

**RESOLUTION**

**THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**HAI DUONG WATER JOINT STOCK COMPANY**

Pursuant to the Securities Law No. 54/2019/QH14 dated 26<sup>th</sup> November 2019;  
Pursuant to the Enterprise Law No. 59/2020/QH14 17<sup>th</sup> dated June 2020;  
Pursuant to the Charter on Incorporation and Operation of Hai Duong Water Joint Stock Company approved on 25<sup>th</sup> June 2021;  
Pursuant to the Internal Regulations on Corporate Governance issued under Decision No. 1065/QĐ-HĐQT dated 29<sup>th</sup> June 2021;  
Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of Hai Duong Water Joint Stock Company;

**THIS IS TO DECIDE**

**Article 1.** To approve the Regulations on holding the 2026 Annual General Meeting of Shareholders of Hai Duong Water Joint Stock Company.

**Article 2.** To approve the dismissal of Mr. Nguyen Van Phung's status as a member of BoD of Hai Duong Water Joint Stock Company from 28<sup>th</sup> April 2026.

**Article 3.** To approve the Submission for electing an additional member to the BoD of 2022-2027 tenure. Details are as below: .....

**Article 4.** To approve The Letter of submission On amendments and supplements to certain articles of the Charter of Organization and Operation of Hai Duong Clean Water Business Joint Stock Company adopted by the General Meeting of Shareholders on June 25, 2021

1. Amend Section 1.3, Article 1 Interpretation of terms: "1.3. 'Law on Enterprises' is the Law on Enterprises No. 59/2020/QH14 passed by the Socialist Republic of Vietnam on June 17, 2020, and the Law on Enterprises No. 76/2025/QH15 effective from July 1, 2025, amending and supplementing the Law on Enterprises No. 59/2020/QH14."

2. Amend Clause 3, Article 2. Name, form, head office, branches, representative offices, business locations, and operation term of the Company as follows:

"3. Registered head office of the Company:

- Head office address: No. 10 Hong Quang Street, Hai Duong Ward, Hai Phong City, Vietnam.

- Telephone: (0220) 3540381 - 3859103.

- Fax: (0220) 3859010.

- Hotline: 19009436.

- Email: ctynhd@vnn.vn

- Website: hdwaco.com.vn"

3. Supplement Clause 8, Article 6 Charter capital, shares as follows: "8. The maximum foreign ownership ratio of the Company shall not exceed 35% (Thirty-five percent) of the charter capital".

4. Amend and cancel certain contents of Article 14. Rights and obligations of the General Meeting of Shareholders as follows:

4.1. Amend Section 1.4, Clause 1, Article 14 as follows: "1.4. Decide on investment projects, investments; transfer of investment projects, investment capital, purchase, lease-purchase, or sale of fixed assets, capital contribution to joint ventures valued at more than 50% of owners' equity recorded in the most recent quarterly or annual financial statements of the Company prior to the time of deciding on the project or project transfer."

4.2. Amend Section 2.15, Clause 2, Article 14 as follows: "2.15. Decide on investment projects, investments; transfer of investment projects, investment capital, purchase, lease-purchase, or sale of fixed assets, capital contribution to joint ventures valued at more than 50% of owners' equity recorded in the most recent quarterly or annual financial statements of the Company prior to the time of deciding on the project or project transfer."

4.3. Amend Section 2.17, Clause 2, Article 14 as follows: "2.17. Transactions specified in Section 4, Clause 84, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total asset value of the Company recorded in the most recent financial statements must be approved by the General Meeting of Shareholders. The Company is not allowed to invest, contribute capital, purchase shares, or capital contributions of other enterprises where the manager or representative at such enterprise is a spouse, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, stepfather, stepmother, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, brother-in-law, sister-in-law of the Chairman of the Board of Directors, members of the Board of Directors, General Director, members of the Supervisory Board, or Chief Accountant."

4.4. Cancel Section 2.18, Clause 2, Article 14.

4.5. Renumber Sections 2.19, 2.20, and 2.21 to 2.18, 2.19, and 2.20 respectively to align with the content.

5. Amend Section 2.8, Clause 2, Article 26. Powers and obligations of the Board of Directors as follows: "2.8. Decide on investment projects, investments; transfer of investment projects, investment capital, purchase, lease-purchase, or sale

of fixed assets, capital contribution to joint ventures valued at less than 50% of owners' equity recorded in the most recent quarterly or annual financial statements of the Company prior to the time of deciding on the project or project transfer, except for transactions specified in Section 2.18, Clause 2, Article 14. The borrowing (mobilization) of capital shall comply with the provisions of Article 22 of Decree No. 366/2025/ND-CP; in case the borrowing results in total liabilities exceeding 3 times the owners' equity recorded in the most recent quarterly or annual financial statements of the Company at the time of borrowing, it must be approved by the General Meeting of Shareholders."

6. Amend Clause 1, Article 27 Salary, remuneration, bonus, and other benefits of members of the Board of Directors as follows:

"1. The Company has the right to pay salaries, remuneration, and bonuses to members of the Board of Directors based on business results and efficiency.

- The Chairman of the Board of Directors working full-time at the Company shall be paid a full-time salary and shall not receive remuneration.

- The Vice Chairman of the Board of Directors and non-full-time members of the Board of Directors shall receive remuneration corresponding to the titles of Vice Chairman of the Board of Directors and members of the Board of Directors."

7. Amend and supplement Clause 3, Article 28 Chairman of the Board of Directors

7.1. Amend Section 3.7, Clause 3, Article 28 as follows: "3.7. Approve decisions on appointment, re-appointment, dismissal, removal, commendation, disciplining, and determine the salary levels and other benefits for the General Director, Deputy General Directors, Chief Accountant, Company Secretary, Person in charge of corporate governance, and Director (Head) of representative offices of the Company at joint ventures, subject to unanimous approval by the Board of Directors".

7.2. Amend Section 3.8, Clause 3, Article 28 as follows: "3.8. Approve the annual recruitment plan based on the proposal of the General Director after it is passed by the Board of Directors".

7.3. Supplement Clause 2, Article 28 Chairman of the Board of Directors as follows: "3.10. Decide on labor recruitment based on the approved labor recruitment plan".

7.4. Supplement Clause 3, Article 28 as follows: "3.11. The Chairman of the Board of Directors approves decisions on appointment, re-appointment, dismissal, removal, commendation, disciplining, and determines salary levels and other benefits for Heads and Deputy Heads of departments and divisions; Directors, Deputy Directors of branches and equivalents based on the proposal of the General Director".

7.5. Amend Section 3.10, Clause 3, Article 28 Chairman of the Board of Directors as follows: "3.12. Other rights and obligations prescribed by the Law on Enterprises".

8. Amend Section 4.10, Clause 4, Article 34. Appointment, dismissal, duties, and powers of the General Director as follows: "4.10. Decide on appointment, dismissal, removal, commendation, disciplining, signing labor contracts, transferring

work positions, determining salary levels and other benefits for employees in the Company, except for those specified in Section 4.9 of this Article".

9. Supplement Clause 11, Article 38 Rights and obligations of the Supervisory Board as follows: "11. In case the Board of Directors does not establish an affiliated subcommittee in charge of internal audit, the Supervisory Board is responsible for performing internal audit activities".

10. Amend Clause 1, Article 45. Profit distribution as follows: "1. The General Meeting of Shareholders decides the annual dividend payout ratio and form of payment from the Company's retained earnings. The deduction percentage (%) for reward, welfare, and production development funds shall be submitted by the Board of Directors to the General Meeting of Shareholders for decision based on annual business and production results, consistent with the provisions of Article 25 of the Law on Management and Investment of State Capital in Enterprises, and Article 29 of Decree No. 366/2025/ND-CP."

**Article 5.** To approve The Letter of submission On amending and supplementing a number of articles of the Internal Regulations on Corporate Governance, the Operational Regulations of the Board of Directors; and the Operational Regulations of the Supervisory Board

I. Internal Regulations on Corporate Governance

1. Supplementing a number of bases as follows:

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; and the Law on Enterprises No. 76/2025/QH15 effective from July 1, 2025, amending and supplementing the Law on Enterprises No. 59/2020/QH14.

Pursuant to the Law on Management and Investment of State Capital at Enterprises No. 68/2025/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 14, 2025;

Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Pursuant to Decree No. 366/2025/ND-CP dated December 31, 2025 of the Government on the management and investment of state capital at enterprises.

Pursuant to the Resolution of the 2026 Annual General Meeting of Shareholders dated April 28, 2026.

2. Canceling the basis: Pursuant to the Resolution of the General Meeting of Shareholders No. 1047/NQ/ĐHĐCĐ dated June 25, 2021;

3. Amending the content at Item 1.2, Clause 1, Article 2. General Meeting of Shareholders

Approved regulation content:

- Deciding on investment or sale of assets valued at 35% or more of the total asset value recorded in the most recent financial statements of the Company.

Now amended to:

- Deciding on investment projects, investments; transferring investment projects, investment capital, purchasing, lease-purchasing, selling fixed assets, and contributing capital to joint ventures with a capital level of over 50% of the owner's equity according to the most recent quarterly or annual financial statements of the Company at the time of deciding on the project or project transfer.

4. Amending a number of contents at Sub-item b, Item 2.5, Clause 2, Article 2. General Meeting of Shareholders:

Approved regulation content:

- Deciding on investment or sale of assets valued at 35% or more of the total asset value recorded in the most recent financial statements of the Company;

- The Company signing contracts and transactions with the subjects specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total asset value of the Company recorded in the most recent financial statements;

- Approving the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Now amended to:

- Deciding on investment projects, investments; transferring investment projects, investment capital, purchasing, lease-purchasing, selling fixed assets, and contributing capital to joint ventures with a capital level of over 50% of the owner's equity according to the most recent quarterly or annual financial statements of the Company at the time of deciding on the project or project transfer.

- The transactions specified in Section 4, Clause 84, Article 1 of Decree 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 50% of the owner's equity according to the most recent quarterly or annual financial statements of the Company must be approved by the General Meeting of Shareholders. The Company is not allowed to invest in contributing capital, purchasing shares, or capital contributions of other enterprises where the manager or representative at that enterprise is the wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, stepfather, stepmother, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, brother-in-law, sister-in-law of the Chairman of the Board of Directors, members of the Board of Directors, General Director, members of the Supervisory Board, or Chief Accountant.

5. Amending the content at Clause 1, Article 3. Board of Directors:

Approved regulation content:

- Approving purchasing, selling, borrowing, and lending contracts, and other contracts and transactions valued at 35% or more of the total asset value recorded in the most recent financial statements of the Company, and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises;

Now amended to:

- Deciding on investment projects, investments; transferring investment projects, investment capital, purchasing, lease-purchasing, selling fixed assets, and contributing capital to joint ventures with a capital level of less than 50% of the owner's equity according to the most recent quarterly or annual financial statements of the Company at the time of deciding on the project or project transfer, except for the transactions specified in Section 2.18, Clause 2, Article 14. The borrowing (mobilization) of capital shall be implemented in accordance with Article 22 of Decree No. 366/2025/ND-CP; in case the capital borrowing leads to total liabilities exceeding 3 times the owner's equity recorded in the quarterly or annual financial statements of the Company at the time of borrowing, it must be approved by the General Meeting of Shareholders.

6. Amending the content at Item 3.1, Clause 3, Article 3. Board of Directors:

Approved regulation content:

- The Chairman of the Board of Directors and the Vice Chairman of the Board of Directors working full-time at the Company are paid a full-time salary and do not receive remuneration.

- Members of the Board of Directors concurrently holding executive management positions of the Company (General Director, Deputy General Director, Chief Accountant) shall receive a full-time salary for those management and leadership positions and shall not receive additional remuneration as members of the Board of Directors.

- Non-executive members of the Board of Directors who do not concurrently hold management and leadership positions are entitled to remuneration as members of the Board of Directors.

Now amended to:

- The Chairman of the Board of Directors working full-time at the Company is paid a full-time salary and does not receive remuneration.

- The Vice Chairman of the Board of Directors and non-executive members of the Board of Directors shall receive remuneration for the titles of Vice Chairman of the Board of Directors and members of the Board of Directors.

7. Supplementing the content at Clause 1, Article 4. Supervisory Board:

- In the event that the Board of Directors does not establish a subordinate subcommittee in charge of internal audit, the Supervisory Board is responsible for carrying out the internal audit work.

8. Amending the content at Clause 1, Article 5. General Director:

Approved regulation content:

- Deciding on appointment, dismissal, removal, rewarding, disciplining, signing labor contracts, transferring work positions, determining salary levels, and other benefits for employees in the Company, except for those specified in the Company's Charter after the approval of the Board of Directors.

Now amended to:

- Deciding on appointment, dismissal, removal, rewarding, disciplining, signing labor contracts, transferring work positions, determining salary levels, and other benefits for employees in the Company, except for subjects under the authority of the Chairman of the Board of Directors as specified in the Company's Charter.

9. Amending the content at Article 7. Effect of implementation:

Approved regulation content:

- The Internal Regulations on Corporate Governance of Hai Duong Clean Water Business Joint Stock Company consist of 07 articles and were approved by the 2021 Annual General Meeting of Shareholders on June 25, 2021.

Now amended to:

- The Internal Regulations on Corporate Governance of Hai Duong Clean Water Business Joint Stock Company were approved by the 2021 Annual General Meeting of Shareholders on June 25, 2021, and the amendments and supplements to the Internal Regulations on Corporate Governance approved by the 2026 Annual General Meeting of Shareholders take effect from April 28, 2026.

II. Operational Regulations of the Board of Directors

1. Supplementing a number of bases as follows:

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

and the Law on Enterprises No. 76/2025/QH15 effective from July 1, 2025, amending and supplementing the Law on Enterprises No. 59/2020/QH14.

Pursuant to the Law on Management and Investment of State Capital at Enterprises No. 68/2025/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 14, 2025;

Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Pursuant to Decree No. 366/2025/ND-CP dated December 31, 2025 of the Government on the management and investment of state capital at enterprises.

Pursuant to the Resolution of the 2026 Annual General Meeting of Shareholders dated April 28, 2026.

2. Amending Item g, Item h, Clause 3, Article 7. Chairman of the Board of Directors:

Approved regulation content:

g) Approving the decision on appointment, dismissal, removal, rewarding, disciplining, signing labor contracts, and deciding on salary levels and other benefits for the General Director, Deputy General Director, Chief Accountant, Company Secretary, Heads, and Deputy Heads of departments and divisions; Directors, Deputy Directors of branches and equivalents, and representative offices of the Company in joint ventures that have been unanimously approved by the Board of Directors.

h) Approving labor recruitment based on the proposal of the General Director and approved by the Board of Directors.

Now amended to:

g) Approving the decision on appointment, reappointment, dismissal, removal, rewarding, disciplining, and deciding on salary levels and other benefits for the General Director, Deputy General Director, Chief Accountant, Company Secretary, Corporate Governance Officer, Director (Head) of representative offices of the Company in joint ventures that have been unanimously approved by the Board of Directors.

h) Approving the annual labor recruitment plan based on the proposal of the General Director after approval by the Board of Directors.

3. Supplementing Item k, Item n, Clause 3, Article 7. Chairman of the Board of Directors:

k) Deciding on labor recruitment based on the approved labor recruitment plan.

n) The Chairman of the Board of Directors approves the decision on appointment, reappointment, dismissal, removal, rewarding, disciplining, and deciding on salary levels and other benefits for Heads and Deputy Heads of departments and divisions; Directors, and Deputy Directors of branches and equivalents based on the proposal of the General Director.

4. Amending Item h, Clause 2, Article 11. Rights and obligations of the Board of Directors:

Approved regulation content:

h) Approving purchasing, selling, borrowing, and lending contracts, and other contracts and transactions valued at 35% or more of the total asset value recorded in the most recent financial statements of the Company, and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in point d, clause 2, Article 138, clause 1 and clause 3, Article 167 of the Law on Enterprises;

Now amended to:

h) Deciding on investment projects, investments; transferring investment projects, investment capital, purchasing, lease-purchasing, selling fixed assets, and contributing capital to joint ventures with a capital level of less than 50% of the owner's equity according to the most recent quarterly or annual financial statements of the Company at the time of deciding on the project or project transfer, except for



the transactions specified in Section 2.18, Clause 2, Article 14. The borrowing (mobilization) of capital shall be implemented in accordance with Article 22 of Decree No. 366/2025/ND-CP; in case the capital borrowing leads to total liabilities exceeding 3 times the owner's equity recorded in the quarterly or annual financial statements of the Company at the time of borrowing, it must be approved by the General Meeting of Shareholders.

5. Amending Clause 1, Article 12. Tasks and powers of the Board of Directors in approving and signing contracts and transactions

Approved regulation content:

1. The Board of Directors approves contracts and transactions with a value of less than 35% or transactions leading to a total transaction value incurred within 12 months from the date of the first transaction of less than 35% of the total asset value recorded in the most recent financial statements or a smaller ratio or value as specified in the Company's Charter between the Company and one of the following subjects:

Members of the Board of Directors, members of the Supervisory Board, General Director, other managers, and related persons of these subjects;

Shareholders, authorized representatives of shareholders owning more than 10% of the total ordinary share capital of the Company, and their related persons;

Enterprises related to the subjects specified in Clause 2, Article 164 of the Law on Enterprises.

Now amended to:

1. The Board of Directors approves the contracts and transactions specified in Section 4, Clause 84, Article 1 of Decree 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and Clause 1, Article 167 of the Law on Enterprises with a value of less than 50% of the owner's equity according to the quarterly or annual financial statements of the Company at the most recent time relative to the time of decision or transactions leading to a total transaction value incurred within 12 months from the date of the first transaction of less than 50% of the owner's equity recorded in the most recent financial statements. The Company is not allowed to invest in contributing capital, purchasing shares, or capital contributions of other enterprises where the manager or representative at that enterprise is the wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, stepfather, stepmother, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, brother-in-law, sister-in-law of the Chairman of the Board of Directors, members of the Board of Directors, General Director, members of the Supervisory Board, or Chief Accountant.

6. Amending Article 24. Effect of implementation

Approved regulation content:

The Operational Regulations of the Board of Directors of Hai Duong Clean Water Business Joint Stock Company consist of 7 chapters, 24 articles, and take effect from June 25, 2021.

Now amended to:

The Operational Regulations of the Board of Directors of Hai Duong Clean Water Business Joint Stock Company consist of 7 chapters, 24 articles approved by the 2021 Annual General Meeting of Shareholders on June 25, 2021, and the amendments and supplements to the Operational Regulations of the Board of Directors approved by the 2026 Annual General Meeting of Shareholders take effect from April 28, 2026.

### III. Operational Regulations of the Supervisory Board

#### 1. Supplementing a number of bases as follows:

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

and the Law on Enterprises No. 76/2025/QH15 effective from July 1, 2025, amending and supplementing the Law on Enterprises No. 59/2020/QH14.

Pursuant to the Law on Management and Investment of State Capital at Enterprises No. 68/2025/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 14, 2025;

Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Pursuant to Decree No. 366/2025/ND-CP dated December 31, 2025 of the Government on the management and investment of state capital at enterprises.

Pursuant to the Resolution of the 2026 Annual General Meeting of Shareholders dated April 28, 2026.

#### 2. Supplementing Clause 26, Article 11. Rights, obligations, and responsibilities of the Supervisory Board

26. In the event that the Board of Directors does not establish a subordinate subcommittee in charge of internal audit, the Supervisory Board is responsible for carrying out the internal audit work.

#### 3. Amending Article 22. Effect of implementation

Approved regulation content:

The Operational Regulations of the Supervisory Board of Hai Duong Clean Water Business Joint Stock Company consist of 7 chapters, 22 articles, and take effect from June 25, 2021.

Now amended to:

The Operational Regulations of the Supervisory Board of Hai Duong Clean Water Business Joint Stock Company consist of 7 chapters, 22 articles approved by

the 2021 Annual General Meeting of Shareholders on June 25, 2021, and the amendments and supplements to the Operational Regulations of the Supervisory Board approved by the 2026 Annual General Meeting of Shareholders take effect from April 28, 2026.

**Article 6.** To approve the BoD's Submission Letter on Business Performance, Financial Statements and Profit Distribution of the accounting period from 01<sup>st</sup> January 2025 to 31<sup>st</sup> December 2025.

**1. Business performance results in 2025:**

No	MAIN INDICATORS	UNIT	PLANNED	IMPLEMENTED
I	MAIN PRODUCTS			
1	- Treated water production output	Million m <sup>3</sup>	75.17	75.4
2	- Treated water revenue	Million m <sup>3</sup>	64.8	67.3
3	- Non-revenue and loss rate	%	13.8	15
4	- Customer development	Household	4,000	5,679
II	FINANCIAL INDICATORS			
1	Equity (charter capital)	Million Dong	318,824,70	318,824,70
2	Total revenue	Million Dong	619,400	604,458
	- Treated water	Million Dong	595,750	582,987
	- Civil construction	Million Dong	9,000	11,012
	- Drinking water production and other business activities	Million Dong	14,650	10,459
3	Total expenses	Million Dong	558,200	543,122
4	Pre-tax profit	Million Dong	61,200	61,336
5	After tax profit	Million Dong	48,300	48,516
III	OTHER INDICATORS			
1	Payment to Budget	Million Dong	79,800	83,126
	- Tax, fee, charges	Million Dong	63,014	66,340
	- Dividend paid to the State	Million Dong	16,786	16,786
2	Pre-tax profit margin/revenue	%	9.88	10.1%
3	Pre-tax profit margin/Equity	%	19.2	26.1%
4	Total employee salary fund	Million Dong	106,097	108,179
5	Total employees	Person	945	934
6	Average monthly salary/person	Million Dong	9.356	9.652

**2. Financial Statements of the accounting period from 01<sup>st</sup> January 2025 to 31<sup>st</sup> December 2025**

*Main indicators include:*

N <sup>o</sup>	INDICATOR	UNIT	IMPLEMENTATION
I	Total assets	VN Dong	911,990,849,411
1	Short term assets	VN dong	73,493,071,501
2	Long term assets	VN dong	838,497,777,910
II	Total capital sources	VN Dong	911,990,849,411
1	Debt payable	VN dong	438,134,374,130
2	Owner's equity	VN dong	473,856,475,281

(For details please see the Annual Financial Report for the accounting period from 1<sup>st</sup> January 2025 to 31<sup>st</sup> December 2025 which have been announced on the website: [hdwaco.com.vn](http://hdwaco.com.vn))

**3. Profit distribution for the accounting period:**

No	MAIN INDICATORS	UNIT	PLANNED	IMPLEMENTED
1	After tax profit of 2024	VN Dong	48,300,000,000	48,516,171,731
2	Profit to pay dividend	VN Dong	26,144,000,000 (8,2)	26,143,625,400 (8,2%)
3	Development investment fund	VN Dong	14,171,000,000	9,703,234,346
4	Rewards, welfare fund	VN Dong	7,985,000,000	12,669,311,985
4.1	Executive Board's Rewards, welfare fund	VN Dong		1,900,396,798
4.2	Employees' Rewards, welfare fund	VN Dong		10,768,915,187

**4. Authorization to the Board of Directors for consideration and decisions:**

The time to pay dividend and the way to perform the procedures of dividend distribution to shareholders will be implemented in accordance with the provisions of the law and the Company's Charter.

**Article 7:** To approve the BoD's Submission Letter on Production and Business Performance Plan and Profit Distribution Plan for 2026

**1. Production and business performance plan for 2026:**

No	MAIN INDICATORS	UNIT	PLAN
I	Treated water revenue output	Million m <sup>3</sup>	68.8
II	FINANCIAL INDICATORS		
1	Total revenue	Million Dong	619,400
2	Total expenses	Million Dong	558,200
3	Pre-tax profit	Million Dong	61,200
4	After tax profit	Million Dong	48,300
III	OTHER INDICATORS		

1	Payment to Budget	Million Dong	86.300
2	Pre-tax profit margin/revenue	%	10,29
3	Pre-tax profit Profit After Tax/Equity	%	10,41

## 2. Profit Distribution Plan for 2026:

No	MAIN INDICATORS	UNIT	PLAN
	After tax profit in 2026	Million VND	49.900
1	Dividend payment in cash, tentative 8,2%	%	26.144
2	For Development investment fund	Million VND	12.475
3	For Rewards, welfare fund, in which	Million VND	11.281
3.1	Rewards, welfare fund for BoD and BoS	Million VND	2.256
3.2	Rewards, welfare fund for Employees	Million VND	9.025

## 3. *Authorization to the Board of Directors for consideration and decisions:*

Basing on the production and business performance results, the after-tax profits earned in 2026, basing on the provisions of the law on labor, wages, and bonuses for companies with state-controlled shares:

- To make decisions on the actual wages of employees;
- To make decisions on the allocation of funds: Development investment fund; Rewards, welfare and other matters according to regulations.

**Article 9.** To approve the BoD's Report on the performance of the Board of Directors, Board Members in 2025; and the Orientation and Operational Plan for the Board of Directors in 2026.

**Article 9.** To approve the Report of the Board of Supervisors on the Performance of the Board of Directors, of the General Director; and the Self-assessment Report on the Performance of the Board of Supervisors and its members

**Article 10.** To approve the BoD's Submission on the criteria and list of recommended list of independent auditing units to audit of the financial statements of 2026.

### 1. *Criteria to select an auditing unit:*

- Being an independent auditing unit on the list of auditing enterprises for public interest entities in 2026 under Decision No. 3830/QĐ-BTC dated 14<sup>th</sup> November 2025 of Ministry of Finance approving auditing firms and practicing auditors to audit entities with public interest in 2026;

- Possessing a team of highly qualified and experienced auditors, honest, objective, reputable, upholding professional ethics;

- Having no relationship in purchasing and selling shares, assets or pooling capital to joint ventures with Hai Duong Water Joint Stock Company;

- Satisfying the Company's requirements on the auditing scope, progress and quality;

- Offering reasonable auditing costs, consistent with the content, scope and progress of the audit set by the Company.

*2. List of proposed auditing units:*

1. Vietnam Auditing and Valuation Company Limited (VAE)
2. An Viet Auditing Company Limited (ANVIET)
3. UHY Auditing and Consulting Company Limited (UHY)

*3. Authorization the Board of Directors to select an auditing firm and to enter into a contract according to the provisions of the law*

**Article 11.** To approve the BoD's Submission on the final settlement of salary and remuneration for the Board of Directors and the Board of Supervisors in 2025 and the plan of salary and remuneration for the Board of Directors and the Board of Supervisors in 2026.

**I. Settlement of salary and remuneration in 2025**

1. The salary, remuneration and total salary and remuneration fund planned for the Board of Directors and the Board of Supervisors approved by the General Meeting of Shareholders on 20<sup>th</sup> June 2025:

No	Management position	Salary (VND/month)	Remuneration (VND/month)
1	Chairman of Board of Directors	37,000,000	
2	Vice Chairman of BoD		3,000,000
3	BoD member (part time)		6,000,000
4	Head of BoS (full time)	26,000,000	
5	BoS member (full time)	17,000,000	
6	BoS member (full time)	17,000,000	
7	General Director (G.D)		2,000,000
8	Deputy G.D – 2 persons		2,000,000
9	Board member (part time)-H.R-Ad Dept. Manager -1 person		2,000,000

*2. Salary payment principles:*

- The Chairman of the Board of Directors, the Head of the Supervisory Board, and the Supervisory Board members working full-time at the Company receive a full-time salary and no remuneration.

- The Vice Chairman of the Board of Directors and Board members concurrently holding leadership and management positions in the Company (General Director, Deputy General Director, Head of the Human Resources and Administration Department) receive a full-time salary for those management and leadership positions and additional remuneration as a member of the Board of Directors.

- Non-full-time members of the Board of Directors and Supervisory Board who do not concurrently hold leadership and management positions receive remuneration as a member of the Board of Directors and Supervisory Board.

The Board of Directors receiving a full-time salary consists of 1 person: the Chairman of the Board of Directors.

The Board of Directors receiving remuneration consists of 6 people.

The Supervisory Board receiving a full-time salary consists of 3 people: the Head of the Supervisory Board and 2 members.

### 3. Production and business results in 2025

No	Indicator	Unit	Planned	Implemented	Completion rate %
1	Treated water output revenue	m <sup>3</sup>	64,800	67,261	103.797%
2	Total revenue	Million VND	595,750	582,986	97.857%
3	Average labor (excluding management)	Person	945	929	
4	Labor productivity	m <sup>3</sup> /person/year	68,571	72,014	
5	Payment to Budget	Million VND	79,800	83,126	104.167%
6	After tax profit	Million VND	61,200	61,335	100.220%
7	Capital preservation and development	Million VND	48,300	48,516	100.447%
8	Enterprise Capital		Preserving and developing capital	Preserving and developing capital	

Based on regulations regarding remuneration, salaries, and bonuses for state-owned joint-stock companies, the Board of Directors proposes settling the salary fund corresponding to a 0% increase in profit.

Details are as below:

No	Management position	Salary (VND/month)	Remuneration (VND/month)
1	Chairman of Board of Directors	37,000,000	
2	Vice Chairman of BoD		3,000,000
3	BoD member (part time)		6,000,000
4	Head of BoS (full time)	26,000,000	
5	BoS member (full time)	17,000,000	
6	BoS member (full time)	17,000,000	
7	General Director (G.D)		2,000,000
8	Deputy G.D – 2 persons		2,000,000
9	Board member (part time)-H.R-Ad Dept. Manager -1 person		2,000,000

## II. Plan of salary, remuneration amount, and salary, remuneration fund for BoD and BoS in 2026

### 1. Plan targets for 2026

No	Indicator	Unit	Planned
1	Treated water output	m <sup>3</sup>	68,800
2	Total revenue	Million VND	595,800
3	Average monthly income/person	Million VND	83,600
4	Payment to budget	Million VND	61,800
5	After tax profit	Million VND	49,900
6	Capital preservation and development	Million VND	Preserving and developing capital

### 2. Salary payment principles:

- The Chairman of the Board of Directors, the Head of the Board of Supervisors, and the BoS members working full time at the Company are paid full time salaries, without remuneration.

- Vice Chairman of the Board of Directors, members of the Board of Directors concurrently holding leadership and management positions of the Company (General Director, Deputy General Director, Manager of the Human Resource and Administration Department) receive full time salaries for those leadership and management positions and receive additional remuneration as members of BoD.

- Members of BoD and the BoS who are not full time members, and do not concurrently hold leadership and management positions, receive remuneration as members of BoD and the BoS.

Board of Directors receiving full time salaries includes 01 person: Chairman of BoD.

Members of Board of Directors receiving remuneration includes: 06 people.

Members of Board of Supervisors receiving full time salaries includes: 03 people, the Head of the BoS and 02 BoS members.

### 2. Salary and remuneration fund planned for 2025 for Board of Directors and the Board of Supervisors

Based on regulations governing labor management, remuneration, salaries, and bonuses in state-owned enterprises, the Board of Directors proposes the following planned amounts of money and remuneration for the Board of Directors and Supervisory Board in 2026:

No	Management position	Salary (VND/month)	Remuneration (VND/month)
1	Chairman of Board of Directors	37,000,000	
2	Vice Chairman of BoD		3,000,000
3	BoD member (part time)		6,000,000
4	Head of BoS (full time)	26,000,000	
5	BoS member (full time)	17,000,000	
6	BoS member (full time)	17,000,000	
7	General Director (G.D)		2,000,000



8	Deputy G.D – 2 persons		2,000,000
9	Board member (part time)-H.R- Ad Dept. Manager -1 person		2,000,000

3. Final settlement of realized salary, remuneration and salary and remuneration fund

At the end of the year, based on the amount of salary, remuneration and the salary and remuneration fund planned in Clause 2, Section 2; Based on the implementation results of the production and business targets set for 2026 in Clause 1, Section 2 of this Submission Letter; and based on the regulations of the Government on labor, salary and bonus for companies with a controlling State capital contribution, the General Meeting of Shareholders will authorize the Board of Directors to consider and decide on the final settlement of salary and remuneration for the Board of Directors and the Board of Supervisors in 2026 and report it to the Annual General Meeting of Shareholders in 2027.

**Article 12.** To approve the Public Disclosure of Related Interests of the Company’s Insiders

**Article 13:** Implementation provisions

This Resolution will be published on the Website: [hdwaco.com.vn](http://hdwaco.com.vn).

The Board of Directors, the Board of Supervisors, the General Director and all the Shareholders are responsible for directing, supervising and organizing the implementation of all the contents of this Resolution.

This Resolution is approved in full by the 2026 Annual General Meeting of Shareholders of Hai Duong Water Joint Stock Company and will come into effect from 28<sup>th</sup> April 2026.

*Copies to:*

- Meeting Documents;
- As specified in Article 13;
- Filing: Archives.

For **GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN OF THE MEETING**

**Vu Manh Dung**