

THE SOCIALIST REPUBLIC OF VIETNAM
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CHARTER

CA MAU WATER SUPPLY JOINT STOCK COMPANY

- Address: No. 204 Quang Trung Street, Hamlet 26, Tan Thanh Ward, Ca Mau Province.
- Business code: 2000101918
- Stock symbol: CMW
- Telephone: 02903 836 723 – 02903 836 360

In 2026

CHARTER

CA MAU WATER SUPPLY JOINT STOCK COMPANY

*(This Charter was approved in accordance with the Resolution No.09/NQ-ĐHĐCĐ
dated June 29, 2026 of the General Meeting of Shareholders)*

Chapter I

DEFINITION OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

1. In this Charter, the following terms shall be construed as follows:

a) *Charter capital* means the total par value of shares sold or registered for purchase upon establishment of the Company and stipulated in Article 6 of this Charter;

b) *Voting capital* means the share capital of which the owners have the right to vote on matters falling under the decision-making competence of the General Meeting of Shareholders;

c) *Law on Enterprises* means Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam dated June 17, 2020;

d) *Law on Securities* means Law on Securities No.54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam dated November 26, 2019;

đ) *Date of establishment* means the date on which the Company is issued with the initial Enterprise Registration Certificate (Business Registration Certification);

e) *Executives* are the General Director, Deputy General Director, and Chief Accountant;

g) *Managers* are the Chairman of the Board of Directors, members of the Board of Directors, General Director, and Person in charge of corporate governance;

h) *Internal person* are individuals holding key positions in the Company's governance and management structure, including: The Chairman of the Board of Directors, members of the Board of Directors, Legal representative, General Director, Deputy General Director, Chief accountant, Head of Supervisory Board,

members of the Supervisory Board, Person in charge of corporate governance, Corporate Secretary, and Authorized person to disclosure information.

i) *Related persons* are individuals and organizations stipulated in Clause 46, Article 4 of the Law on Securities;

k) *Shareholders* are individuals or organizations owning at least one share of the Company;

l) *Major shareholders* are shareholders owning 5% or more of the total voting shares of the Company;

m) *Stock exchange* means Vietnam Stock Exchange and its subsidiaries;

n) *The Company* means Ca Mau Water Supply Joint Stock Company.

2. In this Charter, any reference to one or more of the provisions or other documents includes amendments, supplements, or replacements.

3. Headings (chapter and articles of this Charter) are used for convenience only and shall not affect the contents of this Charter

4. Terms defined in the Law on Enterprises or the Law on Securities shall have the same meanings in this Charter.

Chapter II

NAME, FORM, HEADQUARTERS, BRANCHES, DURATION OF OPERATION AND LEGAL REPRESENTATIVE

Article 2. Name, form, headquarters, branches, and duration of operation

1. Corporation name

- Vietnamese name: CÔNG TY CỔ PHẦN CẤP NƯỚC CÀ MAU

- English name: Ca Mau Water Supply Joint Stock Company

- Abbreviation: CAWACO

2. The Company is a joint stock company with legal entity status in accordance with the current laws of the Socialist Republic of Vietnam.

3. Headquarters:

- Address: No. 204 Quang Trung Street, Hamlet 26, Tan Thanh Ward, Ca Mau Province, Vietnam

- Telephone: 02903 836723

- Fax: 02903 836723

- E-mail: ctycapnuoccamau@yahoo.com

- Website: www.ctncamau.com.vn

4. The Company may establish branches in wards and communes within Ca Mau Province to carry out the operational objectives of the Company in compliance with the decisions of the Board of Directors and to the extent permitted by law.

5. The Company shall have an indefinite period of operation from the date of establishment.

Article 3. Legal representative

1. The Company has one (01) legal representative, who is the Chairman of the Board of Directors.

2. The legal representative shall act on behalf of the Company in exercising rights and obligations arising from the Company's transactions, representing the Company as a claimant to settle civil matters, a plaintiff, a defendant, or a person with related rights and obligations before arbitration or courts, and other rights and obligations as prescribed by law.

3. Responsibilities of the legal representative:

a) Perform assigned rights and obligations honestly, prudently, and in the best interests of the Company;

b) Be loyal to the Company's interests; do not abuse one's position or power, or use information, know-how, business opportunities, or assets of the Company for personal gain or the benefits of others;

c) Promptly, fully, and accurately notify the Company of any enterprises in which they or their related persons hold ownership, shares, or capital contributions in accordance with the Law on Enterprises.

4. The legal representative shall bear personal liability for any damages incurred by the Company resulting from a breach of the responsibilities specified in Clause 3 of this article.

Chapter III OBJECTIVES, SCOPE OF BUSINESS, AND OPERATIONS OF THE COMPANY

Chapter 4. Operational objectives of the Company

1. Business lines

No	Business line	Code
1	Production of non-alcoholic beverages and mineral water <i>Details: Producing bottled purified water</i>	1104

No	Business line	Code
2	Exploitation, treatment, and supply of water <i>Details: Exploiting, treating, and supplying clean water in Ca Mau City and districts (wards and communes now).</i>	3600 (major)
3	Wholesale of construction materials and other installation equipment <i>Details: Trading various types of materials, equipment specialized in water supply, and related products concerning clean water.</i>	4663
4	Installation of electricity systems	4321
5	Management consultancy <i>Details: Consulting on the establishment of investment projects, management of construction projects, design of groundwater wells with a capacity under 70 m³/h, and specialized water supply projects.</i>	7020
6	Technical inspection and analysis <i>Details: Inspection service of water meters.</i>	7120
7	Other uncategorized professional, science, and technology practices <i>Details: Consulting on supervision of civil work, traffic, irrigation, water supply, etc.</i>	7490
8	Construction of residential buildings	4101
9	Construction of other civil utility works	4229
10	Installation of water supply and drainage, radiator, and air-conditioning systems	4322
11	Construction of non-residential buildings	4102
12	Construction of water supply and drainage works	4222
13	Construction of road works	4212
14	Construction of other civil engineering works	4299
15	Wholesale of beverages	4633
16	Other manufacturing not elsewhere classified <i>Detail: Repairing, maintaining, installing machinery and equipment, and manufacturing specialized equipment for the water sector.</i>	3290
17	Other specialized wholesale not elsewhere classified	4669

No	Business line	Code
	<i>Details: Wholesaling water treatment chemicals, excluding those prohibited by the State</i>	
18	Freight transportation by road	4933
19	Warehousing and storage of goods	5210
20	Scientific research and technological development in the field of natural sciences <i>Details: Analyzing and testing water quality.</i>	7211
21	Leasing of machinery, equipment, and other tangible goods without operators.	7730
22	(For conditional business lines, the enterprise shall only conduct business in such lines upon satisfying all required conditions. The enterprise must strictly comply with the provisions of the law.)	Business lines are not yet aligned with the Vietnam Standard Industrial Classification

2. Objectives

- a) To meet the demand for clean water for residential, production, and commercial purposes in Ca Mau Province;
- b) To optimize operational efficiency, gain profitability, and preserve and develop shareholders' capital;
- c) To sustain continuous development, ensure balanced interests among the State, the Company, investors, and employees.

Article 5. Scope of business and operation

The Company shall conduct business activities within the registered business lines as stated in this Charter, notify changes of the registered contents with business registration agencies, and announce on the National Business Registration Portal.

Chapter IV

CHARTER CAPITAL, SHARES, AND FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, and founding shareholders

1. The charter capital of the Company is VND 155,349,000,000 (In words: One hundred fifty-five billion, three hundred forty-nine million Vietnamese Dong).

Total charter capital of the Company shall be divided into 15,534,900 (Fifteen million five hundred thirty-four nine hundred) shares with a par value of VND 10,000 (ten thousand Vietnamese Dong)/each.

2. The Company can change its charter capital upon approval of the General Meeting of Shareholders and in accordance with the law.

3. All shares of the Company as at the date of adoption of this Charter are common shares and preferred shares (if any). The rights and obligations of shareholders holding each class of shares are stipulated in Article 12 and Article 13 of this Charter.

4. The Company can issue other types of preferred shares after having approval of the General Meeting of Shareholders and in accordance with the law.

5. Ca Mau Water Supply Joint Stock Company was converted from a 100% state-owned enterprise; therefore, it does not have founding enterprises.

6. Common shares shall be offered with priority to existing shareholders in their respective proportion to their ownership of common shares in the Company, unless the General Meeting of Shareholders decides otherwise. The number of unsubscribed shares shall be decided by the Board of Directors of the Company. The Board of Directors may allocate such shares to shareholders or others under conditions not more favorable than those offered to the existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

7. The Company may purchase shares issued by itself in the manners stipulated in this Charter and applicable law.

8. The Company may issue other types of securities in accordance with the law.

Article 7. Share certificates

1. Shareholders of the Company are issued share certificates corresponding to the number of shares and class of shares owned.

2. Shares are securities that certify the legitimate rights and interests of the owner for a part of the share capital of the issuing organization. Shares must have all the contents specified in Clause 1, Article 121 of the Law on Enterprises.

3. Within 15 days from the date of submission of a complete dossier to request the share ownership transfer as stipulated by the Company or within 15 days from the date of full payment of the purchase price as stipulated in the stock issuance plan of the Company, the share owner shall be issued with share certificates. The shareholders do not have to pay the Company any expenses for printing the share certificate.

4. In case a share certificate is lost, damaged, or otherwise destroyed, the shareholder shall be reissued another share certificate upon the request of such shareholder. The request shall contain the following information:

a) Information regarding the share certificate that was lost, damaged, or otherwise destroyed;

b) Assumption of responsibility for any disputes arising from the re-issuance of the new share certificate.

Article 8. Other securities certificates

Bond certificates or other securities certificates of the Company are issued with the signature of the legal representative.

Article 9. Share transfer

1. All shares are freely transferable unless otherwise stipulated by this Charter and the law. Shares listed or registered for trading on the Stock Exchange are transferred in accordance with the law on securities and the securities market.

2. Shares which have not yet been paid in full shall not be transferred and are entitled to related benefits such as rights to receive dividends, issue shares undertake to increase the share capital from the owner's equity, buy new shares offered for sale, and other interests as prescribed by law.

Chapter V

ORGANIZATIONAL, GOVERNANCE, AND SUPERVISION STRUCTURE

Article 10. Organizational, governance, and supervision structure

The organizational, governance, and supervision structure of the Company includes

1. General Meeting of Shareholders (GMS).
2. Board of Directors (BOD).
3. Supervisory Board.
4. General Director.

Chapter VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of shareholders

1. Ordinary shareholders are entitled to:
 - a) Attend and express opinions at the General Meeting of Shareholders and exercise the right to vote directly at the meeting or through an authorized

representative or by other means prescribed by the law. Each common share represents one vote;

b) Receive dividends at the rate decided by the General Meeting of Shareholders;

c) Have the preemptive right to purchase new offered shares in proportion to the ownership of common shares of each shareholder in the Company;

d) Freely transfer shares to others, unless otherwise prescribed in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and relevant law;

đ) Examine, look up, and extract information about names and contact addresses in the list of shareholders with voting rights; request to correct their inaccurate information;

e) Examine, look up, and extract or copy the Company's Charter, meeting minutes, and resolutions of the General Meeting of Shareholders;

g) Receive a part of the remaining assets in proportion to their holdings when the Company is dissolved or is bankrupt;

h) Request the Company to repurchase their shares in cases stipulated in Article 132 of the Law on Enterprises;

i) Receive equal treatment. Each share of the same type shall provide its holder with equal rights, obligations, and interests. If the Company issues preference shares, rights and obligations associated with these shares must be approved by the General Meeting of Shareholders and fully informed to the shareholders;

k) Have full access to periodic and extraordinary information disclosed by the Company as prescribed by law;

l) To have their legitimate rights and interests protected; demand suspension, cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;

m) Other rights as prescribed by law and this Charter.

2. A shareholder or a group of shareholders holding 5% or more of the total number of common shares is entitled to:

a) Request the Board of Directors to convene the General Meeting of Shareholders in accordance with Clause 3, Article 115, and Article 140 of the Law on Enterprises;

b) Examine, look up, and extract minutes, resolutions, and decisions of the Board of Directors, biannual and annual financial statements, reports of the Supervisory Board, contracts, and transactions required to be approved by the

Board of Directors, and other documents, except documents related to trade secrets, business secrets of the Company;

c) Propose that the Supervisory Board inspect each specific issue related to the governance and operational management of the Company as it deems necessary. The request must be made in writing and contain the following information: full name, contact address, nationality, identification number for shareholders as individuals; name, enterprise code or legal document number of organization, headquarters address for shareholders as organizations; number of shares and registration date of each shareholder, total share holdings of the shareholder group and the ownership ratio against the total shares of the Company;

d) Propose issues to be included in the agenda of the General Meeting of Shareholders;

đ) Other rights as prescribed by law.

3. A shareholder or a group of shareholders holding 10% or more of the total number of common shares is entitled to nominate candidates to the Board of Directors and the Supervisory Board. The nomination shall be implemented as follows:

a) Ordinary shareholders forming together to nominate candidates to the Board of Directors and the Supervisory Board notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;

b) Depending on the number of members of the Board of Directors and the Supervisory Board, the shareholder or group of shareholders mentioned in this clause shall nominate one or some candidates to the Board of Directors and the Supervisory, as approved by the General Meeting of Shareholders. In case the number of candidates nominated by the shareholders or groups of shareholders is lower than that entitled to nominate under the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

Article 12. Obligations of shareholders

Ordinary shareholders shall have the following obligations:

1. Pay in full and on time for the subscribed shares.

2. Not to withdraw the capital contribution by ordinary shares in any form, unless these shares are repurchased by the Company or other persons. In case a shareholder withdraws part or all of contributed capital in violation of this provision, such shareholder and related persons in the Company shall be jointly liable for the debts and other liabilities of the Company within the value of withdrawn shares and any resulting damages.

3. Comply with this Charter and the internal regulations of the Company.

4. Comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

5. Protect the confidentiality of information provided by the Company in accordance with this Charter and the law; only use the information provided for exercising and protecting their legitimate rights and interests; be strictly forbidden to copy, distribute, or transmit the information provided by the Company to any other organizations or individuals.

6. Attend the General Meeting of Shareholders and exercise the voting right in the following manner:

a) Attend and vote in person at the meeting;

b) Authorize other individuals and organizations to attend and vote at the meeting;

c) Participate and vote at the online meeting, electronic voting, or other electronic forms;

d) Send voting ballots by mail, fax, or email.

7. Fulfill other obligations in accordance with applicable law.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders, consisting of all shareholders with voting rights, is the highest decision-making body of the Company. The Annual General Meeting of Shareholders shall be held once a year within 04 months from the end of the fiscal year. The Board of Directors may decide to extend the meeting in necessary cases, but not exceeding 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The meeting venue shall be the place where the Chairperson attends the meeting and must be situated within the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select an appropriate venue. The Annual General Meeting of Shareholders shall decide on matters stipulated by law and the Company's Charter, particularly approving the audited annual Financial Statements. In case the audit report on the Company's annual financial statements contains material qualified opinions, adverse opinions, or disclaimers of opinions, the Company must invite a representative of the approved auditing organization that conducted the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders, and such representative shall be responsible for attending the meeting.

3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:

a) The Board of Directors deems it necessary for the interests of the Company;

b) The remaining number of members of the Board of Directors and the Supervisory Board is smaller than the minimum number of members prescribed by law;

c) Upon request of shareholders or a group of shareholders holding 5% or more of common shares, the request to convene the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, with sufficient signatures of the relevant shareholders. Alternatively, the written request may be made in multiple documents, which collectively bear the signatures of all relevant shareholders;

d) At the request of the Supervisory Board;

4. Convening of Extraordinary General Meeting of Shareholders:

a) The Board of Directors must convene the General Meeting of Shareholders within 30 days from the date the remaining number of members of the Board of Directors and the Supervisory Board falls under in Point b, Clause 3 of this article, or as required by Point c and d, Clause 3 of this article;

b) In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed at Point a, Clause 4 of this article, then within 30 days, the Supervisory Board shall replace the Board of Directors to convene the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

c) In case the Supervisory Board fails to convene the General Meeting of Shareholders in accordance with Point b, Clause 4 of this article, the shareholder or group of shareholders specified at Point c, Clause 3 of this article has the right to request the Company's representative to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

In this case, the shareholders or group of shareholders convening the General Meeting of Shareholders has the right to request the business registration office to supervise the procedures of convening, conducting, and issuing resolutions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These expenses do not include expenses incurred by shareholders when attending the meeting, including accommodation and travel expenses;

d) The General Meeting of Shareholders shall be conducted following the procedures specified in Clause 5, Article 140 of the Law on Enterprises.

Article 14. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has following rights and obligations:

- a) Approve the Company's development orientations;
- b) Decide the types of shares and quantity of each type for sale; decide annual dividends of each type of share;
- c) Elect, dismiss, and discharge members of the Board of Directors and the Board of Supervisors;
- d) Decide on the investment or sale of assets valued at more than 35% of the total assets recorded in the Company's latest financial statement;
- đ) Decide amendments, supplements to the Company's Charter;
- e) Approve annual financial statements;
- g) Decide on the repurchase of over 10% of shares of each type;
- h) Consider taking actions against violations by members of the Board of Directors and Supervisory Board causing damage to the Company and its shareholders;
- i) Decide re-organization and dissolution of the Company;
- k) Decide on the salary levels or the total of remunerations, bonuses, and other benefits of the Board of Directors and the Supervisory Board;
- l) Approve Internal Regulations on Corporate Governance, Operating Regulations of the Board of Directors, Operating Regulations of the Supervisory Board;
- m) Approve the list of accredited audited organizations; decide the audit firm that examines the Company's operations, dismiss independent auditors when necessary;
- n) Other rights and obligations prescribed by law and this Charter.

2. The General Meeting of Shareholders has the right to discuss and approve the following:

- a) The Company's annual business plan;
- b) Audited annual financial statements;
- c) Report of the Board of Directors on governance and performance of the Board of Directors and each member thereof;

d) Report of the Supervisory Board on the Company's business results and performance of the Board of Directors, General Director;

đ) The self-assessment report on the performance of the Supervisory Board and each member thereof;

e) Rate of dividends paid for each type of shares;

g) The number of members of the Board of Directors and the Supervisory Board;

h) Election, dismissal, and removal of members of the Board of Directors and the Supervisory Board;

i) The salary level or total remuneration, bonuses, and other benefits of the Board of Directors and the Supervisory Board;

k) Approve the list of accredited audited organizations; decide the audit firm that examines the Company's operations, and dismiss independent auditors when necessary;

l) The amendments, supplements to the Company's Charter;

m) Type of shares and number of newly issued shares for each class;

n) Re-organization (division, separation, consolidation, or conversion of the Company;

o) Dissolution (liquidation) of the Company and appointment of a liquidator;

p) Decide on the investment or sale of assets valued at more than 35% of the total assets recorded in the Company's latest financial statement;

q) The redemption of more than 10% of the total shares of each type;

r) The Company signs contracts and conducts transactions with subjects stipulated in Clause 1, Article 167 of the Law on Enterprises worth 35% or more of the total value of the Company's assets recorded in the latest financial statements;

s) The Company may only implement transactions when the General Meeting of Shareholders approves with the following:

- Provide loans or guarantees to members of the Board of Directors, the Supervisory Board, the Executive Board, Persons in charge of corporate governance who are not shareholders, and their related individuals and organizations. In the event of granting loans or guarantees to related organizations of members of the Board of Directors, the Supervisory Board, the Executive Board, or the Person in charge of corporate governance, where the Company and such organizations (except the organization shareholders) are companies within the same group or companies operating under a group structure, including parent-

subsidiary companies and economic groups, the transactions must be approved by the General Meeting of Shareholders in accordance with the regulations.

- Transactions with a value of 35% or more, or transactions resulting in the total value (arising within 12 months from the date of the first transaction) of 35% or more of the total assets recorded in the most recent financial statements, between the Company and one of the following entities:

+ Members of the Board of Directors, the Supervisory Board, the Executive Board, the Person in charge of corporate governance, and their related persons;

+ Shareholders or their authorized representatives holding more than 10% of the Company's total common shares, and their related persons;

+ Enterprises related to the entities specified in Clause 2, Article 164 of the Law on Enterprises,

- Contracts, transactions of loan or sale of assets with a value of more than 10% of the total assets recorded in the latest financial statements between the Company and shareholders holding 51% or more of the total voting shares, or their related persons.

t) Approve the Internal Regulations on Corporate Governance, Operating Regulations of the Board of Directors, and the Supervisory Board;

u) Other matters as stipulated by law.

3. All resolutions and matters included in the agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 15. Authorization for participation in the General Meeting of Shareholders

1. Shareholders or their authorized representatives, being organizations, may directly attend or authorize one or some other individuals and organizations to participate in the General Meeting of Shareholders in one of the manners specified in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization for an individual or organization to attend the General Meeting of Shareholders mentioned in Clause 1 of this article must be made in writing. The power of attorney shall be made in accordance with the civil law and specify the name of the authorizing shareholders, the name of the authorized individual or organization, the quantity of shares authorized, the authorization contents, the scope of authorization, the authorization period, and the signatures of the authorizing and authorized parties.

Persons authorized to attend the General Meeting of Shareholders must submit the written power of attorney before conducting the registration procedure. In the case of sub-authorization, the meeting participant must present the original authorization document of the shareholder and the authorized representative of

the shareholder being organization (if not previously registered with the Company).

3. The voting ballots of the person authorized to attend the meeting within the scope of authorization shall remain effective in the following cases, except where:

- a) The authorizer dies, is restricted from civil act, or loses civil act capacity;
- b) The authorizer has rescinded the authorization appointment;
- c) The authorizer has canceled the competence of the authorized person.

This Clause shall not apply in cases where the Company receives a notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 16. Convening, agenda, and notice of invitation of the General Meeting of Shareholders

1. The Board of Directors shall convene the annual or extraordinary General Meeting of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in accordance with the provisions at Clause 3, Article 13 of this Charter.

2. The convener of the General Meeting of Shareholders must carry out the following duties:

a) Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of entitled shareholders shall be made no later than ten (10) days before the date of issuing the notice of invitation. The Company shall disclose information regarding the preparation of the list at least 20 days before the last registration day.

b) Prepare meeting agenda and contents;

c) Prepare meeting documents;

d) Draft resolutions in accordance with the tentative agenda;

đ) Determine time and venue for holding the General Meeting of Shareholders;

e) Notify and send notices of invitation to all shareholders entitled to attend the meeting.

g) Other tasks to serve the General Meeting of Shareholders.

3. The invitation notice of the General Meeting of Shareholders shall be sent to the contact address of all shareholders by a guaranteed method, and at the same time, published on the Company's website, the State Securities Committee, and the Stock Exchange on which the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders shall send the invitation notice to all entitled shareholders at least 21 days before the opening

date (from the date on which the notice is validly sent or delivered). The agenda of the General Meeting of Shareholders and related documents of matters voted at the meeting shall be sent to the shareholders or published on the Company's website. In cases where no documents are attached to the invitation notice of the General Meeting of Shareholders, the notice must specify the link to all meeting documents for shareholders to access, including:

- a) Agenda and documents used in the meeting;
- b) The list and detailed information of candidates for the election of the Board of Directors and the Supervisory Board;
- c) Voting ballots;
- d) Draft resolutions for each matter in the agenda.

4. A shareholder or a group of shareholders holding 5% or more of the total number of common shares has the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposals must be made in writing and sent to the Company no later than three (03) working days before the opening date. The proposal must include: full name of shareholder, address, nationality, number of citizen identification card, passport or other valid personal identification (for individual shareholders); name, enterprise code, and head office address (for organization shareholders); quantity and type of shares held by the shareholder; and the matters proposed to be included in the agenda.

5. The convener of the General Meeting of Shareholders has the right to reject any proposal mentioned in Clause 4 of this article in the following cases:

- a) The proposal is not submitted in accordance with the regulations in Clause 4 of this article;
- b) At the time of the proposal, the shareholder or group of shareholders does not have at least 5% of the common shares;
- c) The proposed items do not fall within the authority of the General Meeting of Shareholders;
- d) Other cases as stipulated by law and this Charter.

6. The convener of the General Meeting of Shareholders shall accept and include the proposed issues mentioned in Clause 4 of this article in the intended meeting agenda, except for cases specified in Clause 5 of this article. The proposed issues shall be officially included in the meeting agenda and contents if approved by the General Meeting of Shareholders.

Article 17. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents over 50% of the total number of votes.

2. If the first meeting fails to meet conditions under the provision of Clause 1 of this article, the invitation notice of the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted only when the attending shareholders represent at least 33% of the total number of votes.

3. If the second meeting fails to meet conditions under the provision of Clause 2 of this article, the invitation notice of the third meeting shall be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total number of votes of the attending shareholders.

Article 18. Procedures for conducting and voting at the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out the registration procedures and implement the registration until all shareholders entitled to attend the meeting have completed their registration in the following sequence:

a) Upon registration, the Company shall provide each shareholder or authorized representative with the voting right to a ballot which states the registration number, the full name of the shareholders, the full name of the authorized representative, and the number of votes of those shareholders. The General Meeting of Shareholders shall discuss and vote on each issue on the agenda. Voting includes affirmative votes, negative votes, and abstentions. At the meeting, cards in favor of the resolution shall be collected first, followed by cards against the resolution. Then, count the total number of both voting options to come up with the final result. The counting result shall be announced by the Chair right before the end of the meeting. The General Meeting of Shareholders shall elect the persons responsible for vote counting and supervision of vote counting at the request of the Chair. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders at the request of the Chair;

b) Shareholders, representatives of organization shareholders, or authorized persons coming late to the General Meeting of Shareholders have the right to register immediately and attend the meeting right after. The Chair is not responsible for delaying the meeting for the late-arriving shareholders to register, and the validity of the matters voted upon prior to their arrival shall remain unchanged.

2. The election of the Chair, Secretary, and Vote Counting Committee is stipulated as follows:

a) The Chairman of the Board of Directors shall preside over or authorize another member of the Board of Directors (representatives of the state capital) to be the Chair of the General Meeting of Shareholders convened by the Board of Directors. If the Chair is absent or temporarily incapable of working, the remaining members of the Board of Directors shall elect one of them to preside over the meeting on the principle of majority. Where there is no one able to act as the Chair, the Head of the Supervisory Board shall control the meeting so that the General Meeting of Shareholders elects the Chair amongst the participants, and the person with the highest votes shall act as the Chair of the meeting.

b) Except for the cases specified in Point a of this clause, the person who signs the decision to convene the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect the Chair, and the person with the highest votes shall act as the Chair of the meeting;

c) The Chair shall appoint one or more persons as secretaries of the meeting;

d) The General Meeting of Shareholders shall appoint one or more persons to the Vote Counting Committee at the request of the Chair.

3. The meeting agenda and contents shall be passed by the General Meeting of Shareholders at the opening session. The agenda must clearly define a detailed timeline for each matter in the agenda.

4. The Chair is entitled to implement necessary and reasonable measures to direct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and to reflect the wishes of the majority of attendees.

a) Arrange seats at the venue of the General Meeting of Shareholders;

b) Ensure the safety of the persons present at the venue of a meeting;

c) Facilitate the shareholders to attend (or continue to attend) the meeting. The convener has full authority to change the above measures and take all necessary actions. The applicable measures may be the issuance of entry permits or the use of other forms of selection.

5. The General Meeting of Shareholders discusses and votes on each issue on the agenda. Votes include affirmative votes, negative votes, and abstentions. The counting result shall be announced by the chair before the meeting is closed.

6. A shareholder or shareholder's authorized representatives who arrive at the meeting after the opening time may register their presence, participate, and vote after registration. The effect of the decisions voted on before their arrival shall remain unchanged.

7. The convener or the Chair of the General Meeting of Shareholders has the right to:

a) Request all participants to undergo inspection or other lawful and reasonable security measures;

b) Request competent authorities to maintain order during the meeting; expel those who act against the Chair's requests, cause disruption, or obstruct the progress of the meeting, or fail to comply with the requirements of security checks from the General Meeting of Shareholders.

8. The Chair has the right to postpone the General Meeting of Shareholders with a sufficient number of registered attendees for no more than three (03) working days from the intended opening date of the meeting, and only postpone the meeting or change the meeting location in the following cases:

a) The meeting venue does not have convenient seats for all participants;

b) Communications equipment is not sufficient for shareholders to participate, discuss, and vote at the meeting;

c) The meeting is disrupted by one and some participants, thus threatening the fairness and legitimacy of the meeting.

9. In case the Chair delays or suspends the General Meeting of Shareholders against Clause 8 of this article, the General Meeting of Shareholders shall elect another participant to replace the Chair, and control the meeting until the end; all resolutions ratified at the meeting shall be effective.

10. In case of an online meeting, the Company shall ensure all attending shareholders can vote electronically or in other electronic forms in accordance with Article 144 of the Law on Enterprises and the Law on Securities.

Article 19. Conditions to adopt resolutions of the General Meeting of Shareholders

1. Resolutions on the following matters shall be passed if they are approved by a number of shareholders holding at least 65% of the total votes of attending shareholders, except for the cases specified in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises:

a) Types of shares and quantity of each type;

b) Changes of business lines;

c) Investment project or sales of assets worth 35% or more of the total asset value of the Company recorded on the latest audited financial statements;

d) Re-organization (split, merge, and conversion of business model) or dissolution of the Company;

2. Resolutions shall be passed if they are approved by a number of shareholders holding at least 50% of the total votes of attending shareholders,

except for the cases specified in Clause 1 of this article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.

3. Any resolutions of the General Meeting of Shareholders that are passed by 100% of voting shares shall be legitimate and effective even if the sequence and procedures for convening and passing those resolutions violate regulations of the Law on Enterprises and the Company's Charter.

Article 20. Authority and procedures for the collection of written opinions to pass resolutions of the General Meeting of Shareholders

The authority and producers for the collection of written opinions to pass resolutions of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors has the right to collect written opinions to approve resolutions of the General Meeting of Shareholders when it deems necessary in the interests of the Company, except for matters as stipulated in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors must prepare written opinion forms, draft resolutions of the General Meeting of Shareholders, and other documents explaining the draft resolutions, and send them at least 10 (ten) days before the expiry date of receipt of written opinion forms. Requirements and methods to send absentee ballots and attached documents are specified in Clause 3, Article 16 of this Charter.

3. Written opinion forms must contain the following information:

a) Name, address of headquarters, enterprise code;

b) Purpose of collecting opinion;

c) Full name, permanent address, nationality, and number of identity card as for individual shareholders; name, enterprise code or legal number of organization, address of headquarters as for organization shareholders, or full name, contact address, nationality, identification number of representatives of organization shareholders; the number of shares of each class and number of votes of the shareholder.

d) Issues to be consulted for decision adoption;

đ) Voting options include approval, disapproval, and abstention for each consulted issue;

e) Deadline for the sending of absentee ballots to the Company;

g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send the answered forms to the Company by mail, fax, or email according to the following regulations:

a) If sent by mail, the written opinion forms must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the institutional shareholder. Every form sent back to the Company must be placed in a sealed envelope, and no one is permitted to open it before the vote counting;

b) If sent by fax or mail, the written opinion forms sent to the Company must be kept confidential until the time of vote counting.

c) The written opinion forms sent to the Company after the determined deadline, or opened in case of mail, or disclosed in case of email or fax, shall be considered invalid. Opinion forms that are not returned to the Company shall be considered as non-voting.

5. The Board of Directors shall count the votes and prepare minutes of vote counting under the supervision of the Supervisory Board or shareholders not holding managerial positions in the Company. The minutes of the vote counting shall contain the following contents:

a) Name, address of headquarters, enterprise code;

b) Purpose of collection of written opinions and issues to be consulted for approval of resolutions;

c) The number of shareholders and the total number of votes participated in the voting, in which the number of valid and invalid votes and the submission methods are mentioned, attached with an appendix listing the shareholders who participated in the voting;

d) The total number of votes in favor, against, and abstentions for each matter;

đ) Adopted issues and ratio of corresponding affirmative votes;

e) Full name and signature of the Chairman of the Board of Directors, the vote counters, and the supervisor of vote counting.

Members of the Board of Directors, vote counters, and supervisors of vote counting are jointly liable for the truthfulness and accuracy of the vote-counting minutes, and jointly liable for any damages caused by the decisions adopted due to untruthful or inaccurate counting of votes.

6. The vote-counting minutes and resolutions must be sent to shareholders within 15 days from the completion date of the vote counting. The submission of the vote-counting minutes and resolutions may be replaced by posting on the Company's website within 24 hours of the end of the vote counting.

7. Answered opinion forms, vote-counting minutes, approved resolutions, and related documents enclosed with opinion forms must be archived at the headquarters of the Company.

8. Resolutions adopted in the form of opinion collection in writing shall be passed by shareholders holding over 50% of the total number of voting shares and have the same validity as resolutions approved by the General Meeting of Shareholders.

Article 21. Resolution and minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be recorded in written minutes, audio recordings, or other electronic forms. The minutes shall be in Vietnamese and contain the following details:

- a) Name, address of headquarters, enterprise code;
- b) Time and venue of the General Meeting of Shareholders;
- c) Agenda and contents of the meeting;
- d) Full name of the Chair and Secretary;
- đ) Summary of the meeting and opinions raised in the meeting regarding the matters on the agenda;
- e) The number of shareholders and total voting shares of attending shareholders, appendix of registration list of attending shareholders, authorized representatives with corresponding shares and votes;
- g) Total number of votes for each issue on the agenda, specifying voting method, total valid and invalid votes, total votes in favor, against, or abstentions; corresponding ratio over total voting shares of attending shareholders;
- h) Approved issues and corresponding approval ratios;
- i) Full name and signature of the Chair and Secretary. In case the Chair and the Secretary refuse to sign the minutes, it shall be valid if signed by all other members of the Board of Directors and containing sufficient details as specified in this clause. The meeting minutes shall clearly state the refusal of the Chair and the Secretary.

2. The minutes shall be completed and approved before the end of the meeting. The Chair and Secretary or other related persons who signed the minutes shall be jointly responsible for their truthfulness and accuracy.

3. Resolutions, minutes of the General Meeting of Shareholders, the list of shareholders registered to participate in the meeting with their signature, power of attorney, documents attached to the minutes (if any), and related documents enclosed with the invitation notice shall be disclosed in accordance with the law on information disclosure on the stock market and archived at the headquarters of the Company.

Article 22. Request for cancellation of resolutions of the General Meeting of Shareholders

Within 90 days from the date of receiving the resolution or minutes of the General Meeting of Shareholders, or the vote-counting minutes via written opinions, shareholders or a group of shareholders owning at least five (05) percentage of total common shares have the right to request a court or arbitration to review and annul the resolution or part of contents of the resolution of the General Meeting of Shareholders in the following cases:

1. Sequences and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the Law on Enterprises and the Company's Charter, except for the case specified in Clause 3, Article 19 of this Charter.
2. The contents of the resolution violate the law or this Charter.

Chapter VII BOARD OF DIRECTORS

Article 23. Self-nomination and nomination of members of the Board of Directors

1. If candidates for the Board of Directors have been determined in advance, the Company shall disclose information about candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that shareholders can find out these candidates before voting. Candidates for the Board of Directors must provide a written commitment to the truthfulness and accuracy of their disclosed personal information and commit to performing their duties honestly, prudently, and in the best interests of the Company if elected as a member of the Board of Directors. Disclosed information related to candidates for the Board of Directors includes:

- a) Full name and date of birth;
- b) Qualifications;
- c) Working experience;
- d) Other managerial positions (including positions of the Board of Directors in other companies);
- đ) Interests related to the Company and the Company's related parties;
- e) Other information as requested by the Company from time to time;
- g) The Company shall be responsible for information disclosure about the organizations in which the candidates hold a position of a member of the Board

of Directors, other managerial positions, and the interests related to the organizations of the candidates (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total common shares have the right to nominate candidates for the Board of Directors in accordance with Clause 3, Article 11 of this Charter and Clause 5, Article 115 of the Law on Enterprises.

3. If the number of candidates for the Board of Directors through nomination and self-nomination is still lower than minimum number as required by Clause 3, Article 11 of this Charter and Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the Company's Charter, Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors (if any). The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

4. Members of the Board of Directors must satisfy the criteria and conditions outlined in Clause 1 and Clause 2, Article 155 of the Law on Enterprises.

Article 24. Composition and term of the Board of Directors

1. The number of members of the Board of Directors shall be 05 people.

2. The term of office of the Board of Directors shall not exceed 05 years, and they may be re-elected for an unlimited number of terms. If all Board members simultaneously conclude their term, such members shall continue to serve until new members are elected and take over their duties.

3. The number of non-executive members of the Board of Directors of the Company shall be at least 01. The Company shall minimize the number of Board members concurrently holding managerial positions to ensure the independence of the Board of Directors.

4. A member of the Board of Directors shall cease to be a member of the Board of Directors in cases of dismissal, removal, or replacement by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

5. The appointment of members of the Board of Directors must be disclosed in accordance with the law on information disclosure in the securities market.

6. The Board members are not required to be the shareholders of the Company.

7. The Board member of the Company may only concurrently serve as a member of the Board of Directors or the Members' Council in a maximum of 05 other companies.

Article 25. Authority and obligations of the Board of Directors

1. The Board of Directors is the regulatory body of the Company, having full authority in the name of the Company to decide on and exercise the rights and obligations of the Company, except for those within the authority of the General Meeting of Shareholders.

2. Rights and obligations of the Board of Directors are prescribed by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:

a) Decide the strategies, medium-term development plan, and annual business plan of the Company;

b) Propose the classes of shares and the total number of authorized shares of each class to be offered;

c) Decide the sale of unsold shares within the limit of authorized shares of each class; decide to raise additional capital in other forms;

d) Decide the selling price of shares and bonds of the Company;

đ) Decide the repurchase of shares in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

e) Decide investment plans and projects beyond the authority of the General Meeting of Shareholders;

g) Decide solutions for market development, marketing, and technology;

h) Approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions valued at less than 35% of the total asset value recorded in the Company's most recent financial statements; and approve other contracts or transactions beyond the authority of the General Meeting of Shareholders;

i) Elect, dismiss, and remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, and terminate contracts with the General Director, Deputy General Director, Chief Accountant, and Person in charge of corporate governance; decide on salaries, remuneration, bonuses, and other benefits of such managers; appoint authorized representatives to participate in the Board of Directors or the General Meeting of Shareholders in other companies, and determine the remuneration and other benefits of such persons;

k) Supervise and direct the General Director and other managers in the day-to-day business operations of the Company;

l) Decide the organizational structure (division, separation, merger, renaming, establishment, dissolution, etc., of specialized departments and units under the Company); internal management regulations and policies of the

Company; the establishment of representative offices, subsidiaries, affiliated units, and the contribution of capital or purchase of shares in other enterprises;

m) Approve the agenda and contents of the General Meeting of Shareholders, convene the General Meeting of Shareholders, or collect written opinions to pass resolutions;

n) Submit the annual audited financial statements to the General Meeting of Shareholders;

o) Propose the rate of dividend; decide the time and procedures for dividend payment or the handling of losses incurred during the business process;

p) Propose the reorganization (division, separation, merger, conversion of enterprise model), dissolution, or petition for bankruptcy of the Company;

q) Decide the issuance of the Operating Regulations of the Board of Directors and the Internal Regulations on Corporate Governance after they are approved by the General Meeting of Shareholders; decide the issuance of the Regulations on Information Disclosure;

s) Other rights and obligations in accordance with the Law on Enterprises and the Law on Securities.

3. The Board of Directors must report to the General Meeting of Shareholders on its performance in accordance with the Law on Securities and the guiding documents.

Article 26. Remuneration, bonuses, and other benefits of the Board of Directors

1. The Company shall pay remuneration and bonuses to members of the Board of Directors based on business performance and efficiency.

2. Members of the Board of Directors are entitled to receive remuneration and bonuses. Remuneration is calculated based on the number of working days required to fulfill the duties of Board members and the daily remuneration rate. The Board of Directors shall determine the remuneration for each member based on the principle of consensus. Total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each Board member shall be accounted as operating expenses of the Company in accordance with the law of corporate income tax, presented as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

4. Board members holding managerial positions or performing other tasks beyond the normal scope of duties of a Board member may be paid additional remuneration in the form of a lump-sum package, salary, commission, percentage of profits, or other forms as decided by the Board of Directors.

5. Board members shall be paid all travel, meals, accommodation, and other reasonable expenses incurred when performing their responsibilities as a Board member, including expenses arising from attending meetings of the General Meeting of Shareholders and the Board of Directors.

6. The Company may purchase liability insurance for Board members upon approval by the General Meeting of Shareholders. This insurance does not cover liabilities of Board members related to violations of the law and the Company's Charter.

Article 27. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors among its members.

2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director of the Company.

3. The Chairman of the Board of Directors has the following rights and obligations:

- a) Establish programs and action plans of the Board of Directors;
- b) Prepare agenda, contents, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors;
- c) Organize the adoption of resolutions and decisions of the Board of Directors;
- d) Supervise the implementation of resolutions and decisions of the Board of Directors;
- đ) Chair the General Meeting of Shareholders;
- e) Other rights and obligations in accordance with the Law on Enterprises.

4. In case the Chairman is absent or unable to perform their duties, they must authorize another member in writing to exercise the rights and obligations of the Chairman. If no one is authorized or the Chairman is dead, missing, held in temporary detention, serving a prison sentence, undergoing administrative handling at a compulsory drug rehabilitation center or a compulsory educational institution, has absconded from their residence, has restricted or lost civil capacity, has difficulties in perceiving or controlling their behaviors, or is banned by the Court from holding certain positions or practicing certain professions, the remaining members shall elect one person among them to hold the position of Chairman under majority rule until a new decision is made by the Board of Directors.

5. In case the Chairman submits a resignation letter or is dismissed or removed, the Board of Directors must elect a new Chairman within 15 days from the date of receipt of the resignation letter or dismissal/removal.

6. In case the Company has more than one representative of the state capital, if the Chairman is absent, they shall authorize in writing another Board member who is also a representative of the state capital at the Company to perform the rights and obligations of the Chairman.

Article 28. Meeting of the Board of Directors

1. The Chairman of the Board of Directors shall be elected in the first meeting of the Board within 07 working days from the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member who received the highest votes or the highest percentage of votes. If more than one member receives the same highest number or percentage of votes, the members shall vote to select one by majority rule to convene the Board of Directors meeting.

2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings.

3. The Chairman of the Board of Directors shall convene a meeting in the following cases:

- a) Upon request of the Supervisory Board;
- b) Upon request of the General Director or at least 05 other managers;
- c) Upon request of at least 02 members of the Board of Directors;
- d) Other cases as prescribed by law (if any).

4. The requests mentioned in Clause 3 of this article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting within 07 working days from the date of receipt of the request mentioned in Clause 3. If the Chairman fails to convene the meeting as requested, they shall be liable for any damages caused to the Company; the requester(s) then have the right to convene the meeting in place of the Chairman.

6. The Chairman or the convener of the Board meeting must send the invitation notice at least 03 working days before the meeting date. The notice must specify the time, location, agenda, issues for discussion, and decisions. The notice must be accompanied by documents used at the meeting and voting ballots.

Meeting notices may be sent by invitation letter, telephone, email, fax, iOffice, Zalo, or other means, ensuring they reach the registered contact address of each Board member.

7. The Chairman or the convener shall send meeting notices and accompanying documents to members of the Supervisory Board in the same manner as to Board members.

Members of the Supervisory Board have the right to attend Board meetings and join discussions, but are not entitled to vote.

8. A Board meeting shall be conducted when at least 3/4 (four or more members) of the total members are present. If the number of attending members is not sufficient, a second meeting shall be convened within 07 days from the intended date of the first meeting. In this case, the meeting shall proceed if more than half (three or more members) of the Board members are present.

9. A member of the Board of Directors is considered to have attended and voted at a meeting in the following cases:

- a) Attend and cast votes in person at the meeting;
- b) Authorize another person to attend and vote in accordance with Clause 11 of this article;
- c) Attend and vote via online conference, electronic voting, or other electronic forms;
- d) Send voting ballots to the meeting via mail, fax, Zalo, or email;
- đ) Send voting ballots by other means (if any).

10. If voting ballots are sent via mail, they must be in sealed envelopes and delivered to the Chairman at least 01 hours before the opening of the meeting. Voting ballots shall only be opened in the presence of all attendees.

11. Members must attend all Board meetings. A member may authorize another person to attend and vote if approved by a majority of the Board members.

12. Resolutions and decisions of the Board of Directors shall be passed if approved by a majority of the attending members; in case of a tie, the final decision shall rest with the side with the opinion of the Chairman.

Article 29. Person in charge of corporate governance

1. The Board of Directors must appoint at least one person in charge of corporate governance to support the Company's governance. This person may concurrently serve as the Corporate Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The Person in charge of corporate governance must not concurrently work for the approved auditing organization that is auditing the Company's financial statements.

3. The Person in charge of corporate governance has the following rights and obligations:

- a) Advise the Board of Directors on organizing the General Meeting of Shareholders and related tasks between the Company and shareholders;
- b) Prepare for the meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders as requested by the Board or the Supervisory Board;
- c) Advise on the meeting procedures;
- d) Attend the meetings;
- đ) Advise on the procedures for establishing the Board resolutions in compliance with the law;
- e) Provide financial information, copies of Board meeting minutes, and other information to members of the Board of Directors and the Supervisory Board;
- g) Monitor and report to the Board of Directors on the Company's information disclosure;
- h) Act as a point of contact with stakeholders;
- i) Maintain information confidentiality in accordance with the law and the Company's Charter;
- k) Other rights and obligations as prescribed by law.

Chapter VIII

GENERAL DIRECTORS AND OTHER MANAGERS

Article 30. Organizational structure for management and operation

The management system of the Company must ensure that the management and operational apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the day-to-day business operations of the Company. The management and operational apparatus of the Company consists of the General Director, Deputy General Directors, and the Chief Accountant; the appointment, dismissal, and removal of these positions must be approved through resolutions or decisions of the Board of Directors.

Article 31. Executives of the Company

1. Executives of the Company include: the General Director, Deputy General Directors, and the Chief Accountant.

2. At the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executives with the quantity and criteria suitable for the Company's management structure and regulations set by the Board of Directors. Executives shall be responsible for assisting the Company in achieving the set operational and organizational goals.

3. Executives of the Company shall be paid salaries and bonuses; such salaries and bonuses shall be decided by the Board of Directors.

4. The salaries of executives shall be accounted for as business expenses of the Company in accordance with the law on corporate income tax, recorded as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 32. Appointment, dismissal, duties, and powers of the General Director

1. The Board of Directors shall appoint a Board member or hire another person to serve as the General Director of the Company.

2. The General Director runs the day-to-day business operations of the Company; is supervised by the Board of Directors; and is accountable to the Board of Directors and the law for the performance of assigned rights and obligations.

3. The General Director must not be a related person of a corporate manager, a corporate executive, a member of the Supervisory Board, a state capital representative, or a representative of the Company in other enterprises as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.

4. The office term of the General Director shall follow the term of the Board of Directors (not over 05 years) and may be re-appointed for an unlimited number of terms. The General Director must satisfy the criteria and conditions outlined in Clause 5, Article 162 of the Law on Enterprises.

5. The General Director has the following rights and obligations:

a) Decide issues related to the day-to-day business operations of the Company beyond the authority of the Board of Directors;

b) Organize the implementation of resolutions and decisions of the Board of Directors;

c) Organize the implementation of the Company's business plans and investment schemes;

d) Propose organizational structure schemes (division, separation, merger, establishment, dissolution, etc., of specialized departments and units under the Company) and internal management regulations of the Company;

đ) Appoint, dismiss, and remove managerial positions in the Company, except for those within the authority of the Board of Directors;

e) Decide salaries and other benefits of employees of the Company, including managers under the appointment authority of the General Director;

g) Recruit labor;

h) Propose plans for dividend payment loss settlement;

i) Other rights and obligations as prescribed by law and resolutions or decisions of the Board of Directors.

6. If the rights and obligations of the General Director fall within the scope of the rights and obligations of the legal representative, the General Director must consult the legal representative for approval before execution and be authorized by the legal representative in accordance with regulations (if any).

7. The Board of Directors may dismiss the General Director when a majority of the Board members with voting rights attending the meeting approve, and appoint a new General Director for substitution.

Chapter IX

SUPERVISORY BOARD

Article 33. Self-nomination and nomination for the position of members of the Supervisory Board

1. The self-nomination and nomination of members of the Supervisory Board shall be carried out similarly to Clause 1 and Clause 2, Article 23 of this Charter.

2. If the number of candidates for the Supervisory Board through nomination and self-nomination is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the Internal Regulations on Corporate Governance and the Operating Regulations of the Supervisory Board. The introduction of additional candidates by the incumbent Supervisory Board must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 34. Composition of the Supervisory Board

1. The number of members of the Supervisory Board shall be 03 persons. The office term of a member of the Supervisory Board shall follow the term of the Board of Directors (not over 05 years), and they may be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board must satisfy the criteria and conditions as prescribed in Article 169 of the Law on Enterprises and shall not fall into the following cases:

- a) Working in the accounting or finance departments of the Company;
- b) Being a member or employee of the independent auditing firm that has audited the Company's financial statements for the three consecutive previous years.

3. A member of the Supervisory Board is dismissed in the following cases:

a) No longer satisfy the criteria and conditions to be a member of the Supervisory Board as prescribed in Clause 2 of this article;

b) A resignation letter is submitted and then approved;

c) Other cases as prescribed by law.

4. A member of the Supervisory Board is removed in the following cases:

a) Fail to complete assigned duties and tasks;

b) Fail to exercise their rights and obligations for 06 consecutive months, except for force majeure events;

c) Commit multiple or serious violations of the obligations of a Supervisory Board member as prescribed by the Law on Enterprises;

d) Other cases according to the resolution of the General Meeting of Shareholders.

Article 35. Head of the Supervisory Board

1. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members; the Head may work on a full-time or concurrent basis; the election, dismissal, and removal shall be based on the majority principle. More than half of the members of the Supervisory Board must be permanent residents of Vietnam. The Head of the Supervisory Board must possess a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or related majors to the business activities of the Company.

2. Rights and obligations of the Head of the Supervisory Board:

a) Convene meetings of the Supervisory Board;

b) Request members of the Board of Directors, the General Director, and other executives to provide relevant information to report to the Supervisory Board;

c) Prepare and sign the reports of the Supervisory Board after consulting with the Board of Directors for submission to the General Meeting of Shareholders.

Article 36. Rights and obligations of the Supervisory Board

The Supervisory Board has the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

1. Propose and recommend to the General Meeting of Shareholders for approval the list of accredited auditing organizations to audit the Company's financial statements; decide the approved auditing organization to inspect the Company's operations, and dismiss approved auditors when deemed necessary.

2. Be accountable to shareholders for its supervisory activities.

3. Supervise the Company's financial situation and compliance with the law of the Board of Directors, the General Director, and other managers.

4. Ensure coordination with the Board of Directors, the General Director, and shareholders.

5. In case of detecting violations of the law or the Company's Charter by members of the Board of Directors, the General Director, or other executives, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the violator to cease the violation and provide remedial solutions.

6. Develop the Operating Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.

7. Report to the General Meeting of Shareholders in accordance with the Law on Securities and current state regulations.

8. Have the right to access the Company's records and documents kept at the head office and other locations; be entitled to enter the workplace of the Company's managers and employees during working hours.

9. Have the right to request members of the Board of Directors, the General Director, and other managers to provide full, accurate, and timely information and documents on the management, operation, and business activities of the Company.

10. Other rights and obligations as prescribed by law.

Article 37. Meetings of the Supervisory Board

1. The Supervisory Board must meet at least twice a year, and the number of attending members for each meeting shall be at least 2/3 of its total members. Minutes of the Supervisory Board meetings must be prepared in a detailed and clear manner. The secretary and the members of the Supervisory Board attending the meeting must sign the minutes. All minutes of the Supervisory Board meetings must be archived to determine the responsibility of each member.

2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend and clarify matters as required.

Article 38. Salaries, remuneration, bonuses, and other benefits of Supervisory Board members

1. Members of the Supervisory Board shall be paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operation budget of the Supervisory Board.

2. Members of the Supervisory Board shall be reimbursed for reasonable expenses related to meals, accommodation, travel, and the use of independent consultancy services. The total amount of such remuneration and expenses shall

not exceed the total annual operation budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. Salaries and operating expenses of the Supervisory Board shall be accounted for as business expenses of the Company in accordance with the law on corporate income tax and other relevant legal provisions, and must be recorded as a separate item in the annual financial statements of the Company.

Chapter X

DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, GENERAL DIRECTOR AND OTHER MANAGERS

Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives are responsible for performing their duties honestly and prudently for the interests of the Company.

Article 39. Responsibilities of being honest and avoiding conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers must disclose their related interests in accordance with the Law on Enterprises and relevant legal documents.

2. Members of the Board of Directors, members of the Supervisory Board, the General Director, other Executives, and their related persons may only use information obtained through their positions to serve the interests of the Company.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives are obligated to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries, or other companies in which the public company controls 50% or more of the charter capital, and themselves or their related persons in accordance with the law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about such resolutions in accordance with the securities laws on information disclosure.

4. A member of the Board of Directors shall not vote on transactions that bring benefits to that member or their related persons in accordance with the Law on Enterprises.

5. Members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and their related persons must not use or disclose internal information to others to conduct related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and their related individuals or organizations shall not be void in the following cases:

a) For transactions with a value less than or equal to 20% of the total asset value recorded in the most recent financial statements, important contents of such contracts or transactions, as well as the relationships and interests of the members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, have been reported to and approved by the Board of Directors by a majority votes of the Board members without related interests;

b) For transactions with a value or arising value within 12 months from the date of the first transaction exceeding 20% of the total asset value recorded in the most recent financial statements, important contents of such transactions, as well as the relationships and interests of the members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders by the votes of shareholders who have no related interests.

Article 40. Responsibilities for damages and compensation

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives who violate their obligations and responsibilities of honesty and prudence or fail to fulfill their duties shall be liable for the damages caused by their violations.

2. The Company shall compensate for those who were, are, or may become a related party involved in complaints, lawsuits, or prosecutions (including civil and administrative cases, and not being lawsuits initiated by the Company as the petitioner) if that person was or is a member of the Board of Directors, member of the Supervisory Board, the General Director, other executive, employee, or authorized representative of the Company, who has performed their duties under the Company's authorization and acted honestly and prudently for the best interests of the Company in compliance with the law and there is no evidence confirming that that person has violated their responsibilities.

3. Compensation costs include judgments, fines, and actual expenses incurred (including attorney fees) in resolving these cases within the framework permitted by law. The Company may purchase insurance for these individuals to avoid the aforementioned compensation liabilities.

Article 41. Internal information, trade secrets, and business secrets of the Company

1. Internal information of the Company refers to all data, documents, statistics, plans, reports, dossiers, or other information created, owned, or managed by the Company that has not been publicly disclosed, including:

- a) Business and production plans, development and investment strategies;
- b) Information and documents related to shareholders, the General Meeting of Shareholders, the Board of Directors, and the Executive Board;
- c) Information, documents, and data in fields of finance, human resources, labor, labor contracts, salaries, and other policies and benefits;
- d) Technical systems, management systems of water supply, professional procedures and operations;
- e) Other internal information and documents related to all undisclosed activities of the Company.

2. Trade secrets and business secrets of the Company refer to information with commercial, intellectual, technical, financial, or strategic value, which, if disclosed, could affect the Company's reputation, cause damage to the Company, or result in a loss of competitive advantage, including:

- a) Technology, operating procedures of the water supply system, specialized software, and equipment;
- b) Customer information and data, water supply contracts, pricing policies, partners, and suppliers;
- c) Financial information, undisclosed internal reports, investment plans, and economic contracts;
- d) Bidding plans, bidding dossiers, bid prices, and negotiation strategies;
- đ) Ideas, initiatives, inventions, designs, and technical models under the ownership of the Company.

Chapter XI

RIGHT TO INVESTIGATE BOOKS AND RECORDS OF THE COMPANY

Article 42. Right to investigate books and records

1. Ordinary shareholders have the right to investigate books and records as follows:

- a) Ordinary shareholders have the right to review, inspect, and extract information regarding their names and contact addresses in the list of shareholders

with voting rights; request correction of their inaccurate information; review, look up, extract, or copy the Company's Charter, minutes, and resolutions of the General Meeting of Shareholders;

b) A shareholder or a group of shareholders owning 5% or more of the total common shares has the right to review, look up, and extract the book of minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets.

2. If the authorized representative of a shareholder or a group of shareholders requests to look up books and records, the request must be accompanied by a power of attorney of the shareholder or group of shareholders, or a notarized copy thereof.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives have the right to inspect the registration book of shareholders, the list of shareholders, and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.

4. The Company shall keep this Charter and its amendments/ supplements; the Certificate of enterprise registration; regulations; documents proving the ownership of assets; resolutions and minutes of the General Meeting of Shareholders and the Board of Directors; reports of the Board of Directors and the Supervisory Board; annual financial statements; accounting books, and any other documents as prescribed by law at its head office or another location, provided that shareholders and the business registration agency are notified of the storage location.

5. The Company's Charter must be published on the Company's website.

Chapter XII

EMPLOYEES AND THE TRADE UNION

Article 43. Employees and Trade Union

1. The General Director must propose plans to obtain the approval of the Board of Directors regarding the recruitment, termination of employment, salaries, social insurance, benefits, rewards, and discipline for employees and corporate executives.

2. The General Director shall prepare plans to obtain the approval of the Board of Directors regarding the Company's relationship with the Trade Union

under the standards, practices, and the best management policies, as well as the practices and policies prescribed in this Charter, the Company's regulations, and current legal provisions.

Chapter XIII

PROFIT DISTRIBUTION

Article 44. Profit distribution

1. The General Meeting of Shareholders shall decide the rate of dividend payout and the method of annual dividend payment from the Company's retained revenue.

2. The Company shall not pay interest on dividend payments or any payments related to a class of shares.

3. The Board of Directors may request the General Meeting of Shareholders to approve the payment of all or part of the dividends in shares, and the Board of Directors shall be the body to execute this decision.

4. If dividends or other payments related to a class of shares are paid in cash, the Company must pay in Vietnamese Dong (VND). Payments can be made directly or through banks on the basis of detailed bank accounts provided by shareholders. If the Company has transferred in accordance with the information provided, but the shareholder fails to receive money, the Company shall not be held liable for such transactions. Dividend payments for shares listed or registered in the Stock Exchange can be conducted through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution or decision to determine a specific record date. Based on that date, persons registered as shareholders or owners of other securities are entitled to receive cash or stock dividends, notices, or other documents.

6. Decisions on the distribution of after-tax profit for the appropriation of funds shall be implemented in accordance with Point e, Clause 2, Article 27 of the Law on Management and Investment of State Capital in Enterprises No. 68/2025/QH15 dated June 14, 2025, legal guidance documents, and the actual operational situation of the Company

7. Other matters related to profit distribution shall be implemented in accordance with current legal provisions.

Chapter XIV

BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING REGIME

Article 45. Bank accounts

1. The Company shall open accounts at Vietnamese banks or branches of foreign banks permitted to operate in Vietnam.
2. Subject to prior approval from competent authorities, the Company may open bank accounts in foreign countries under the provisions of law if necessary.
3. The Company shall conduct all payments and accounting transactions through the accounts of Vietnamese currency or foreign currencies in the banks where Company opens accounts.

Article 46. Fiscal year

The Company's fiscal year shall begin on January 1st and end on December 31st each year. The first fiscal year shall begin from the issuance date of the Certificate of enterprise registration (joint-stock company).

Article 47. Accounting regime

1. The accounting regime applied by the Company is the prevailing corporate accounting system.
2. The Company shall set accounting books in Vietnamese and archive accounting records in accordance with the law on accounting and related laws. These records must be accurate, updated, systematic, and sufficient to verify and explain the Company's transactions.
3. The Company shall use Vietnam Dong (VND) as the unit of currency in accounting. In case the Company performs economic transactions primarily in a foreign currency, it may select that foreign currency as the unit of currency in accounting, take legal responsibility for such choices before the law, and notify the direct tax management authority.

Chapter XV

FINANCIAL STATEMENTS, ANNUAL REPORTS, AND RESPONSIBILITIES OF INFORMATION DISCLOSURE

Article 48. Annual, semi-annual, and quarterly financial statements

1. The Company shall prepare annual financial statements, which must be audited in accordance with the law. The Company shall disclose the audited annual financial statements in compliance with legal regulations on information

disclosure on the securities market and submit them to the competent state authorities.

2. The annual financial statements must include all reports, appendices, and notes as prescribed by laws on corporate accounting. The annual financial statements must reflect the Company's operating situation in a truthful and objective manner.

3. The Company must prepare and disclose reviewed semi-annual and quarterly financial statements in accordance with regulations on information disclosure in the securities market and submit them to the competent state authorities.

Article 49. Annual Reports

The Company must prepare and disclose Annual Reports in accordance with the legal regulations on securities and the securities market.

Chapter XVI AUDITING OF THE COMPANY

Article 50. Auditing

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to select one of these firms to audit the Company's financial statements for the next fiscal year based on terms and conditions agreed upon with the Board of Directors.

2. The audit report shall be attached to the Company's annual financial statements.

3. Independent auditors who audit the Company's financial statements are entitled to attend the General Meetings of Shareholders, receive notices and other information related to the meetings, and express their opinions at the meetings on matters related to the audit of the Company's financial statements.

Chapter XVII CORPORATE SEAL

Article 51. Corporate seal

1. The seal includes those made at seal engraving units or in the form of digital signatures in accordance with the law on electronic transactions.

2. The Board of Directors shall decide on the type, quantity, form, and content of the seal of the Company and its affiliated units.

3. The Board of Directors and the General Director shall use and manage the seal in accordance with current legal provisions.

Chapter XVIII

DISSOLUTION OF THE COMPANY

Article 52. Dissolution of the Company

1. The Company may be dissolved in the following cases:

- a) By resolution or decision of the General Meeting of Shareholders;
- b) Revocation of the Certificate of enterprise registration, unless otherwise prescribed by the Law on Tax Administration;
- c) Other cases as prescribed by law.

Article 53. Liquidation

1. At least 06 months after the decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member from an independent auditing firm is appointed by the Board of Directors. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee can be selected among the Company's employees or independent experts. All costs related to liquidation shall be prioritized for payment by the Company before other debts.

2. The Liquidation Committee is responsible for reporting its date of establishment and operation commencement to the business registration authority. Since that time, the Liquidation Committee shall act on behalf of the Company in all matters related to liquidation before the courts and administrative agencies.

3. Proceeds from liquidation shall be paid in the following order:

- a) Liquidation expenses;
- b) Debts related to salaries, severance allowance, social insurance, and other benefits of employees under the collective labor agreement and signed labor contracts;
- c) Tax debts;
- d) Other debts of the Company;

đ) Remaining balance after paying all debts from items (a) to (d) above shall be distributed to shareholders. Preferred shares are prioritized for payment.

Chapter XIX

INTERNAL DISPUTE SETTLEMENT

Article 54. Internal dispute settlement

1. In the event of disputes or complaints related to the Company's operations, or the rights and obligations of shareholders under the Law on Enterprises, this Charter, other legal provisions, or agreements between:

- a) Shareholders and the Company;
- b) Shareholders and the Board of Directors, the Supervisory Board, the General Director, or other executives;

The parties concerned shall attempt to resolve such disputes through negotiation and conciliation. Except for disputes involving the Board of Directors or the Chairman, the Chairman of the Board of Directors shall preside over the dispute settlement and require each party to present information relevant to the disputes within 15 working days from the date the disputes arise. In case the disputes involve the Board of Directors or the Chairman, any party may request the Supervisory Board to appoint an independent expert to act as a mediator for the dispute settlement.

2. If a reconciliation decision is not reached within 06 weeks from the start of the reconciliation process, or if the mediator's decision is not accepted by the parties, any party may refer the dispute to arbitration or courts.

3. The parties shall bear their own costs related to negotiation and reconciliation procedures. The payment of court fees shall comply with the judgment of the court.

Chapter XX

PUBLIC COMPANY AND FOREIGN OWNERSHIP LIMIT

Article 55. Public company

1. A public company is a joint-stock company falling into one of the following two cases:

- The company has a contributed charter capital of 30 billion VND or more, and at least 10% of the voting shares are held by at least 100 investors who are not major shareholders.

- The company has completed an initial public offering (IPO) of shares through registration with the State Securities Commission in accordance with Clause 1, Article 16 of the Law on Securities.

2. The conditions, dossiers, and procedures for registration to become a public company shall be implemented in accordance with the Law on Securities.

3. If the Company no longer satisfies the conditions prescribed by the Law on Securities and state regulations, it shall carry out the dossiers and procedures for the cancellation of its public company status as regulated.

Article 56. Maximum foreign ownership limit

The maximum foreign ownership limit at the Company shall be implemented in accordance with the Law on Securities or regulations on equalization; in the absence of equalization regulations, current state regulations shall apply. The maximum foreign ownership limit at the Company shall not exceed 49% of the Company's charter capital.

Chapter XXI

AMENDMENTS, SUPPLEMENTS, AND EFFECTIVENESS OF THE CHARTER

Article 57. Amendments and supplements to the Charter

1. Any amendment or supplement to this Charter must be considered and decided by the General Meeting of Shareholders.

2. If legal provisions related to the Company's operations are not mentioned in this Charter, or if new legal provisions differ from the terms of this Charter, such provisions shall apply to regulate the Company's operations.

Article 58. Effectiveness of the Charter

1. This Charter, consisting of 21 chapters and 58 articles, was unanimously approved by the General Meeting of Shareholders of Ca Mau Water Supply Joint Stock Company on June ..., 2026, at Ca Mau Water Supply Joint Stock Company, and jointly adopted in its entirety.

2. The Charter of Ca Mau Water Supply Joint Stock Company, approved by the General Meeting of Shareholders in Resolution No. 01/NQ-DHDCD dated June 25, 2021, shall expire from the effective date of this Charter.

3. This Charter is made in 03 copies of equal validity and shall be kept at the Company's head office.

4. This is the unique and official Charter of Ca Mau Water Supply Joint Stock Company, effective as of June 29, 2026.

5. Copies or extracts of the Company's Charter are valid when signed by the Chairman of the Board of Directors or at least half of the total members of the Board of Directors./

**CÔNG
TY CP
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Digitally signed by CÔNG
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LEGAL REPRESENTATIVE



**Chairman of the Board of Directors
Ho Tan Luat**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness



REGULATION
ON FINANCIAL MANAGEMENT
CA MAU WATER SUPPLY JOINT STOCK COMPANY

In 2026

Ca Mau, June 29, 2026

**REGULATION
ON FINANCIAL MANAGEMENT**

Chapter I
GENERAL PROVISIONS

Article 1. Scope of regulation and subject of application

1. The Financial Management Regulation shall apply internally to Ca Mau Water Supply Joint Stock Company, managers, and employees in the management of capital, assets, revenue, and expenses, in order to closely control financial activities, enhance transparency, optimize profits, distribute and establish funds, and preserve capital.

2. All financial activities of the Company shall fall within the scope of this Regulation. If this Regulation does not provide corresponding provisions, the applicable laws shall apply.

Article 2. Interpretation of terms

For consistency, words and terms used in this Regulation shall bear the meanings assigned to the Company's Charter, or shall be defined and interpreted as follows:

1. "Law on Enterprises" means Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam dated June 17, 2020, and its amendments, supplements, or replacements from time to time.

2. "Law on Accounting" means the Law on Accounting No. 88/2015/QH13 passed by the National Assembly of the Socialist Republic of Vietnam on November 20, 2015, and its amendments, supplements, or replacements from time to time.

3. "Charter capital" means the total amount of capital contributed or committed by all shareholders within a specific period and recorded in the Company's Charter.

4. "Mobilized capital" means capital mobilized by the Company through the issuance of shares, bonds, and contributed capital from joint ventures or

associates, and loans from credit institutions or domestic and foreign individuals and organizations to serve business operations.

5. “Economic and financial transactions” are activities that increase or decrease assets and sources of assets of the Company.

6. “Accounting period” means a specific period of time determined from the moment the Company commences accounting entries to the moment of closing the accounting book for the preparation of financial statements.

7. “Accounting records” are documents and storage devices that reflect economic and financial transactions that have arisen and been completed, serving as the basis for making accounting books.

8. “Accounting documents” are accounting records, accounting books, financial statements, administrative accounting reports, audit reports, accounting inspection reports, and other documents relevant to accounting.

9. Joint-stock company: Ca Mau Water Supply Joint Stock Company (the Company) is organized and managed in the form of a joint-stock company, which is an independent company in which the State holds more than 50% of charter capital or voting shares, operating under the Law on Enterprises, having legal entity status, and practicing independent economic accounting.

10. Other enterprises: Enterprises are organized and established under the Law on Enterprises.

11. The Company’s Charter: The Charter of Ca Mau Water Supply Joint Stock Company and its amendments, supplements, or replacements from time to time.

12. “Force majeure” is an event that occurs in an objective manner, which is unforeseeable and insurmountable despite all possible necessary measures within permitted capabilities having been taken, thereby rendering the continued execution of business activities impossible.

13. “Laws” means codes, laws, decrees, circulars, and guiding documents with legal validity issued by competent state authorities and applied within the Company.

14. General Meeting of Shareholders means the highest decision-making body of the Company, including all shareholders entitled to vote (ordinary shareholders, voting preference shareholders, and other shareholders in accordance with the Company’s Charter).

15. “Legal representative” means the individual who represents the Company to exercise the rights and obligations arising from the Company’s transactions, and other rights and obligations as prescribed by law.

16. Representatives and managers of the Company: Representative means the authorized representatives for the state capital invested in the enterprise, being

appointed in writing by the owner to exercise rights and obligations at the Company. Managers means the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and other managers as prescribed in the Company's Charter.

17. Outstanding debts mean receivable debts that are past their payment due dates, which the Company cannot recover despite having applied such handling measures as comparison, confirmation, and demand for payment, as well as payable debts that are past their payment due dates but have not yet been settled by the Company

18. Accounts receivable means amounts of money owed to the Company by customers, organizations, individuals, employees, and other entities after using water supply services, advance receivables, or other services, but which remain unpaid.

19. Liabilities means the debts that the Company is obligated to pay to relevant parties, including suppliers, banks, the State budget, employees, shareholders, etc., comprising short-term, medium-term, and long-term liabilities.

20. Bad debts mean receivable debts that are overdue for over 06 months, which the Company cannot recover despite having applied such handling measures as comparison, confirmation, and demand for payment, but remain uncollectible, including receivables relating to customers in breach of contract, dissolved authorities, enterprises, organizations, project management boards, etc.

21. Provision for bad debts means the provision for the estimated loss in value of overdue accounts receivable, or receivables that are not yet overdue but are likely to be uncollectible due to the financial incapacity of customers.

22. Non-cash payment: Non-cash payment documents include payment documents via banks (*such as checks, payment orders, payment authorization, collection orders, collection authorization, bank cards, money transfers, collection and disbursement services, and other payment services provided to customers*) and other non-cash payment documents. The Company authorizes its managers and employees to make advance payments to suppliers using their personal bank accounts, which will subsequently be reimbursed by the Company.

23. Company's assets means all types of assets formed during the Company's business activities, comprising current assets and long-term assets.

a) Current assets include cash, cash equivalents, short-term financial investments, short-term receivables, inventories, and other current assets.

b) Long-term assets include long-term receivables, fixed assets, investment properties, long-term assets in progress, long-term financial investments, and other long-term assets.

24. Corporate capital sources means financial resources, including cash or asset values, that are invested, mobilized, and utilized to serve the production and business activities of the enterprise, comprising liabilities (short-term and long-term) and owner's equity.

25. Internal expenditures mean regulations on the contents, forms, and spending limits of incurred expenses with the aim of expenditure management, cost savings, profit enhancement, and utilizing saved funds effectively and for the correct purposes.

26. Dividend means net profit distributed to each share in cash or other assets.

Article 3. Basis for the formulation of the Financial Management Regulation

1. Law on Accounting No. 88/2015/QH13 dated November 20, 2015.
2. Law on Securities No. 54/2019/QH14 dated November 26, 2019.
3. Law on Enterprises No.59/2020/QH14 dated June 17, 2020.
4. Law on Management and Investment of State Capital in Enterprises No. 68/2025/QH15 dated June 14, 2025.
5. Relevant decrees, circulars, and implementing regulations thereof.
6. The Charter of Ca Mau Water Supply Joint Stock Company.

Chapter II MANAGEMENT AND USES OF CAPITAL

Article 4. Charter capital

1. The charter capital of the Company is the total par value of shares recorded in the Enterprise Registration Certificate of the Company.
2. During production and business operations, the Company shall have the right to restructure its charter capital in accordance with legal regulations and the Company's Charter.
3. The Company must monitor, manage, and account for its charter capital in accordance with legal regulations and the Company's Charter.

Article 5. Capital mobilization and other lawful capital sources

1. The Company shall raise capital from any domestic and foreign organizations and individuals to serve its production, business, and investment activities, provided that the forms and procedures of such capital mobilization comply with legal regulations.

2. Principles of capital mobilization: Capital mobilization must align with the Company's medium and long-term development strategies, investment plans, annual business plans, and annual investment plans.

3. The capital mobilization plan must ensure debt solvency; the person approving the capital mobilization plan shall be responsible for supervising and inspecting to guarantee that the raised capital is utilized effectively and for the right purposes.

4. The capital mobilization from domestic and foreign organizations and individuals must ensure the efficient use of the mobilized capital, and the full repayment of principal and interest to creditors as committed.

5. The capital mobilization from foreign individuals and organizations shall be executed in accordance with the Government's regulations on the management of foreign loans.

6. Capital mobilization through the issuance of bonds shall be carried out in accordance with the laws. The authority to decide the capital mobilization through the issuance of additional shares, bonds, and warrants shall be exercised in accordance with the provisions of the Company's Charter, and the authorization and decentralization of the General Meeting of Shareholders and the Board of Directors.

Authority for capital mobilization in the form of loans from domestic and foreign economic organizations and individuals: The Board of Directors shall decide on capital mobilization plans for each project with the mobilization value of less than 35% of the total asset value of the Company recorded in the most recent audited financial statements. Loan contracts between the Company and related persons shall comply with the provisions of the Law on Enterprises and the Company's Charter.

In case the capital mobilization equals 35% or more of the Company's total asset value, the Board of Directors shall report to the General Meeting of Shareholders for consideration and approval.

7. Capital contributions to joint ventures and associates, and receipt of investments.

8. Self-supplemented capital appropriated from after-tax profits and established funds includes the development and investment funds, the bonus and welfare fund, other funds, and capital for basic construction investment. These are accumulated sources from undistributed profits, which are used for reinvestment and expansion of the Company's business operations.

9. Accounts payable to customers, suppliers, employees, the State budget, etc., that are not yet due for payment.

10. Capital recovered from the transfer or liquidation of fixed assets, current assets no longer in use, technologically obsolete assets, recovered scrap materials, etc., to be utilized for more effective production and business purposes.

11. Capital collected from revenue on behalf of the State means the capital source that the State allows the Company to retain from proxy collections after fulfilling all tax obligations.

12. Other lawful capital sources.

Apart from the above sources, the Company may raise other capital sources for business development and shall take responsibility for such mobilization. Capital mobilization must comply with provisions of law and the Company's Charter, and must not change the ownership structure of the Company.

Article 6. Responsibility for the management and use of capital and funds for accurate purposes

1. Owner's representative agency shall manage the State capital portion in the enterprise through the state capital representative. The management and investment of state capital in the enterprise shall be carried out in accordance with the provisions of the Law on Management and Investment of State Capital in Enterprises; any matters not provided by the Law on Management and Investment of State Capital in Enterprises shall comply with the Law on Enterprises and other relevant laws.

2. The state capital representative shall report the owner's representative agency prior to voting at the General Meeting of Shareholders or meetings of the Board of Directors on the following matters:

a) The Company's development orientation, including business lines, objectives, and missions.

b) The promulgation, amendment, or supplementation of the Charter; increase or decrease of the charter capital.

c) The election, dismissal, or removal of members of the Board of Directors, the General Director, and the Head of the Supervisory Board.

d) Reorganization, dissolution, or filing for bankruptcy of the Company.

đ) Decide on investment activities, transfer of investment projects, and investment capital of the enterprise in joint-stock companies, and multi-member limited liability companies in case the value exceeds 50% of the owner's equity, or exceeds 50% of the owner's investment capital where the owner's equity is lower than the owner's investment capital. The owner's equity and the owner's investment capital shall be determined based on the quarterly financial statements or annual financial statements at the most recent time.

e) Decide on the distribution of after-tax profits for the establishment of funds in accordance with Clause 4, Article 23 of this Regulation. The portion of profits and cash dividends distributed corresponding to the ratio of shareholdings or capital contributions held by the State in the enterprise shall be remitted to the State budget. The distribution of stock dividends and the utilization of distributed after-tax profits corresponding to the ratio of shareholdings or capital contributions held by the State to supplement state capital in the enterprise shall be carried out in accordance with the Government's regulations.

3. Owner's representative authorities shall direct state capital representatives to provide opinions on promulgating, amending the Company's Charter, and financial regulations prescribed by the Law on Enterprises and the Government's regulations.

4. Owner's representative authorities shall direct the State capital representative in formulating annual business plans, including the contents prescribed by the Government to elevate the efficiency of business operations.

5. The Company shall manage its investment capital at joint-stock companies and limited liability companies through its capital representative as prescribed by the Law on Enterprises and the Company's Charter.

6. Corporate reorganization shall be implemented in accordance with laws on Enterprises, laws on securities, and relevant laws.

7. The transfer of investment projects and investment capital shall be implemented in accordance with the Law on Management and Investment of State Capital in Enterprises and relevant laws.

8. Credit institutions shall raise capital, provide loans, and guarantees in accordance with the laws on credit institutions.

9. The Board of Directors and the General Director are responsible for managing and utilizing capital flexibly for business activities to ensure efficiency and proper purposes, in accordance with applicable laws and the Company's internal regulations, with the aim of earning profits while safeguarding the legitimate interests of stakeholders, including creditors, customers, and employees under executed agreements and contracts.

10. The Board of Directors and the General Director are responsible for establishing, managing, and utilizing funds in accordance with this Regulation. The appropriation, management, and use of funds must comply with applicable regulations, accounting standards, safety principles, proper purposes, and efficiency.

Article 7. Corporate capital preservation and growth

1. State capital representatives shall be responsible for capital preservation and growth within their duties and powers.

2. Capital preservation and growth shall be assessed on the basis of the Company's operational efficiency in accordance with the Law on Management and Investment of State Capital in Enterprises and its guiding legal documents.

a) Capital preservation shall be carried out by the following measures:

- Comply with the principles on management and investment of state capital in enterprises as prescribed in Article 5 of the Law on Management and Investment of State Capital in Enterprises.

- Strictly implement regulations on the management and utilization of capital and assets, profit distribution, other financial management regulations, and accounting regimes in accordance with the provisions of law.

- Purchase asset insurance as required by law.

- Timely handle the value of asset losses, irrecoverable receivables, and make provisions for risks as prescribed by law.

- Other measures as prescribed by law.

b) Annually, the Company must assess the level of capital preservation using the following evaluation methodology:

- After making provisions as prescribed, if the Company's business results as recorded in the annual financial statements show no loss or a profit, the Company shall be determined to have preserved its capital.

- In case where, after making provisions as prescribed, the Company's business results as recorded in the annual financial statements show a loss (including cases with remaining accumulated losses), the Company shall be determined to have not yet preserved its capital.

3. Annually, the state capital representative shall report to the owner's representative agency on fluctuations in the owner's equity for tracking and supervision. In cases where the owner's equity has not yet been preserved, the representative must clearly explain the causes and remedial measures, and shall be held responsible for the financial situation of the Company.

4. Other regulations shall comply with the Law on Management and Investment of State Capital in Enterprises and relevant laws.

5. The Company shall be responsible for preserving capital through the following measures:

- a) Strictly implement regulations on the management and utilization of capital and assets, profit distribution, other financial management regulations, and accounting regimes in accordance with the provisions of law.

- b) Timely handle the value of asset losses, irrecoverable receivables, and make provisions for risks as prescribed by law.

- Provisions for asset impairment include provisions for devaluation of trading securities, provisions for impairment of investments in other entities, provisions for doubtful receivables, provisions for devaluation of inventories, provisions for impairment of biological assets, etc.

- Provisions for payables include provisions for product and goods warranties, provisions for construction work warranties, provisions for corporate restructuring, other provisions for payables, etc.

- Other risk provisions as required by law.

c) Other measures for preserving the owner's equity in accordance with legal regulations.

d) The appropriation and utilization of provisions for asset impairment, provisions for payables, and other provisions, as well as the evaluation of foreign exchange differences, shall be implemented in accordance with the guidance of the Ministry of Finance.

đ) The carry-forward of losses (if any) shall comply with the provisions of the Law on Corporate Income Tax.

e) The General Director shall be responsible to the Board of Directors for implementing the capital preservation measures. The General Director shall organize capital preservation assessments, analyze capital losses and potential risks of capital loss, and report the findings to the Board of Directors on a quarterly and annual basis.

Article 8. Outward investment

1. The Company has the right to use capital and assets under its management to make outward investments in accordance with laws when approved by the state owner and the General Meeting of Shareholders. This must align with the Company's development strategy, master plan, and business plans, while ensuring the principles of efficiency, capital preservation, and growth, and not affecting the operational objectives of the Company.

2. The Company may use capital and assets to make outward investment in accordance with the Company's Charter and law.

a) Outward investment involving land must comply with land law regulations.

b) Outward investment must ensure principles of efficiency, capital preservation, and development, and increase income, while not affecting the Company's production and business tasks.

3. Forms of outward investment of the Company include:

a) Purchase government bonds, bonds, and shares to earn interest.

b) Contribute capital to establish joint-stock companies, limited liability companies with two or more members, partnerships, joint ventures, affiliated companies; contribute capital to business cooperation contracts without forming a new legal entity.

c) Purchase shares or capital contributions in joint-stock companies, limited liability companies, joint ventures, and partnerships.

d) Acquire other companies.

đ) Other investment forms as prescribed by law.

4. Authority to decide on the form of outward investment is exercised in accordance with the Company's Charter or separate regulations.

5. The Company must not invest in economic sectors managed or owned by parents, spouses, or children of the Chairman of the Board of Directors, Head of the Supervisory Board, the Board of Management, or the Chief Accountant.

6. Capital investment into other enterprises shall be implemented in accordance with the legal provisions, and separate regulations shall be issued when such investment arises.

Article 9. Sale and transfer of the Company's capital in other enterprises

1. Upon the approval of the State owner and the General Meeting of Shareholders, the Company has the right to transfer investments in other enterprises in accordance with the Enterprise Law, Securities Law, and current legal regulations.

2. The transfer of the Company's capital must follow the enacted Charter and laws on enterprises and securities, and other relevant provisions, ensuring market principles, transparency, openness, and the maximum capital recovery.

Article 10. Management of receivables and payables

The Company must maintain subsidiary ledgers to track liabilities by each specific counterparty; the total receivables, the amount collected, and the remaining balance receivable; the total payables, the amount paid, and the remaining balance payable; and manage, track, reconcile, and recover debts; analyze debt solvency, and propose handling for bad debts.

Before closing the accounting books for the preparation of the annual financial statements, the Company must conduct an inventory and reconcile each debt with creditors or debtors. For bad debts, a handling council must be established to determine unrecoverable amounts, causes, collective or individual responsibilities, and propose handling solutions. The Board of Directors shall decide on the plan for handling such bad debts.

For receivables determined to be doubtful or overdue, provisions must be appropriated in accordance with current regulations. Unrecoverable receivables must be written off in compliance with laws. Any difference between unrecoverable debt and compensations from responsible parties (if any) shall be offset by the provision for doubtful debts; any shortfall shall be recorded as business costs or results for each specific case as prescribed by current regulations.

1. Receivables management:

a) Receivables from customers refer to amounts owed by customers for water bills, construction projects, and other amounts receivable (*both short and long-term*). If customers are allowed to defer a portion of the payment, they must commit to a specific repayment schedule with solid grounds for timely collection. All debt extensions granted to customers must be approved by the Company's leadership.

b) Advance payments to sellers (short and long term) refer to advances given to clients or contractors under construction contracts that have not yet recovered or exceeded the actual volume of construction work executed. The Planning and Business Department must closely monitor contract compliance and coordinate with the Technical Department and the Finance and Accounting Department in processing payments, recovering advances, and retaining the percentage retention as committed in the contract.

c) Advances and advance settlement: The advance requester must be a manager or an employee of the Company who performs the advance procedures in accordance with regulations. The advance recipient shall be held responsible for the advanced amount, the scope of usage, and the legality of the payment documents. Upon assignment completion, advances must be settled with full documentation for payment and clearance. If the received advance amount is not utilized or not fully utilized, it must be refunded. In special cases where an advance for a prolonged task has not been completely settled but a subsequent advance is required for other purposes, such subsequent advance requires approval of the Company's leadership. Individual advances remain unsettled for more than three months results in salary deductions of 50% until the advanced amount is fully recovered.

d) Other receivables refer to debts arising from the Company's production and business activities that have not been reflected above, including the value of missing assets with undetected causes pending resolution, receivables related to compensation for material damages caused by individuals or organizations (internal or external) such as loss or damage of materials, goods, funds, etc., which have been subject to compensation, and temporary loans of materials or funds.

Each must be strictly managed according to its content, payment deadlines, and must be tracked, handled, and urged for recovery in compliance with this Regulation and current provisions. A debt reconciliation and confirmation must be conducted at the end of each quarter/year.

đ) Bad debts: On determination, the Company must appropriate provisions for doubtful debts in accordance with regulations. The appropriation and utilization of provisions for doubtful receivables shall be implemented in accordance with the regulations of the Ministry of Finance.

e) Unrecoverable debts: The Company must clearly determine whether the causes are objective or subjective. A debt settlement committee must be established to handle bad and unrecoverable debts. The committee shall consist of the General Director, Deputy General Directors, heads of subordinate units, the Chief Accountant, and heads of relevant departments. The committee is responsible for preparing debt settlement minutes, which state the value of each receivable, the recovered amount, and the actual loss value (*after deducting the recovered amounts*), while clearly identifying the objective and subjective causes. If the causes are subjective and fall under the responsibility of collectives or individuals, such party shall be required to pay compensation in accordance with the provisions of law.

- For subjective causes: The Company shall be responsible for handling and requiring the relevant collectives or individuals to pay compensation (*determining the compensation level, value, payment deadline, and implementation measures*).

- For objective causes: Related units coordinate to identify causes and report to the General Director, who will then submit the matter to the Board of Directors for processing to offset the loss from the appropriated provision; any shortfall shall be recognized into management expenses

g) All unrecoverable debts that have been provisioned for doubtful accounts, along with doubtful accounts that have been provisioned, must be tracked in detail in the accounting books if they are recovered; and shall be presented in the audited financial statements approved by the General Meeting of Shareholders.

h) The Company has the right to sell its receivables in accordance with law, including outstanding receivables, doubtful debts, and unrecoverable debts for capital recovery. The sale of debt shall only be executed with economic organizations authorized to engage in the debt trading business, and debts must not be sold directly to the debtors. The selling price of the debts shall be mutually agreed upon by the parties based on reference prices from valuation organizations and market prices (if any). The parties shall bear full responsibility for the decision to sell the accounts receivable. Other rights, such as the right to file complaints or

lawsuits in case of unrecovered debt, authorize third parties, or hire debt collection services, shall be exercised in accordance with the provisions of law.

i) Inventories refer to materials, supplies, goods in stock, as well as tools, unfinished products used for production or service provision, or currently in the ongoing business process. Since inventory is linked to the Company's production and business workflows, it fluctuates constantly. Inventory management must be conducted continuously, including physical stocktaking, status updates, and logging anomalies for timely handling. Periodically, the Company must perform stock counts regarding both the quantity and value of inventories, monitor the movement and utilization of raw materials and supplies, and prepare warehouse inward/outward slips as well as other reports as necessary for the current physical stock, while assessing items that are damaged, expired, or obsolete. Subsequently, these results must be reconciled with the data in the accounting books to review and promptly handle discrepancies (if any).

k) Provision for inventory devaluation means the provision established for the decline in inventory value when the net realizable value drops below the original cost. These provisions shall be made only when there is evidence of a decrease in the net realizable value compared to the original inventory cost. This is an estimated expense recognized in advance into production and business costs to account for the portion falling below the value recorded in accounting books, and to compensate for actual losses arising from devaluation of materials, products, and goods in inventory.

n) Other current and non-current assets include prepaid expenses, deductible value-added tax, deferred income tax assets, taxes, and other receivables from the State; materials, spare parts for replacement, and other assets. Each receivable must be managed in accordance with its contents and payment schedule, and must be monitored, processed, and urged for recovery in accordance with this Regulation and current provisions. A reconciliation and confirmation must be conducted at the end of each quarter/year.

2. Management of payables:

Management of payables (short-term and long-term) is the process of monitoring, controlling, and efficiently utilizing financial obligations that the Company must pay to organizations and individuals during its business operations. This process shall ensure timely payment capacity, effective use of borrowed capital, and on-time debt settlement to maintain credibility with banks, suppliers, and partners. It also involves controlling a safe debt ratio and preventing financial imbalance, including:

a) Accounts payable to suppliers: The Company must maintain detailed tracking for each payable item and each customer or supplier; process the payment

of liabilities, and perform periodic debt reconciliations in accordance with regulations. The Company's solvency and payment capacity must be regularly reviewed, evaluated, and analyzed to promptly detect any difficulties in debt clearance, thereby implementing timely remedial measures and minimizing the overdue payables.

b) Advances from customers refer to amounts advanced to the Company by buyers, such as prepayments for water utilities or construction projects. These amounts shall be offset after both parties complete the contract or be refunded to the customers. These balances must be tracked in detail by a specific entity and project.

c) Taxes and other obligations payable to the State: The Company shall track each liability in detail, and declare and remit payments to the State budget in accordance with applicable regulations. These include taxes, fees, dividends, exploitation rights, contributions to social insurance, health insurance, unemployment insurance, trade union funds, and other statutory payables. The incidence of late payment penalties must be minimized. The handling of outstanding liabilities, including tax debts, statutory obligations to the State budget, borrowings from credit institutions, guaranteed liabilities, and social insurance arrears, etc., shall comply with current State regulations on the settlement of outstanding debts.

d) Payables to employees: The Company establishes a salary scale and system based on job positions. On this basis, it issues regulations and policies on salary payments, salary distribution, determination of planned salaries and remunerations, and salary advances. It then finalizes actual salaries and remunerations and makes payments to managers and employees in compliance with the Company's internal regulations and applicable laws. Other payables to employees, such as salary-based deductions, meal allowances, and other benefits, shall comply with provisions of law or the Company's regulations.

đ) Borrowing payables: Capital mobilization and borrowing activities by the Company must be carefully evaluated regarding economic efficiency, and borrowing needs to align with investment plans, while tracking the efficiency of borrowed capital. Mobilized capital shall only be invested in projects, production, and business requirements. Capital must be used for the exact intended purpose stated in the loan application and must not be diverted to other purposes. Trade credit periods should be leveraged without allowing overdue debts to arise. Mobilized capital must be strictly managed and effectively utilized, and principal and interest must be paid in full compliance with the contract.

e) Provisions shall be made in accordance with Point b, Clause 5, Article 7 of this Regulation.

g) For payables where confirmation letters have been sent, but the customers have changed their addresses, failed to provide confirmation, or where no counterparty exists for clearance, such amounts shall be recognized as other income of the Company. In cases where a customer submits a written request for payment, the payment, when made, shall be recognized as an expense of the Company.

h) Dividends payable: Based on production and business results and financial statements in accordance with legal regulations, dividends shall be distributed, declared, and paid in full compliance with the resolutions of the General Meeting of Shareholders. For deposited securities, owners shall perform procedures to receive dividends at the depository members where their depository accounts are opened. For non-deposited securities, owners shall perform procedures to receive dividend payments at the Accounting and Finance Department of the Company on working days, from the payment date, and must present their Share Ownership Certificate and ID Card in accordance with the regulations of the Company and the law.

- Dividends for preferred shares shall be paid with the specific conditions applicable to each type of preferred share. Dividends for ordinary shares shall be determined based on the actual net profits and extracted from the retained earnings of the Company. A joint-stock company is only permitted to pay dividends on common shares when all of the following conditions are met:

+ The Company has fulfilled all tax obligations and other financial obligations in accordance with legal regulations;

+ The Company has fully appropriated its funds and covered previous losses in accordance with legal regulations and the Company's Charter;

+ After dividend payment, the Company still ensures the full payment of other debts and other property obligations.

- Dividends can be paid in cash, the Company's shares, or in other assets specified in the Company's Charter. If paid in cash, payments must be made in Vietnamese Dong by payment methods prescribed by law.

- Dividends can be paid in full within 06 months from the closing date of the Annual General Meeting of Shareholders. The Board of Directors shall prepare a notice to the Vietnam Securities Depository and Clearing Corporation to finalize the list of existing shareholders as of the final registration date and the payment date, and to determine the dividend rate for each share and the method of payment. Shareholders shall be notified of the dividend payment via the Company's website and the Hanoi Stock Exchange prior to the dividend payment.

i) Other payables:

- The Company shall open accounting books to fully track all payables, including interests; and settle liabilities strictly within the committed timelines. Regularly review, assess, and analyze debt payment capacity, and detect early signs of payment difficulties to implement timely corrective solutions, preventing overdue debts from arising;

- Periodically inventory and reconcile accounts payable, while evaluating and classifying debts to promptly detect overdue obligations. For payables denominated in foreign currencies, the Company shall evaluate balances and account for foreign exchange differences in accordance with the regulations of the Ministry of Finance

Chapter III

MANAGEMENT AND USE OF ASSETS

Article 11. Assets of the Company

1. The assets of the Company include current assets and non-current assets reflected in the balance sheet.

a) Current assets include cash and cash equivalents, short-term financial investments, short-term receivables, inventories, and other current assets.

b) Non-current assets include long-term receivables, fixed assets (including accumulated depreciation of fixed assets), real estate, long-term work-in-progress assets, long-term financial investments, and other non-current assets

2. The Company shall have the right to pledge, mortgage, lease, transfer, liquidate, and dispose of assets under its ownership, and to restructure its assets for lawful business and production activities.

Article 12. Fixed assets

1. The fixed assets (original cost and accumulated depreciation) of the Company include tangible fixed assets and intangible fixed assets. The determination of standards, original cost, useful life, and depreciation of fixed assets shall comply with the prevailing regulations of the Ministry of Finance

2. The Company's assets must be used in accordance with the operational objectives of the Company and the functions of each category of assets. The General Director shall select investment plans for procuring fixed assets, upgrading technological equipment, or restructuring of fixed assets in compliance with the law; and shall be accountable to the Board of Directors, and ensure consistency with business objectives in order to improve asset and capital efficiency.

3. The original cost of fixed assets shall be determined in accordance with applicable laws; loan interest payable and foreign exchange differences arising from foreign currency loans for investment purposes that are incurred before the fixed assets are put into operation or use shall be capitalized into the original cost of such fixed assets.

4. Fixed assets shall be managed and used in accordance with State regulations and the Company's Charter; the allocation level for major repair expenses and the depreciation rates of fixed assets shall be determined within the framework prescribed by the Ministry of Finance and the People's Committee of Ca Mau Province in order to achieve profits in line with the annual business plan approved by the General Meeting of Shareholders, while ensuring recovery and preservation of invested capital.

5. Annually, prior to closing the accounting books for preparation of the annual financial statements, the Company must conduct a physical inventory of fixed assets, inventories, cash, capital, and liabilities to determine the actual balances at the time of preparation of the financial statements; identify surplus or deficient assets or impaired assets; clarify the causes and responsibilities of relevant individuals and organizations; and determine the material compensation in accordance with the law and the Company's Charter. The compensation level shall be decided by the General Director of the Company, subject to the approval of the Chairman of the Board of Directors.

6. Each asset must have a separate dossier, including fixed asset handover minutes, purchase contracts, invoices, and related documents. Fixed assets shall be classified according to the classification criteria prescribed by the Ministry of Finance. Each fixed asset must be managed based on its original cost, accumulated depreciation, and net value recorded in the accounting books.

7. Fixed assets that have been fully depreciated but are still used in business operations shall continue to be managed in the same manner as ordinary fixed assets.

8. Assets subject to ownership registration must be registered in accordance with the law.

9. Responsibilities for management and use of assets: Assets must be specifically assigned to units or individuals within the Company for management and use. When using Company assets, such units and individuals shall have the responsibility to:

- a) Properly preserve and use the assigned assets.
- b) Any relocation or change of persons directly managing and using an asset within an internal unit must obtain the approval from the General Director. Cases

involving relocation or transfer between different units within the Company or outside of the Company must be decided by the General Director.

c) Individuals assigned to manage and use assets shall not change the form, value, location, features, or functions of such assets without approval from the head of the unit. Maintenance, renovation, and repair of assets shall be carried out in accordance with the Company's regulations.

d) In all cases of relocation or transfer between departments and affiliated units or outside of the Company, the minutes of asset condition evaluation and handover must be prepared, with the participation and confirmation of the corresponding finance and accounting department.

đ) To ensure safety in the use of assets, the Company shall be responsible for purchasing asset insurance and/or making provisions for asset-related risks when necessary in accordance with applicable regulations

10. The Company shall depreciate fixed assets, allocate tools, instruments, and other expenses related to such assets, tools, and instruments in accordance with the regulations of the Ministry of Finance and other relevant legal documents; depreciation shall be recorded quarterly. Particularly for clean water infrastructure assets, depreciation shall be applied in accordance with the Decision of the People's Committee of Ca Mau Province regulating depreciation periods and depreciation rates or other relevant regulations on depreciation of fixed assets.

a) All existing fixed assets of the Company (including unused/unnecessary fixed assets, and fixed assets awaiting liquidation) must be depreciated in accordance with current provisions, except for fixed assets falling within exempted cases prescribed by law.

b) For completed construction works that have been put into use but have not yet been settled, the Company shall temporarily record the increase in asset value using estimated values based on accounting data to calculate depreciation for capital recovery. Upon approval of the final settlement, the historical cost shall be adjusted according to the approved settlement value.

c) For fixed assets that are leased out, pledged, or mortgaged, the Company must depreciate them in accordance with regulations, as well as monitor and ensure the recovery of such assets.

d) For pre-owned assets, the basic depreciation period is determined based on the ratio of the residual value compared to the original cost of a new purchase at the time of acquiring that fixed asset. Particularly for fixed assets invested by bank loans, the basic depreciation rate must ensure sufficient repayment of the loan in accordance with the credit agreement.

đ) For fixed assets that are no longer usable, the depreciation must cease; and if they no longer serve production and business activities, liquidation dossiers must be prepared in accordance with regulations.

e) Fixed assets that have been fully depreciated but still used in production and business activities shall not continue to be depreciated, but must still be managed, used, and monitored in the Company's fixed asset register.

g) For donated or gifted fixed assets, such as water supply networks invested in by external parties and transferred to the Company without reimbursement requirements, the Company shall prepare a receipt and handover minute and record the asset increase using one of the following valuation methods:

- The original cost of the fixed asset is recognized based on the finalized investment value of the investor;

- The original cost of the fixed asset is determined based on the actual valuation conducted by the Valuation Council of the Company (or an outsourced valuation consulting firm).

11. The Chief Accountant shall be responsible for monitoring and recording accounting entries relating to increases, decreases, construction investment, and depreciation of fixed assets in accordance with accounting standards and prevailing regulations.

12. The Company shall conduct asset inventories to assess the status of assets, determine actual quantities of assets, materials, and goods, and establish lists of damaged, lost, or unused assets, materials, and equipment for handling measures.

13. Asset inventories shall be conducted in the following cases:

- a) Semi-annually and at the end of each fiscal year prior to preparation of financial statements.

- b) Upon division, separation, consolidation, merger, dissolution, termination of operations, bankruptcy, sale, assignment, or lease of the enterprise.

- c) Upon conversion of the ownership structure of the enterprise.

- d) Upon occurrence of fire, storms, floods, or other extraordinary losses.

- đ) Upon revaluation of assets as decided by competent state authorities.

- e) Other cases as prescribed by the Board of Directors and applicable laws.

14. Revaluation of assets

- a) Asset revaluation is the process whereby the Company, based on the actual conditions of assets, such as quality and technical specifications, and market prices at the time of valuation, determines the actual value of the assets,

serving as a basis for recalculating the actual value of capital and assets, and implementing appropriate adjustments.

b) Asset revaluation shall be carried out based on decisions of the Board of Directors. Any increase or decrease in value resulting from asset revaluation shall be accounted for as an increase or decrease in the Company's capital.

c) Asset revaluation must be conducted accurately, seriously, objectively, responsibly, and in compliance with Vietnamese accounting standards and applicable laws.

15. Handling of asset losses

a) Asset losses mean losses or damage causing a reduction in the value of the Company's assets due to objective or subjective causes. Where losses occur, the Company must clearly determine the causes, the value of the losses, and appropriate handling measures.

b) For losses caused by subjective reasons, the Company must determine the degree of liability of each relevant party and require compensation in accordance with Article 39 of this Regulation and applicable laws.

c) For losses caused by objective reasons, the Company must determine the extent of the damage and propose handling measures. The General Director shall submit the proposed handling plan to the Board of Directors for approval in order to compensate for such losses.

Article 13. Investment in construction and procurement of assets

1. Investment in construction, procurement of assets, and upgrading of fixed assets of the Company must comply with procedures for construction investment and asset procurement as stipulated in the prevailing Investment and Procurement Procedures of the Company.

2. The Company shall have the autonomy to select investment plans for construction, procurement of fixed assets and machinery, technological innovation, or restructuring of fixed assets in line with business objectives, in order to improve asset utilization efficiency and expand the Company's operational scale.

3. Authority to decide on investment, construction, procurement, and upgrading of fixed assets shall comply with the Company Charter, Investment and Procurement Procedures, and other relevant internal governance regulations of the Company.

4. Persons making decisions on investment, construction, procurement, and upgrading of fixed assets shall bear responsibility if such investment, construction, procurement, or upgrading is inappropriate, technologically obsolete, or unusable.

5. Procedures and processes for the implementation of investment projects shall comply with the laws on investment and construction management and the Company's regulations. The General Director shall be responsible for organizing the implementation and be accountable to the Board of Directors and the owners for the progress and quality of approved investment projects.

Article 14. Lease, mortgage, and pledge of assets

1. The Company shall have the right to lease, lend, mortgage, pledge, and transfer assets under its management for reinvestment and technological innovation on the principles of efficiency, capital preservation, and capital development in accordance with the law.

2. Persons having authority to decide on investment shall also have authority to decide on the use of assets for lease, pledge, or mortgage purposes

3. The use of assets for lease, mortgage, or pledge must comply with the Civil Code and other applicable legal regulations.

4. Assets used as pledges or mortgages must be supported by documents and records, and the related loans must be presented in the financial statements.

Article 15. Liquidation and transfer of fixed assets

1. The Company shall proactively transfer or liquidate damaged assets, technologically obsolete assets, assets no longer needed, assets unsuitable for continued use, unusable assets, scrap materials recovered from production processes, and long-term investments for which no further investment demand exists, on the principles of publicity, transparency, and capital preservation in accordance with applicable laws.

2. Asset liquidation or disposal plans where the carrying amount of the assets is equal to or greater than 35% of the total asset value recorded in the Company's latest audited financial statements shall be decided by the General Meeting of Shareholders. In cases where the carrying amount of the fixed assets to be liquidated or disposed of is lower than 35% of the total asset value recorded in the Company's latest audited financial statements, such plans shall be decided by, and under the responsibility of, the Board of Directors.

3. Liquidation and transfer of assets shall be conducted through auction organizations, quotation solicitation, direct appointment, or by the Company itself through public procedures in accordance with regulations. For transfers of fixed assets with a remaining book value below one hundred million VND, the General Director may decide to sell by auction or by negotiated sale, provided that the selling price is not lower than the market price. If the fixed asset has no market transaction reference, the Company may engage a qualified valuation organization to appraise and determine the selling price as the basis for disposal.

4. Authority to decide on liquidation and transfer of assets:

a) Persons having authority to decide on investment under the decentralization of the Company shall have corresponding authority to decide on liquidation or transfer of fixed assets and investment projects of unfinished fixed assets.

b) Contracts for liquidation or transfer of fixed assets and investment projects of unfinished fixed assets between the Company and related persons shall be implemented as follows:

- Authority of the General Meeting of Shareholders:

- + Approve contracts for the sale of assets with a value exceeding 10% of the Company's total asset value recorded in the latest financial statements between the Company and shareholders owning 51% or more of the total voting shares, or related persons of such shareholders.

- + Approve contracts for the sale of assets with a value equal to or exceeding 35% of the Company's total asset value recorded in the latest financial statements.

- Authority of the Board of Directors: Approve other contracts for the sale of assets beyond the authority of the General Meeting of Shareholders.

5. For newly invested or procured fixed assets have been completed and put into use within the first 03 years, but fail to achieve economic efficiency stated in the investment project approved by the competent authorities, if the Company has no further demand to operate or utilize them and the disposal of such assets does not ensure the full recovery of the invested capital, the responsibilities of the individuals involved must be clarified for handling in accordance with Company's regulations and the law.

6. The transfer of the Company's assets attached to land shall comply with the Law on Lands.

Article 16. Management of capital in cash

Capital in cash is part of the Company's current assets existing in monetary form and having the highest liquidity, including cash on hand, bank deposits, deposits at the State Treasury, and cash in transit. Due to their high liquidity, cash and cash equivalents are used to meet the Company's payment obligations, cover procurements, or expenses.

All transactions relating to capital on cash must be managed and properly accounted for in accordance with the laws.

1. Management of capital in cash

a) Management of cash and cash equivalents:

- Cash assets mean the amount of cash currently held by the Company at the reporting date, including cash on hand, bank deposits, and cash in transit.

- Cash equivalents mean short-term investments with a recovery or maturity period not exceeding three (03) months, which are readily convertible into known amounts of cash and subject to insignificant risk of changes in value from the acquisition date to the reporting date.

b) The Company shall open accounts at banks operating in Vietnam and overseas in accordance with applicable laws.

c) All monetary expenditure (whether in cash or via bank transfer) must be transparent, made for correct purposes, and approved by the legal representative, the Chairman of the Board of Directors, the General Director, or an authorized person under delegated authority.

d) Foreign currency funds shall be managed and used in accordance with the prevailing regulations of foreign exchange.

đ) The use of the Company's funds to extend loans to individuals or organizations for purposes other than the Company's business operations is strictly prohibited.

e) Periodically (monthly, quarterly, annually), or extraordinarily, depending on management purposes, the cashier and inventory committee members shall conduct cash counts, prepare inventory minutes, and obtain signatures from the General Director, Chief Accountant, cash accountant, and cashier. Any discrepancies (excess or shortage) arising during the inventory process must be handled as follows: the causes of all variances must be identified; if caused by subjective error of an individual, such individual shall be responsible for compensating for the damages and, depending on the severity, may be disciplined in accordance with Company regulations and the law; the specific compensation amount shall be determined by the General Director but must not be lower than the actual damage caused by that individual.

g) Departments and affiliated units must deposit all collected cash into the Company's bank account daily and conduct periodic or extraordinary cash counts upon request by the General Director or the heads of affiliated units. After the cash count, an inventory minutes must be prepared and signed by the head of the unit, the cashier, the cash accountant, and relevant parties. The periodic or extraordinary cash count minutes must be submitted to the Company.

h) Cash count minutes must be saved in the dossier of cash accounting documents.

2. Management of bank deposits:

a) All payment transactions through banks must comply with laws on banking and credit institutions, and applicable provisions.

b) The Company and its affiliated units must review and confirm deposit balances with banks and credit institutions in order to detect errors and promptly

reconcile any discrepancies (if any), which shall serve as the basis for preparing financial statements and reconciling ending balances at the closing date of accounting books.

3. Non-cash payment

a) Non-cash payment: Non-cash payment documents include payment documents via banks (such as checks, payment orders, payment authorization, collection orders, collection authorization, bank cards, money transfers, collection and disbursement services, and other payment services provided to customers) and other non-cash payment documents

b) Authorization for payment: For purchases of goods, services, or other payments serving the Company's production and business activities with a transaction value of over 05 million VND per transaction, the Company may authorize managers or employees to make advance payments to suppliers using their personal bank accounts, and then the Company will subsequently provide reimbursement. In the event that the same seller issues multiple invoices within a single day, and each invoice is below 05 million VND, but the total value of these invoices reaches 05 million VND or more, non-cash payment must still be applied.

c) Payment dossiers include: Invoices and documents as prescribed by laws on accounting, invoices, and financial documents; non-cash payment documents of employees when purchasing goods or services under the Company's authorization; and non-cash reimbursement documents issued by the Company.

4. Investment of idle funds

The Chairman of the Board of Directors cum the legal representative, or the General Directors shall decide on the forms of term deposits at financial and credit institutions for temporarily idle funds to improve capital efficiency. Such decisions must ensure the principle of safety and guarantee timely payments to customers, creditors, and other relevant parties when payment due dates arise.

Article 17. Management and utilization of materials, supplies, tools, and instruments

Current assets are tools and instruments whose values are allocated to the Company's production and business expenses in accordance with current regulations.

1. The Company shall manage and use materials, supplies, tools, and instruments in the same manner as fixed assets, account for them as production costs, and allocate the value of tools and instruments into business expenses.

2. Materials, supplies, tools, and instruments that have been fully allocated but remain in use must continue to be monitored and managed as normal assets.

Article 18. Inventory management

Inventories shall be determined in accordance with the provisions of Vietnamese Accounting Standard No. 02 – “Inventories” issued by the Ministry of Finance. Inventory management must comply with prevailing regulations. At the end of each financial year, inventories must be classified and assessed to determine their net realizable value. Where the carrying value of inventories exceeds their estimated net realizable value, a provision for inventory devaluation must be made in accordance with regulations.

The Company has the right and responsibility to promptly handle low-quality, deteriorated, technologically obsolete, or excess inventory to recover capital. Inventory accounting must involve both physical quantity and value records. Accountants must maintain detailed records by category, type, and specifications, by each management and utilization location.

1. Inventories of materials, supplies, tools, and instruments include purchased goods in stock for production and business purposes, goods in transit, work in progress, completed products not yet warehoused, finished goods, and stored goods.

2. The Company must open tracking books with detailed inventory for each type of material, supply, goods, tool, and instrument, including those that have been fully allocated but still used.

3. The Company shall have the right and responsibility to inspect and handle inventories of materials, supplies, goods, tools, and instruments that are defective, obsolete, stagnant, unsuitable for use, or slow-moving in order to recover capital.

4. Authority and procedures for inventory disposal shall be decided by the General Director.

5. At the end of an accounting period, where the carrying value of inventories exceeds their net realizable value, the Company must make provisions for inventory devaluation in accordance with regulations.

Article 19. Management of construction in progress

1. Construction in progress includes purchasing of fixed assets, basis construction, periodic repair and maintenance of fixed assets, upgrading, and renovation of fixed assets. Such items shall be monitored by individual projects or work items, with unfinished balances identified at period-end and reflected in the financial statements.

2. Upon completion and acceptance of work volumes, the final settlement for the completed project must be prepared to proceed with the accounting recognition into assets for depreciation or allocation in accordance with

regulations. Management and monitoring must ensure that investment capital is used for proper purposes and to minimize losses.

Article 20. Asset inventory, handling of asset losses, and revaluation of assets

1. Asset inventory: The Company must establish an Inventory Committee at both the Company and affiliated-unit levels to conduct inventories and determine quantities of assets (including fixed assets, long-term investments, current assets, and short-term investments), and reconcile receivables and payables upon closing accounting books for periodic preparation of financial statements (quarterly, semi-annual, and annual). For surplus or deficient assets, uncollectible debts, and overdue debts, the causes and responsibilities of relevant parties must be clearly identified, and material compensation (if any) is determined in accordance with regulations. In cases of force majeure events causing fluctuations in the Company's assets, the General Director shall submit the matter to the Board of Directors for consideration and directions.

2. Handling of asset losses: Asset losses due to loss, deficit, damage, deterioration, obsolescence, outdated technology, or stagnant inventory identified through periodic or ad hoc counts. The Company must determine the value of the loss, identify causes and responsibilities, and handle it as follows:

a) If the loss is caused by the subjective faults of a collective or an individual, the party causing the loss must pay compensation in accordance with the law. The person with the authority to determine the compensation amount shall be held responsible for their decision.

b) For insured assets, any losses incurred shall be settled in accordance with the respective insurance policy. The remaining loss value, after deducting compensations paid by individuals, collectives, or insurance organizations, shall be charged to the business and production expenses of the period if there is a deficit. In the event that the compensation amount cannot be determined immediately within the accounting period when the loss occurs, it shall be recognized as other income in the accounting period when the compensation amount is finalized.

c) In exceptional cases involving losses due to objective and force majeure events, such as natural disasters, fires, epidemics, etc., where the Company has mobilized legal capital sources for remedy but still cannot fully recover, the General Director shall formulate a loss-handling plan to submit to the Board of Directors for consideration and decision.

3. Surplus assets identified upon inventory shall be handled by the Company in accordance with laws and regulations.

4. The Company shall revalue assets in the following cases:
 - a) According to the decision of the competent State agency.
 - b) Implementing a conversion of the Company's corporate structure.
 - c) Utilizing assets for outward investments outside the Company.
 - d) Other cases as prescribed by law.

The asset revaluation and the differences resulting in an increase or decrease in asset value due to revaluation must be carried out in accordance with legal regulations.

Chapter IV

REVENUE AND EXPENSES

Article 21. Revenue and income of the Company

1. Revenue of the Company includes:
 - a) Revenue from business activities consists of amounts collected or to be collected from the sale of products, goods, and services of clean water supply on the market, after deducting sales discounts and good returns.
 - b) Other revenue is the amount received or receivable from activities outside of the production and business activities under the Company's registered business lines.
2. Financial income is the amount received or receivable arising from allowing other parties to use the Company's assets, income generated from lending capital, interest on deposits, dividends, and bonds, or distributed income from outbound capital investments, such as capital contributions of shares or joint ventures, etc.
3. Other income means amounts received or receivable from liquidation or transfer of fixed assets, insurance compensation, contractual penalties collected from customers, recovery of previously written-off debts, and other sources of income.
4. The criteria for recognizing revenue and other income shall be based on accounting standards and State regulations
5. Based on water billing invoices issued by the Business Planning Department, other revenue, financial income, and other income, the Accounting and Finance Department shall perform the accounting of revenue and other income in accordance with regulations. Managerial accounting shall be organized to monitor revenue and other income in detail by each service type and contract in order to provide timely information for management and operational purposes, ensuring that the Company's revenue is accurate, complete, and promptly.

Article 22. Business expenses and management of expenses

Annually, the Company must prepare an expenditure plan appropriate to the business activities. All expenses must be accounted for and classified according to applicable categories, items, and documents as prescribed by law. Expenses must comply with applicable policies and be incurred for proper purposes in accordance with the law, the Company's Charter, and the Company's internal regulations.

1. Business expenses include direct material costs, direct labor costs, construction machinery operating costs, manufacturing overhead expenses, financial expenses, selling expenses, general and administrative expenses, and other expenses.

a) The Company's business expenses are reasonable and valid expenses, such as costs of raw materials, fuel, and supplies; depreciation expenses of fixed assets; outsourced services expenses; salaries, wages, and safety bonuses; and other expenses related to production and business activities incurred by the Company during the fiscal year. The detailed classification of expenses shall follow the guidance of the Ministry of Finance on the current corporate accounting regime.

b) The determination and accounting of production and business expenses for calculating profit (loss) and taxable income in the fiscal year shall be based on the corporate accounting regime, accounting standards, and the current Law on Corporate Income Tax.

c) Expenses that are funded by dedicated sources or are unrelated to production and business operations, as prescribed by current laws, shall not be included in production and business expenses.

2. The Company must strictly manage and fully, promptly, accurately, and separately account for each expense item, product cost, and business line in order to reduce costs and product prices through the following measures:

a) The General Director shall develop and submit to the Board of Directors for issuance of economic and technical norms, labor norms, regulations, policies, and procedures suitable to the Company's business sectors, organizational structure, and equipment.

b) Norms must be disclosed to relevant personnel. If norms can not be achieved, resulting in increased costs, causes and responsibilities must be analyzed for handling in accordance with the law. If caused by subjective faults, compensation must be paid. The Board of Directors shall determine the compensation amount in accordance with legal regulations and be held responsible for its decision.

c) The General Director shall proactively develop cost-saving plans appropriate to the Company's actual operations.

d) Periodically (quarterly/annually), the General Director must organize analyses and evaluations of production costs and product prices in order to identify weaknesses in management and cost-driving factors, and implement timely corrective measures. Such reports shall be submitted to the Board of Directors.

3. All expenditures are specified in the Internal Expenditure Regulation of the Company, which is issued separately and constitutes an integral part of this Regulation.

4. If certain contents are not yet regulated, they shall be implemented in accordance with separate rules and regulations or legal regulations.

5. For expenditures made in violation of regulations, the individuals who proposed and decided on the expenditure must be responsible for reimbursement. The General Director shall decide on the reimbursement.

6. Periodically, the General Director shall direct relevant departments to review, amend, and supplement regulations and policies in order to ensure that spending limits remain appropriate to actual circumstances.

Chapter V

PROFIT AND PROFIT DISTRIBUTION

Article 23. Profit and profit distribution

1. The Company shall prepare financial statements and determine profits on a quarterly, semi-annual, nine-month, and annual basis in accordance with regulations. Realized profit means profit generated directly from production and business activities, profit distributed from capital investment activities, and other income after deduction of expenses and fulfillment of tax obligations in accordance with regulations.

2. Based on business results and financial statements prepared in accordance with the law, the Company shall manage all realized profits after fully satisfying obligations to the State budget under prevailing regulations.

3. The State capital representative at the Company shall seek opinions from the owner's representative authority regarding the annual plan for after-tax profit distribution before discussing or voting at the General Meeting of Shareholders.

4. Distribution of after-tax profit: Based on the annual business plan and profit distribution approved by the General Meeting of Shareholders, the

Company shall distribute after-tax profits, evaluate operational performance, and appropriate funds in accordance with regulations.

5. The appropriation and use of the Bonus and Welfare Fund shall comply with applicable regulations

6. The Company shall determine dividends and carry out dividend payments in accordance with applicable laws. For cash dividends distributed to the State capital portion, the Company shall prepare tax declarations and remit such amounts to the State budget in accordance with regulations.

Article 24. Purposes of funds

1. The Development Investment Fund shall be appropriated from after-tax profits and used for the expansion of the Company's production and business activities and supplementation of charter capital

2. Bonus Fund

a) Bonus Fund shall be used for:

- Year-end bonuses, periodic bonuses, extraordinary bonuses, and rewards in accordance with laws on emulation and commendation for employees, including managers and supervisors.

- Rewards for external individuals and entities that have made contributions to the Company's business and management activities.

b) Bonus amounts shall be decided by the General Director. Criteria, bonus levels, and authority to decide on rewards shall comply with the Company's regulations and policies.

3. Welfare Fund

a) Welfare Fund shall be used for:

- Construction or repair of the Company's welfare facilities;
- Welfare activities for employees (including managers, the Executive Board, members of the Board of Directors, and supervisors, etc.)

- Capital contributions to joint welfare projects within the industry or with other entities under contracts.

- Extraordinary hardship allowances to employees, including retirees, persons who have lost their working capacity, those in difficult circumstances, the homeless, or for charity activities.

- Other welfare benefits.

b) The use of the Welfare Fund shall be decided by the Chairman of the Board of Directors or by the General Director with approval from the Board of Directors.

4. Remaining undistributed profit shall be monitored with annual undistributed profits.

5. Other funds under owners' equity include the Financial Reserve Fund and other funds used to resolve financial losses relating to the Company's production and business activities. The maximum appropriation to such funds shall not exceed 10% of charter capital. If these funds are not fully utilized, the remaining amounts shall be transferred to the Development & Investment Fund and reflected in the audited financial statements, which shall be approved by the General Meeting of Shareholders.

6. Science and Technology Development Fund shall be conducted in accordance with separate regulations on the organization and management of the Science and Technology Development Fund and relevant laws.

Chapter VI

PRODUCTION AND BUSINESS PLAN, ACCOUNTING SYSTEM, STATISTICS, AND AUDITING

Article 25. Production and business plan

1. Based on strategic orientation and development plan for operations, the General Director is responsible for developing an annual production and business plan; report to the Board of Directors for approval, enabling the state capital representatives to seek directives from the owner's agency before giving opinions and voting at the General Meeting of Shareholders as regulated.

2. Based on the annual production and business plan approved by the Board of Directors and the General Meeting of Shareholders, the General Directors shall formulate a detailed action plan for publishing to all affiliated units.

3. On a quarterly, semi-annual, nine-month, and annual basis, the General Director must prepare evaluation reports on production and business activities, and financial targets in comparison with the established plans to report at the meetings of the Board of Directors.

Article 26. Accounting system

1. The Company applies the corporate accounting system issued by the Ministry of Finance, maintains accounting books in Vietnamese, and reflects all arising economic transactions in Vietnamese Dong (VND).

2. Accounting documents and records (including data in the accounting software) of the Company must ensure accuracy, systematic updates, and maintain sufficient to prove and explain the Company's transactions. The storage of accounting documents and records shall comply with the law.

3. The disclosure of information, accounting documents, and books outside the Company must be approved by the legal representative or the General Director, or as prescribed by law.

4. The Chief Accountant is responsible for executing the accounting practices of the Company in accordance with the corporate accounting system and state accounting standards, and shall take liability to the Board of Directors and the General Director for all accounting operations.

Article 27. Financial Statements

1. The fiscal year of the Company shall begin on January 1st and end on December 31st of the solar calendar. The first fiscal year shall begin on the date the Company is granted its Business Registration Certificate and end on December 31st of the same year.

2. The currency unit used in the Company's accounting is Vietnamese Dong (VND); all arising transactions in foreign currencies or assets other than Vietnamese Dong must be converted into Vietnamese Dong for recording and accounting in strict compliance with current provisions, while concurrently being monitored in original currencies in the accounting books.

3. At the end of an accounting period (quarter, semi-annual, or annual), the Company must prepare its financial statements in accordance with the law and the Company's Charter.

4. Financial Statements must be audited in accordance with current law. The audit shall be conducted by an independent firm named in the list of accredited auditing firms published by the State Securities Commission, and must be approved by the General Meeting of Shareholders.

5. The deadline for completing quarterly financial statements must comply with current regulations. The semi-annual financial statements must be reviewed by auditors, and the annual financial statements must be audited by the approved independent auditing firm.

6. The Company must fulfill obligations of information disclosure in accordance with the law on public companies.

Article 28. Internal audit and supervision

1. Besides the supervision of the Supervisory Board, the Board of Directors and the General Director shall organize internal inspections through the management apparatus, including the accounting structure, and through management tools such as reporting systems, as well as periodic and extraordinary inspections by departments and affiliated units of the Company to serve the management and governance.

2. The Company is subject to inspection, examination, and supervision of its financial operations by competent financial authorities as prescribed by law.

Article 29. Auditing

1. The Company shall execute the independent auditing practices in accordance with the law.
2. The Supervisory Board shall propose and recommend to the General Meeting of Shareholders for approval the list of auditing firms for the Financial Statements of the Company. The auditing firm must be named on the list officially published by the State Securities Commission for public companies.
3. Based on the list of auditing firms approved by the General Meeting of Shareholders, the Board of Directors authorizes the General Director to select one auditor in compliance with the Company's regulations and submit the selection results to the Board of Directors for approval.
4. Auditing fees shall be recorded as production and business expenses.

Chapter VII TRANSFER OF STATE CAPITAL

Article 30. Transfer of state capital invested in the Company

1. The owner's representative agency shall hire a licensed valuation organization to determine the starting price in accordance with the law on valuation, serving as the basis for the state capital transfer plan.
3. The transfer of state capital invested in joint-stock companies that are listed or registered for trading on the securities market shall comply with the provisions of the laws on securities.
3. The handling of revenues and expenditures arising during the process of transferring state capital invested in joint-stock companies shall comply with state regulations.

Chapter VIII FINANCIAL RELATIONSHIP BETWEEN THE COMPANY AND ITS AFFILIATED UNITS, SUBSIDIARIES, AND OTHER ENTERPRISES IN WHICH THE COMPANY HOLDS INVESTMENT CAPITAL

Article 31. Financial relationship between the Company and affiliated units

1. Affiliated units have no separate capital and assets; all assets of affiliated units are owned by the Company. The Company shall bear liability for all financial obligations arising from the commitments of these dependent accounting

units. Heads of affiliated units shall be responsible to the General Director for meeting planned targets and financial ones assigned by the Company, as well as managing and utilizing assets within their scope of authority in accordance with this regulation and state laws.

2. Subject to the requirements of economic and financial organization and management, the General Director may request the Board of Directors for approval on the decentralization and authorization for affiliated units to execute certain tasks in financial management and accounting. Such decentralization and authorization must be made in writing for each affiliated unit.

3. Affiliated units exercise rights and obligations according to the scope of decentralization and authorization of the Company. Heads of affiliated units are responsible to the General Director and laws for their decisions, ensuring their units achieve, at a minimum, the profit target assigned by the Company on an annual basis.

a) Effectively manage and utilize all assets and other resources assigned by the Company in accordance with Chapter II and Chapter III of this Resolution.

b) Comply with the regulated regime of reporting, statistics, and accounting to serve business governance and financial management, ensuring truthfulness and fairness.

c) Subject to the professional direction in the fields of finance and accounting of the Chief Accountant, and undergo inspection and supervision by state regulator authorities and the Company.

4. Provided a budget limit for expenditures incurred in the regular operations of the enterprises, branches under the Company, based on actual documents, including:

a) Costs of purchasing hand tools used in the installation and repair of pipelines, water meters, such as spades, shovels, crowbars, wrenches, spanners, pipe-cutting saws, adjustable wrenches, screwdrivers, measuring tapes, tool containers, and other tools; and expenditures on materials serving repair and operation works.

b) Costs of purchasing short-lived personal protective equipment, such as gloves, face masks, safety goggles, and hand soap; service fees for sanitation and public security, and local expenditures as prescribed.

c) Cost of landline phone bills of the unit, personal telephone allowances with specific quotas and recipients under the general regulations issued by the Company;

d) Fuel costs and personal vehicle allowances for operations or business travel with specific quotas and recipients under the general regulations issued by the Company.

đ) Costs of patching tires of small excavators, water pump hoses, repairing water pumps, and drinking water for office use.

e) Stationery costs, including printing paper, printer ink, notebooks, etc.

g) Business travel allowances, other expenses, and meal allowances/refreshments for repairs of broken pipes during night shift or weekend.

h) Expenditures on business transactions and hospitality with partners related to the unit's operations must be approved by the Chairman of the Board of Directors or the General Director, prior to payment.

i) In case any expenses arise beyond the scope of this regulation, Heads of affiliated units must submit a written proposal and obtain the approval of the General Director before payment.

Chapter IX

RIGHTS AND OBLIGATIONS OF THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD, THE GENERAL DIRECTOR, AND THE CHIEF ACCOUNTANT IN FINANCIAL MANAGEMENT

Article 32. Rights and obligations of the Board of Directors

1. The Board of Directors is the regular body of the Company with full powers on behalf of the Company to decide and exercise its rights and obligations, except rights and obligations under the authority of the General Meeting of Shareholders

2. Decide strategies, medium-term development plans, and the annual business plan of the Company.

3. Exercise other rights and obligations of an independent joint-stock company organized in the form of a joint-stock company as prescribed by the current Enterprises Law.

4. Receive and take responsibility for preserving and growing capital. Hold accountability before the General Meeting of Shareholders for the Company's business results, ensuring the fulfillment of objectives assigned by the General Meeting of Shareholders. Establish and propose plans to increase the charter capital for consideration and approval by the General Meeting of Shareholders.

5. Issue Regulation on Financial Management and other regulations, provisions, and standards for application.

6. Decide other issues as prescribed by law and the Company's regulations.

Article 33. Rights and obligations of the Chairman and members of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed, or removed by the Board from among its members.

2. The Chairman of the Board of Directors shall be the legal representative of the Company, unless otherwise provided for in the Company's Charter.

3. Members of the Board of Directors have the right to request the General Director, Deputy General Director, and other managers to provide information and documents regarding the financial situations and business operations of the Company and its subsidiaries.

4. Such managers must provide information and documents in a timely, accurate, and complete manner at the request of the Board members. Procedures for requesting and providing information shall be regulated by the Company's Charter.

5. Obligations of the Chairman and members of the Board of Directors:

a) Exercise the assigned rights and obligations honestly and responsibly for the interest of the shareholders and the Company.

b) Not abuse their positions and powers to utilize capital and assets of the Company for personal gain or the benefit of their families and others.

c) Annually, provide full, accurate, and honest reports on the management and supervision results of the Company's operations; promptly report on the Company's production and business activities at the request of competent authorities.

d) Other obligations as prescribed by law.

6. Perform other duties in accordance with the legal provisions.

Article 34. Rights and obligations of the Supervisory Board

1. The Supervisory Board shall supervise the Board of Directors and the General Director in the management and governance of the Company.

2. Examine the reasonableness, legality, honesty, and level of prudence in the management and governance of business operations, as well as inspect the logic, consistency, and appropriateness of accounting, statistics, and financial reporting.

3. Appraise the completeness, legality, and honesty of the Company's annual and semi-annual business performance reports and financial statements, as well as reports on the performance of the Board of Directors; submit such appraisal reports to the Annual General Meeting of Shareholders. Review

contracts and transactions with related parties that fall under the approval authority of the Board of Directors or the General Meeting of Shareholders, and provide recommendations on contracts and transactions requiring approval of the Board of Directors or the General Meeting of Shareholders.

4. Review, examine, and evaluate the validity and effectiveness of the Company's internal control, internal audit, risk management, and early warning systems.

5. Examine accounting books, accounting records, and other documents of the Company, as well as the management and governance of the Company's operations when deemed necessary, or under resolutions of the General Meeting of Shareholders, or at the request of shareholders or a group of shareholders specified in the Law on Enterprises

6. Other rights and obligations as prescribed by the Law on Enterprises, the Company's Charter, and resolutions of the General Meeting of Shareholders.

Article 35. Obligations of supervisors

1. Strictly comply with the law, the Company's Charter, resolutions of the General Meeting of Shareholders, and professional ethics in exercising assigned rights and obligations.

2. Exercise assigned rights and obligations honestly, prudently, and to the best of one's ability to ensure the best legitimate interests of the Company.

3. Remain loyal to the interests of the Company and shareholders; refrain from abusing position or authority and using the information, know-how, business opportunities, or other assets of the Company for personal gain or to serve the interests of other organizations or individuals

4. Perform other obligations in accordance with the Law on Enterprises and the Company's Charter. In the event of a breach of the provisions in Clauses 1, 2, 3, and 4 of this Article that causes damage to the Company and others, the supervisors must bear personal or joint liability for such damage. Any income or other benefits obtained by the Supervisory Board from the violations must be returned to the Company.

5. If a supervisor has committed a violation in exercising assigned rights and obligations, a written notice must be sent to the Supervisory Board requesting the violator to stop violations and take remedial measures.

Article 36. Powers of the General Directors

1. The Board of Directors shall appoint a Board member as the General Director.

2. The General Director shall manage the day-to-day business operations of the Company; be subject to the supervision of the Board of Directors; and be

accountable to the Board of Directors and before the law for the exercise of assigned rights and obligations.

3. The Director General/CEO shall have the following rights and obligations:

a) Decide on matters related to the day-to-day business operations of the Company that do not fall under the authority of the Board of Directors.

b) Organize the implementation of resolutions and decisions of the Board of Directors; execute the business plans and investment projects of the Company; and propose organizational structure plans and internal management regulations of the Company.

c) Exercise other rights and perform other obligations in accordance with the law, the Company's Charter, and resolutions or decisions of the Board of Directors.

4. The General Director must manage the day-to-day business operations of the Company in strict compliance with the law, the Company's Charter, and resolutions or decisions of the Board of Directors. In the event that the management is conducted in violation of this Clause and causes damage to the Company, the General Director must be held liable before the law and compensate the Company for such damages.

Article 37. Rights and obligations of the General Director

1. Perform assigned powers and obligations honestly and responsibly for the benefit of the owners and the Company.

2. Not abuse the positions and powers to utilize the capital and assets of the Company for personal gain or for the benefit of their families and others

3. When the Company is unable to pay its due debts and other property obligations, report to the Board of Directors, notify the creditors, seek solutions to overcome the financial difficulties, and must not increase salaries or pay bonuses to employees and managers of the Company. Failure to implement these measures that result in damage to creditors shall incur personal liability for such damages.

4. In the event of a breach of the Company's Charter, making decisions beyond or without proper authority, or abusing position and power that causes damage to the Company and shareholders, compensation must be made in accordance with the provisions of law and the Company's Charter. The Board of Directors shall determine the level of compensation.

5. Be accountable to the Board of Directors and before the law for the governance of the Company's operations.

6. Be accountable to the Board of Directors for preserving and developing the Company's capital.

7. Take responsibility and fulfill obligations regarding mobilized capital and other capital sources of the Company; bear material liability for damages caused to the Company due to personal faults.

8. Prepare and submit the annual financial statements to the Board of Directors; be responsible for the accuracy and honesty of the financial figures and other financial information. Annually, the General Director must submit a report on the governance results of the Company's operations to the Board of Directors.

9. Perform other responsibilities as prescribed by law and the Company's regulations.

Article 38. Powers of the Chief Accountant

1. Have professional and technical independence in accounting. Reserve personal professional opinions in writing in the event of a disagreement with the opinions of the decision-maker.

2. Request relevant departments within the Company to fully and promptly provide documents related to accounting work and financial supervision.

3. Organize and manage the accounting apparatus, and prepare financial statements in compliance with accounting regimes and standards. Report in writing to the legal representative upon detecting any violation of the law on finance and accounting within the Company. If the execution of the decision remains mandatory, report to the immediate supervisor of the person who issued such a decision, and be exempted from liability for its consequences.

Article 39. Obligations of the Chief Accountant

1. The Chief Accountant is under the leadership of the legal representative and the Board of Management; has responsibilities to assist the legal representative and the Board of Management in financial supervision within the Company.

2. Implement the provisions of law on accounting and finance, and organize and manage the accounting apparatus in accordance with legal regulations.

3. Prepare financial statements in compliance with accounting regimes and standards.

Chapter X

IMPLEMENTATION AND ENFORCEMENT CLAUSE

Article 40. Implementation

1. The Company has the right to restructure its capital and assets in accordance with the business plan approved by the General Meeting of Shareholders.

2. The Board of Directors shall exercise its authority of financial management by inspecting and supervising financial activities within the Company in compliance with the provisions of this Regulation.

3. The Board of Directors, the General Director, the Chief Accountant, all affiliated units, and employees of the Company shall be responsible for organizing the implementation of financial management and accounting in accordance with the provisions of this Regulation.

4. Any act causing capital loss, damage, or destruction of assets or misuse of capital and assets resulting in losses shall incur material liability, except for force majeure events or other cases decided by the Board of Directors.

5. For matters not yet provided for in this Regulation, the Board of Directors or the General Directors shall issue separate regulations, rules, or other documents for application, which shall act as an integral part of this Regulation.

6. Specific expenditures and spending limits are regulated in the Internal Expenditure Regulation of the Company.

Article 41. Enforcement clause

1. Any amendment or supplement to this Regulation must be reviewed by the Board of Directors, then submitted to the General Meeting of Shareholders for approval.

2. In case that relevant legal provisions regarding the Company's financial management activities are not mentioned in this Regulation, or if new regulations of the law and the Company's Charter differ from the provisions herein, such legal provisions shall automatically apply and govern the financial management activities of the Company.

3. The Regulation on Financial Management of Ca Mau Water Supply Joint Stock Company consists of 10 chapters and 41 articles, and shall take effect from June 29, 2026.

The Regulation on Financial Management of Ca Mau Water Supply Joint Stock Company was approved by the General Meeting of Shareholders under the Resolution No. 29/NQ-ĐHĐCĐ dated June 29, 2026 ./.

**On behalf of BOARD OF DIRECTORS
CHAIRMAN**



[Signature]
Ho Tan Luat

