Secretary of the Board of Directors	5,000,000	60,000,000
Total				732,000,000

2. The monthly remuneration plan for the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors/ Corporate Governance Officer of the Company in 2025.

Unit: VND

No.	Position	Amount of remuneration/ month/ person	The whole year
1	Chairman of the Board of Directors	25,000,000	300,000,000
2	Vice Chairman of the Board of Directors	20,000,000	240,000,000
3	Member of the Board of Directors	12,000,000	144,000,000
4	Head of the Board of Supervisors	12,000,000	144,000,000
5	Member of the Board of Supervisors	8,000,000	96,000,000
6	Corporate Governance Officer/ Secretary of the Board of Directors	8,000,000	96,000,000

Respectfully submit to the General Meeting of Shareholders for consideration and approval!

ON BEHALF OF THE BOARD OF DIRECTORS

**BAC NINH CLEAN WATER
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No. /TTr-HDQT
Re: Selecting the independent
auditing firm for the year 2025

Bac Ninh, April, 2025

PROPOSAL

Re: Selecting the independent auditing firm to conduct the audit of the 2025 financial statements

To: Shareholders of Bac Ninh Clean Water Joint Stock Company

Pursuant to the Enterprises Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the 2021 Charter of Bac Ninh Clean Water Joint Stock Company;

In compliance with the obligations stipulated in the Company's Charter and the provisions of Law, the Board of Directors would like to submit to the General Meeting of Shareholders the criteria for selecting an auditing company to audit the Company's financial statements for the year 2025 and proposes the selection of an auditing company as follows:

1. Criteria for selecting an independent auditor

- Be a company operating legally in Vietnam;
- Be reputable in audit quality;
- Qualified and experienced auditors;
- Reasonable audit fees in accordance with current regulations;
- This independent audit company is approved by the Vietnam Association of Certified Public Accountants and the State Securities Commission to audit units and companies according to the annual list.

2. Recommendations on selecting an auditor: AASC Auditing Company Ltd. to audit the Company's 2025 financial statements.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Recipients:

- *As above;*
- *Shareholders of the Company;*
- *Archived: Office.*

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**

Nguyen Tien Long

No.: /BC-NSBN

Bac Ninh, dated April ... , 2025

REPORT

Regarding the loan for Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline

To: Shareholders of Bac Ninh Clean Water Joint Stock Company

Pursuant to the Charter and internal governance regulations of the Company approved by the General Meeting of Shareholders on April 20, 2021;

Pursuant to Decision No. 300/QĐ-UBND dated September 1, 2021, of the People's Committee of Bac Ninh Province, approving the consortium of Bac Ninh Clean Water Joint Stock Company and Long Phuong Group Joint Stock Company as the investors for the investment and construction project of the Bac Ninh Surface Water Plant (capacity of 45,000 m³/day) and the transmission pipeline;

On June 23, 2023, the Company's General Meeting of Shareholders approved the draft long-term loan agreement and the draft asset mortgage agreement for the Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline.

Accordingly, the General Director was authorised to negotiate and submit to the Board of Directors (BOD) for approval the signing of the official loan agreement and asset mortgage agreement with credit institutions, ensuring compliance with relevant regulations and reporting to the General Meeting of Shareholders at the nearest session in case of any changes.

On December 29, 2023, the Board of Directors approved the loan agreement and the future-formed asset mortgage agreement with the Joint Stock Commercial Bank for Investment and Development of Viet Nam (BIDV) - Kinh Bac Branch, to implement the Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline.

Appoint Mr. Luu Xuan Tam, General Director of the Company, to sign the agreements, credit documents, and transactions with the Joint Stock Commercial Bank for Investment and Development of Viet Nam (BIDV) - Kinh Bac Branch.

On January 26, 2024, the consortium of Bac Ninh Clean Water Joint Stock Company and Long Phuong Group Joint Stock Company signed a credit agreement and an asset mortgage agreement with the Joint Stock Commercial Bank for Investment and Development of Viet Nam (BIDV) - Kinh Bac Branch, to finance the Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline. The maximum loan amount is VND 427,000,000,000, with

a fixed interest rate of 7.7% per annum for the first two years from the initial disbursement date. After that, the interest rate will be adjusted every six months based on BIDV's listed 12-month term savings rate for individual customers, plus a margin of 2.5%.

During the project's implementation, the Bac Ninh Provincial Development Investment Fund approved a loan for Bac Ninh Clean Water Joint Stock Company and Long Phuong Group Joint Stock Company, with a maximum loan amount of VND 47,283,000,000. The minimum lending interest rate of the fund (currently 5% per annum, lower than BIDV - Kinh Bac Branch's rate) will be applied to finance the Settling Pond section of the Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline. This initiative aims to support investment projects in key socio-economic infrastructure development sectors in the province, particularly water plant development projects that serve social welfare objectives.

On December 25, 2024, the Board of Directors approved the Loan Agreement with the Bac Ninh Provincial Development Investment Fund to implement the Settling Pond section of the Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline. Simultaneously, the Board approved an amendment and supplement to the credit agreement with BIDV - Kinh Bac Branch.

The loan amount from BIDV - Kinh Bac Branch, will be adjusted downward in proportion to the amount borrowed by the consortium from the Bac Ninh Provincial Development Investment Fund. The collateral assets will be jointly pledged to secure the credit obligations financing the project from BIDV and the Bac Ninh Provincial Development Investment Fund and will be shared in accordance with the capital contribution ratio.

The Board of Directors reports to the General Meeting of Shareholders on the amendments to the long-term loan agreement and the future-formed asset mortgage agreement for the Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline.

Respectfully submits to the General Meeting of Shareholders for consideration and approval.

Recipients:

- *As above;*
- *Shareholders*
- *Archived: Office.*

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

Nguyen Tien Long

No.: /TTr-BNW

Bac Ninh,

2025

PROPOSAL

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re: Approval of amendments and supplements to the Charter; Internal governance regulations of Bac Ninh Clean Water Joint Stock Company

To: 2025 Annual General Meeting of Shareholders

Pursuant to:

- The Law on Enterprises dated June 17, 2020, and its implementing documents.
- The Law on Securities dated November 26, 2019, and its implementing documents.
- The Charter of Bac Ninh Clean Water Joint Stock Company was approved by the General Meeting of Shareholders for the third time on April 20, 2021, and for the fourth time on November 5, 2021.
- Pursuant to Decree No. 10/2019/ND-CP dated January 30, 2019, of the Government on the exercise of rights and responsibilities of state owner’s representatives.

1. The Necessity of Amending and Supplementing the Charter:

Based on point c, clause 1, Article 42 of the internal regulations on corporate governance, which stipulate that the General Director is authorized to expend amounts under 300,000,000 VND (three hundred million VND) per event, it is necessary to amend the Charter and the internal regulations on corporate governance to allow the General Director greater flexibility in managing business operations.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the amendments and supplements to the provisions related to contracts valued from 300 million VND in the Company's Charter and Internal governance regulations of Bac Ninh Clean Water Joint Stock Company as follows.

2. Content of the amendments and supplements:

2.1. Company Charter

The 2021 Charter	Amended Content
Point h, Clause 2, Article 44. Board of Directors: <i>“Approval of purchase, sale, loan, lending, and other contracts with a value from 300,000,000 VND to less than 35% of the total asset value recorded in the company's latest financial statements (excluding water supply service contracts for the company's customers).”</i>	Point h, Clause 2, Article 44. Board of Directors: <i>“Approval of purchase, sale, loan, lending, and other contracts with a value from 1,000,000,000 VND to less than 35% of the total asset value recorded in the company's latest financial statements (excluding water supply service contracts for the company's customers).</i> <i>For expenditures ranging from</i>

	<i>300,000,000 VND to less than 1,000,000,000 VND, the General Director and the Chairman of the Board of Directors shall jointly make the decision."</i>
--	--

2.2. Internal governance regulations

The 2021 Regulations	Amended Content
<p>Point c, Clause 1, Article 42. Standards for selecting the General Director and other management personnel:</p> <p><i>"c. Rights and obligations of the General Director:</i></p> <p>...</p> <p><i>iv, Apart from the regular expenses mentioned above, the General Director has the authority to approve expenditures arising under 300,000,000 VND (three hundred million VND) per case.</i></p> <p><i>V, Expenditures from 300,000,000 VND (three hundred million VND) and above per case must be approved by the Board of Directors."</i></p>	<p>Point c, Clause 1, Article 42. Standards for selecting the General Director and other management personnel:</p> <p><i>"c. Rights and obligations of the General Director:</i></p> <p>...</p> <p><i>iv, Apart from the regular expenses mentioned above, the General Director has the authority to approve expenditures arising under 1,000,000,000 VND (one billion VND) per case.</i></p> <p><i>v, Expenditures from 1.000.000.000 VND (one billion VND) and above per case must be approved by the Board of Directors. For expenditures ranging from 300,000,000 VND to less than 1,000,000,000 VND, the General Director and the Chairman of the Board of Directors shall jointly make the decision or obtain approval from the Board of Directors for the decision."</i></p>

3. The General Meeting of Shareholders authorises the Chairman of the Board of Directors and the General Director to finalise and sign the promulgation of amendments to the Company's Charter, Internal Governance Regulations, and other related regulations and decisions of the Company, effective from the date of approval by the 2025 General Meeting of Shareholders.

Respectfully submit to the General Meeting of Shareholders for consideration and approval!

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Nguyen Tien Long

Bac Ninh, dated April ..., 2025

VOTING GUIDELINES

At the 2025 Annual General Meeting of Shareholders, the Organizing Committee provides the following instructions on the voting procedures at the Meeting:

After shareholders complete the shareholder verification process to attend the Meeting, the Voter Eligibility Examination Committee will distribute the Voting Card and the Ballot. The number of voting rights corresponds to the number of shares owned by the shareholder. For authorized representatives of individual shareholders or representatives of institutional shareholders, the number of voting rights corresponds to the number of shares they are authorized to represent.

1. On-site voting using "VOTING CARDS"

1.1. Characteristics: "VOTING CARDS" is **YELLOW**, containing the shareholder's information and the number of shares with voting rights.

1.2. Purpose: Used for voting on matters that need to be approved immediately at the Meeting by **RAISING** the Voting Card, including:

1. Approval of the list of the Presidium;
2. Approval of the list of the Secretariat of the Meeting;
3. Approval of the list of the Vote Counting Committee;
4. Approval of the Meeting Regulations;
5. Approval of the Meeting Agenda;
6. Approval of the Minutes and Resolutions of the Meeting.

1.3. On-site Voting Procedure: Shareholders vote by raising the **"VOTING CARD"** to indicate **" Approve," " Disapprove,"** or **"Abstain"** on the voting matters when requested by the Organizing Committee or the Presidium. For each voting matter, shareholders can only raise the card once to indicate either **"Approve," " Disapprove,"** or **" Abstain"**.

The vote-counting results will be announced immediately after each voting matter.

2. Voting by "BALLOT"

2.1. Characteristics of "BALLOT": The ballot is **BLUE**, containing the shareholder's name, shareholder code, number of owned ballots, number of authorized ballots, total number of ballots represented at the meeting, and the voting matters.

2.2. Purpose: Used for voting on matters that need approval at the meeting by casting ballots, including:

1. Report on the activities of the Board of Directors;
2. Report on the activities of the Supervisory Board;
3. Report on Result of Production and Business;
4. Audited financial statements;
5. Approval of the profit distribution and dividend payment plan;

6. Approval of the proposed profit distribution and dividend payment plan;
7. Approval of the remuneration for the Board of Directors, Board of Supervisors, and BOD Secretary;
8. Approval of the selection of an independent audit firm;
9. Approval of proposals and documents related to the election of Board of Directors and Board of Supervisors members (if applicable);
10. Other matters stated in the Ballot (if applicable).

2.3. Voting Procedure Using the "BALLOT":

The Organizing Committee has printed all voting matters on the Ballot. For each item, there are three voting options: "**Approve**," "**Disapprove**," or "**Abstain**". Shareholders mark an "X" in the selected option and may only choose one of the three options.

Shareholders or authorised representatives are responsible for signing their ballots correctly. The Vote Counting Committee is not responsible for verifying signatures.

Shareholders must submit their completed Ballots into the designated ballot box in the meeting hall (following the instructions of the Vote Counting Committee).

The Vote Counting Committee will conduct the vote count and announce the results immediately during the Meeting.

2.4. Evaluation of Invalid Ballots:

- Invalid Ballots:

- + The ballot was not issued by the Organizing Committee;
- + The ballot does not follow the prescribed format or lacks the official Company seal;
- + The ballot contains erasures, corrections, is torn, or damaged;
- + The ballot lacks the full name and signature of the shareholder or the legally authorized representative;
- + The ballot has all invalid voting options;
- + The ballot is submitted to the Vote Counting Committee after the Chairman of the Meeting has announced the end of the voting period and the ballot box has been sealed.

We sincerely appreciate the cooperation of our Shareholders./.

Notes:

- + Shareholders who enter incorrect information or identify errors on their ballot should immediately contact the Vote Counting Committee to receive a new ballot.
- + The Vote Counting Committee will cancel any incorrectly filled or erroneous ballots before issuing a new one.



**BAC NINH CLEAN WATER JOINT STOCK COMPANY
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

VOTING CARD

DELEGATE ID: ...

Full name:

Number of voting shares owned: shares

Number of voting shares with proxy authorization: shares

Total number of voting shares: shares

**BAC NINH CLEAN WATER
JOINT STOCK COMPANY**

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

No.: 01/2025/NQ-ĐHĐCĐ

Bac Ninh, April 18, 2025

RESOLUTION
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
BAC NINH CLEAN WATER JOINT STOCK COMPANY

ANNUAL GENERAL MEETING OF SHAREHOLDERS
BAC NINH CLEAN WATER JOINT STOCK COMPANY

Pursuant to the Law on Enterprises dated June 17, 2020, and its implementing regulations;

Pursuant to the Charter of Bac Ninh Clean Water Joint Stock Company;

Pursuant to the Minutes of the General Meeting of Shareholders No. 01/2025/BB-ĐHĐCĐ dated April 18, 2025.

RESOLVE:

Article 1: Approval of the following reports:

1. Report on 2024 Performance results and 2025 Orientation of the Board of Directors;
2. Report on the activities of the Board of Supervisors (BOS) for 2024;
3. Report on the 2024 Business Operations Results and the Development of the 2025 Business Plan
4. Audited financial statements for the year 2024

The General Meeting of Shareholders approves the audited financial statements for the year 2024, as reviewed by the BOS, with the following key indicators:

No.	Indicators	Unit	Amount
1	Total assets	VND	906,953,596,717
2	Liabilities	VND	479,918,472,984
3	Owners' equity	VND	427,035,123,733
4	Total revenue from sales of goods and rendering and services	VND	286,984,251,029
5	Profit before tax	VND	61,197,534,230
6	Profit after tax	VND	51,279,213,733
7	Basic earnings per share	VND	1,358

Article 2: Approval of the plan for profit distribution and dividend payment for the year 2024:

The General Meeting of Shareholders approves the plan for profit distribution and dividend payment for the year 2024 as follows:

The profit distribution and dividend payment for the year 2024:

No.	Indicators	Unit	Amount
1	Charter capital	VND	375,493,910,000
2	Retained earnings as of 2024	VND	51,279,213,733
3	Profit distribution as follows:	VND	51,279,213,733
	<i>Allocation to Development Investment Fund</i>	VND	<i>2,300,000,000</i>
	<i>Allocation to Bonus and Welfare Fund</i>	VND	<i>1,351,576,631</i>
	<i>Remuneration for non-executive Board of Directors members</i>	VND	<i>288,000,000</i>
	<i>Payment of profits after tax of The Bac Ninh Surface Water treatment plant to the state budget</i>	VND	<i>6,035,307,002</i>
	<i>Dividend payment (11% of charter capital)*</i>	VND	<i>41,304,330,100</i>

(*) Notes:

The company has paid the first dividend payment at **7%** per share, equivalent to **700 VND** per share.

The remaining second dividend payment is **4%**, equivalent to **400 VND** per share.

The General Meeting of Shareholders authorizes the Board of Directors to determine the schedules and procedures for dividend payment to shareholders in accordance with the law and the company's Charter.

Article 3: Approval of the proposed plan for profit distribution and dividend payment for the year 2025:

Based on the projected profit, the Board of Directors proposes allocating part of the profit to the Development Investment Fund, the Bonus and Welfare Fund, and ensuring a minimum cash dividend payment of 6%, equivalent to 600 VND per share.

The General Meeting of Shareholders authorizes the Board of Directors to decide on the schedules and procedures for interim dividend payments based on the company's business performance and financial status.

Article 4: Approval of the remuneration for the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2024 and the plan for 2025:

1. Approval of 2024 remuneration:

Total remuneration for the Board of Directors, Board of Supervisors, and BOD Secretary: **732,000,000 VND**.

2. 2025 monthly remuneration plan for the Board of Directors, Board of Supervisors, and BOD Secretary:

No.	Position	Remuneration /month/person	Annual amount Unit: VND
1	Chairman of the Board of Directors	25,000,000	300,000,000
2	Vice Chairman of the Board of Directors	20,000,000	240,000,000
3	Member of the Board of Directors	12,000,000	144,000,000
4	Chief of the Board of Supervisors	12,000,000	144,000,000
5	Member of the Board of Supervisors	8,000,000	96,000,000
6	Corporate Governance Officer/ BOD Secretary	8,000,000	96,000,000

Article 5: Approval of the selection of the independent auditing firm to conduct the audit of the 2025 financial statements:

1. Criteria for selecting an Independent Auditing Firm
 - A legally operating firm in Vietnam;
 - Reputable in audit quality;
 - Qualified and experienced auditors;
 - Reasonable audit fees in compliance with current regulations.
 - The independent audit firm must be approved by the Vietnam Association of Certified Public Accountants and the State Securities Commission to audit companies as listed annually.
2. The selected firm: AASC Auditing Firm Company Limited.

Article 6. Approval of the Report on the loan for Investment in the construction of the Bac Ninh Surface Water Treatment Plant (Capacity 45,000 m³/day) and the transmission pipeline.

Article 7. Approval of the proposal on approving amendments and supplements to the Charter; Internal governance regulations of Bac Ninh Clean Water Joint Stock Company.

Article 8. This resolution takes effect from the date of approval by the General Meeting of Shareholders. Members of the Board of Directors, Board of Supervisors, General Director, and related individuals are responsible for implementing this resolution./.

Recipient:

- Information disclosure:
HNX; VSDC; Company
website (shareholders)
- Archived (3 copies)/.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Nguyen Tien Long

