

**SOCIALIST REPUBLIC OF VIETNAM
INDEPENDENCE – FREEDOM – HAPPINESS**



**INTERNAL REGULATIONS ON CORPORATE
GOVERNANCE OF VINH LONG WATER SUPPLY
JOINT STOCK COMPANY**

*(3rd amended and supplemented version at the Extraordinary General Meeting of
Shareholders in 2026)*

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VINH LONG WATER SUPPLY
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Vinh Long, October 16, 2026

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE OF VINH LONG WATER SUPPLY JOINT STOCK COMPANY

Pursuant to the Law on Securities dated November 26, 2019; the Law on Securities (amended and supplemented) No. 56/2024/QH15 dated November 29, 2024.

Pursuant to the Law on Enterprises dated June 17, 2020; the Law on Enterprises (amended and supplemented) No. 76/2025/QH15 dated June 17, 2025.

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Vinh Long Water Supply Joint Stock Company.

Pursuant to Resolution No. 01/DHĐCĐBT of the General Meeting of Shareholders dated October 16, 2026

The Board of Directors hereby issues the Internal Regulations on Corporate Governance of Vinh Long Water Supply Joint Stock Company

The Internal Regulations on Corporate Governance of Vinh Long Water Supply Joint Stock Company include the following contents:

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: These Regulations prescribe the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; the order and procedures for convening the General Meeting of Shareholders; the nomination, candidacy, election, dismissal, and removal of members

of the Board of Directors, the Board of Supervisors, the General Director, and other activities in accordance with the Company Charter and other current legal regulations.

2. Subjects of application: These Regulations apply to members of the Board of Directors, the Board of Supervisors, the General Director, and related persons.

These Regulations also serve as the basis for evaluating the implementation of internal corporate governance at Vinh Long Water Supply Joint Stock Company.

Article 2. Definitions

The terms below are understood as follows:

a) *Board of Supervisors or BOS*: is an organization elected by the GMS, acting on behalf of the GMS to supervise all production, business, governance, and executive activities of the Company.

b) *Major shareholder*: is a shareholder who directly or indirectly owns 5% or more of the voting shares of the Company.

c) *Company*: is understood as Vinh Long Water Supply Joint Stock Company.

d) *General Meeting of Shareholders or GMS*: includes all shareholders with voting rights and is the highest authority of the Company.

e) *Charter*: is the Charter of the Company, including all amendments and supplements duly approved from time to time.

f) *Board of Directors or BOD*: is the management body of the Company, having full authority to act on behalf of the Company to decide on all matters related to the Company's production and business activities, except for matters falling under the authority of the GMS.

g) *Related person* is an individual or organization having a direct or indirect relationship with the Company as prescribed in Clause 23, Article 4 of the Law on Enterprises; Clause 46, Article 4 of the Law on Securities.

h) *Persons with a family relationship* include: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law (parents of the husband or of the wife), biological child, adopted child, son-in-law, daughter-in-law, biological elder brother, biological elder sister, biological younger sibling, brothers-in-law (husbands of one's sisters), sisters-in-law (wives of one's brothers), and the biological elder brothers, elder sisters and younger siblings of one's wife or husband.

i) *Company executive* includes: legal representative, General Director, Deputy General Director, Chief Accountant, and other executives;

j) *Insider* is a person holding an important position in the management and executive apparatus of the Company, including: Chairman of the BOD, members of the BOD, legal representative, General Director, Deputy General Director, Chief Accountant, and equivalent management titles elected by the GMS or appointed by the BOD; Head of the Board of Supervisors and members of the Board of Supervisors, members of the Internal Audit Board; Company Secretary, Person in charge of Corporate Governance, and person authorized to disclose information.

k) *Company manager* includes: Chairman of the Board of Directors, members of the Board of Directors, General Director, and other managers in the Company appointed by the BOD.

l) *Corporate governance*: is a system of rules to ensure that the Company is directed, managed, and controlled effectively for the interests of shareholders and persons related to the Company. Principles of corporate governance include:

- Ensuring a reasonable governance structure;
- Ensuring the rights of shareholders and related persons;
- Fair treatment among shareholders;
- Ensuring the operational effectiveness of the Board of Directors and the Board of Supervisors;
- Transparency in all company activities;

m) *Non-executive member of the Board of Directors* is a member of the Board of Directors who is not the Company's legal representative, General Director, Deputy General Director, Chief Accountant, or other executives as prescribed by the Company Charter.

n) *General Director or GD*: is the person who manages the daily operations of the Company, is under the supervision of the BOD, and is directly responsible to the BOD and before the law for the organization and management of the Company's activities...

o) *Company Secretary* is a person with responsibilities and powers as prescribed in Clause 7, Article 31 of the Company Charter.

Article 3. General Meeting of Shareholders

1. Roles, rights, and obligations of the General Meeting of Shareholders:

1.1. Role of the General Meeting of Shareholders:

The GMS includes all shareholders with voting rights and is the highest decision-making body of the Company, deciding on the most important matters related to the existence and operation of the Company.

1.2. Rights and obligations of the General Meeting of Shareholders:

The GMS has the rights and obligations specifically prescribed in Clause 1, Article 17 of the Company Charter. Specifically:

- a) Approving the Company's development orientation;
- b) Deciding on the type of shares and the total number of shares of each type authorized for offering; deciding on the annual dividend rate for each type of shares;
- c) Electing, dismissing, and removing members of the BOD and members of the BOS;
- d) Deciding on the investment or sale of assets valued at 35% or more of the total asset value recorded in the most recent audited financial statements of the Company;
- e) Deciding on amendments and supplements to the Company Charter;
- f) Approving annual financial statements;
- g) Deciding on the repurchase of more than 10% of the total sold shares of each type;
- h) Considering and handling violations by members of the BOD and members of the BOS that cause damage to the Company and its shareholders;
- i) Deciding on the reorganization or dissolution of the Company;
- j) Deciding on the budget or total remuneration, bonuses, and other benefits for the BOD and BOS;
- k) Approving, amending, and supplementing the Internal Regulations on Corporate Governance; Operating Regulations of the BOD and the BOS;
- l) Approving the list of approved audit firms; deciding on the approved audit firm to inspect the Company's operations, and dismissing the approved auditor when deemed necessary;
- m) Other rights and obligations as prescribed by law.

2. The order and procedures for the GMS to pass resolutions by voting at the GMS meeting include the following main contents:

2.1. Authority to convene the General Meeting of Shareholders:

The authority to convene the GMS is prescribed in Clause 1, Article 20 of the Company Charter. Specifically:

The GMS shall hold an annual meeting once a year within four (04) months from the end of the fiscal year. The BOD may decide to extend the annual GMS meeting in necessary cases, but no later than 06 months from the end of the fiscal year.

In addition to the annual meeting, the GMS may hold extraordinary meetings. Convening an extraordinary GMS meeting:

a) The BOD must convene a GMS meeting within 30 days from the date the number of remaining members of the BOD or BOS is less than the minimum number required by law; or upon receiving a request from a shareholder or group of shareholders as prescribed in Clause 2, Article 14 of the Company Charter; or at the request of the BOS;

b) In case the BOD fails to convene a GMS meeting as prescribed in Point a, Clause 4, Article 16 of the Company Charter, then within the next 30 days, the BOS shall replace the BOD to convene the GMS meeting as prescribed in Clause 3, Article 140 of the Law on Enterprises;

c) In case the BOS fails to convene a GMS meeting as prescribed in Point b, Clause 4, Article 16 of the Company Charter, then the shareholder or group of shareholders as prescribed in Point c, Clause 3, Article 16 of the Company Charter has the right to request the Company's representative to convene the GMS meeting as prescribed by the Law on Enterprises;

The venue for the GMS meeting is determined as the location where the Chairperson is present and must be within the territory of Vietnam.

In this case, the shareholder or group of shareholders convening the GMS meeting may request the Business Registration Authority to supervise the order and procedures for convening, conducting the meeting, and making decisions of the GMS. All expenses for convening and conducting the GMS meeting shall be reimbursed by the Company. These expenses do not include expenses incurred by shareholders when attending the GMS meeting, including accommodation and travel expenses.

2.2. Preparation of the list of shareholders entitled to attend the meeting:

The person convening the GMS meeting must prepare a list of shareholders eligible to attend and vote at the GMS meeting. The list of shareholders entitled to attend the GMS meeting shall be prepared no more than 10 days before the date of sending the notice of the GMS meeting.

The list of shareholders entitled to attend the GMS meeting must include full name, contact address, nationality, and legal identification documents for individual shareholders; name, enterprise identification number or legal identification documents of the organization, and head office address for organizational shareholders; the number of shares of each type, and the number and date of shareholder registration for each shareholder.

Shareholders have the right to inspect, look up, extract, and copy the names and contact addresses of shareholders in the list of shareholders entitled to attend the GMS meeting; The request must be in writing and include the contents as prescribed in Point e, Clause 1, Article 14 of the Company Charter. Company managers must promptly provide information in the shareholder register, amend and supplement incorrect information at the request of shareholders; and be responsible for compensating for damages arising from the failure to provide or the untimely or inaccurate provision of information in the shareholder register as requested.

2.3. Notice of closing the list of shareholders entitled to attend the General Meeting of Shareholders:

The Company must disclose information regarding the preparation of the list of shareholders entitled to attend the GMS meeting at least 20 days before the record date.

2.4. Notice of convening the General Meeting of Shareholders:

The notice of the GMS meeting shall be sent to all shareholders by a method ensuring it reaches the shareholder's contact address, and simultaneously published on the websites of the Company, the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the GMS meeting must send the notice to all shareholders on the list of shareholders entitled to attend at least 21 days before the opening date of the meeting (calculated from the date the notice is validly sent or delivered).

2.5. Program and agenda of the General Meeting of Shareholders:

2.5.1. The GMS agenda and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case documents are not sent with the GMS meeting notice, the notice must clearly state the link to all meeting documents so that shareholders can access them, including:

- a) Meeting agenda and documents used in the meeting;
- b) List and detailed information of candidates in case of electing members of the BOD and members of the BOS;
- c) Voting ballots;
- d) Draft resolutions for each matter in the meeting agenda.

2.5.2. For matters already passed in previous GMS Resolutions that have not yet been implemented, the BOD must report to the GMS at the nearest annual meeting. In case of changes to matters under the GMS's decision-making authority, the BOD must submit them to the GMS at the nearest meeting for approval before implementation.

2.5.3. A shareholder or group of shareholders as prescribed in Clause 2, Article 14 of the Company Charter has the right to propose matters to be included in the GMS agenda. The proposal must be in writing and sent to the Company at least 03 working days before the opening date of the meeting. The proposal must include the contents as prescribed in Point e, Clause 1, Article 14 of the Company Charter and the matter proposed for inclusion in the meeting agenda.

2.5.4. The person convening the GMS meeting has the right to refuse the proposal prescribed in Clause 4, Article 20 of the Company Charter if it falls into one of the following cases:

- a) The proposal is sent not in accordance with the provisions of Clause 4, Article 20 of the Company Charter;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of ordinary shares as prescribed in Clause 2, Article 14 of the Company Charter;
- c) The proposed matter does not fall within the scope of the GMS's decision-making authority;
- d) Other cases as prescribed by law and the Company Charter.

2.5.5. The person convening the GMS meeting must accept and include the proposal prescribed in Clause 4, Article 20 of the Company Charter into the draft agenda and contents of the meeting, except for the cases prescribed in Clause 5, Article 20 of the Company Charter; the proposal is officially added to the agenda and contents of the meeting if approved by the GMS.

2.6. Authorization for a representative to attend the General Meeting of Shareholders:

2.6.1. Shareholders or authorized representatives of organizational shareholders may attend the meeting in person or authorize one or more other individuals or organizations to attend or attend through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises; Authorization for an individual or organization to represent at the GMS meeting is carried out in accordance with the provisions of Clause 2, Clause 3, and Clause 4, Article 18 of the Company Charter.

2.7. Method of registration for attendance at the General Meeting of Shareholders;

Before the opening of the meeting, the Company must carry out shareholder registration procedures and must continue to perform registration until all shareholders entitled to attend have registered, in accordance with the order prescribed in Clause 1, Article 22 of the Company Charter.

2.8. Conditions for conducting the meeting:

Conditions for conducting the GMS meeting are carried out in accordance with Article 21 of the Company Charter; Specifically as follows:

a) The GMS meeting is conducted when the number of shareholders attending represents more than 50% of the total voting shares.

b) In case the first meeting does not meet the conditions for conducting as prescribed in Point a, Clause 2.8 of this Article, the notice for the second meeting shall be sent within 30 days from the intended date of the first meeting. The second GMS meeting is conducted when the number of shareholders attending represents 33% or more of the total voting shares.

c) In case the second meeting does not meet the conditions for conducting as prescribed in Point b, Clause 2.8 of this Article, the notice for the third meeting must be sent within 20 days from the intended date of the second meeting. The third GMS

meeting is conducted regardless of the total voting shares of the attending shareholders.

d) Only the GMS has the right to decide on changing the meeting agenda attached to the GMS meeting notice.

2.9. Forms of passing resolutions of the General Meeting of Shareholders;

The GMS passes resolutions under its authority by voting at the meeting or by collecting written opinions.

2.9.1. Passing GMS resolutions by voting at the meeting:

The GMS passes resolutions by voting at the meeting for matters under the rights and obligations of the GMS according to Clause 1 and Clause 2, Article 17 of the Company Charter.

2.9.1.1. Method of voting:

Carried out in accordance with Clause 3, Article 23 of the Company Charter and the election regulations at the GMS.

2.9.1.2. Method of vote counting:

Carried out in accordance with the election regulations at the GMS.

2.9.1.3. Conditions for a resolution to be passed:

Carried out in accordance with Article 23 of the Company Charter; specifically as follows:

2.9.1.3.1. Resolutions on the following contents are passed if approved by shareholders representing 65% or more of the total voting shares of all attending shareholders, except for cases prescribed in Clauses 3, 4, and 6, Article 23 of the Company Charter:

- a) Class of shares and total number of shares of each type;
- b) Changes in business lines and fields;
- c) Changes in the Company's management organizational structure;
- d) Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
- e) Reorganization or dissolution of the Company;

Resolutions are passed when approved by shareholders owning more than 50% of the total voting shares of all attending shareholders, except for cases prescribed in

Clause 2.9.1.3.1 of this Article and Clauses 3, 4, and 6, Article 23 of the Company Charter.

2.9.1.3.2. Voting for members of the BOD and BOS must be carried out in accordance with Clause 3, Article 23 of the Company Charter, Point e, Clause 2.2, Article 4, Clause 4, Article 5 of these Regulations, and the election regulations at the GMS.

2.9.1.3.3. GMS resolutions on matters that adversely change the rights and obligations of shareholders owning preferred shares are only passed if approved by shareholders owning 75% or more of the total preferred shares of that type attending the meeting, or if approved by shareholders owning 75% or more of the total preferred shares of that type in case of passing resolutions by collecting written opinions.

2.9.1.3.4. GMS resolutions passed by 100% of the total voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company Charter.

2.9.1.4. Notice of vote counting results:

The Vote Counting Committee will check, summarize, and report the results of each matter to the Chairperson. The vote counting results will be announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting and recorded in the GMS meeting minutes.

2.9.1.5. Method of objecting to GMS resolutions:

Carried out in accordance with Article 26 of the Company Charter.

2.9.1.6. Preparation of GMS meeting minutes:

Carried out in accordance with Article 25 of the Company Charter.

2.9.1.7. Disclosure of GMS Resolutions.

- GMS resolutions and meeting minutes must be notified to shareholders entitled to attend the GMS within 15 days from the date of passing, by posting them on the Company's website within 24 hours from the time the GMS meeting ends.

- The effectiveness of the Resolution is carried out in accordance with Article 152 of the Law on Enterprises.

- The Resolution, GMS meeting minutes, the appendix of the list of shareholders registered to attend with shareholder signatures, written authorizations to

attend, all documents attached to the minutes (if any), and related documents attached to the meeting notice must be disclosed in accordance with legal regulations on information disclosure in the securities market and must be kept at the Company's head office.

2.9.2. Order and procedures for the GMS to pass resolutions by collecting written opinions include the following main contents:

- The BOD has the right to collect written opinions from shareholders on all matters under the GMS's authority as prescribed in Clause 2.9.1 of this Article to pass GMS resolutions when deemed necessary for the Company's interest.

- Conditions for a GMS resolution to be passed are as prescribed in Clause 4, Article 23 of the Company Charter.

2.9.2.1. Order and procedures for the GMS to pass resolutions by collecting written opinions:

Collecting written opinions from shareholders is carried out in accordance with Article 24 of the Company Charter. Specifically as follows:

2.9.2.1.1. The BOD must prepare opinion collection ballots, draft GMS resolutions, explanatory documents for the draft resolutions, and send them to all shareholders with voting rights at least 10 days before the deadline for returning the opinion collection ballots. Requirements and methods for sending opinion collection ballots and attached documents are carried out in accordance with Clause 3, Article 20 of the Company Charter.

2.9.2.1.2. Opinion collection ballots must include the following main contents:

- a) Name, head office address, enterprise identification number;
- b) Purpose of opinion collection;
- c) Full name, contact address, nationality, legal identification documents for individual shareholders; name, enterprise identification number or legal identification documents of the organization, head office address for organizational shareholders, or full name, contact address, nationality, legal identification documents for the representative of the organizational shareholder; number of shares of each type and number of voting shares of the shareholder;
- d) Matters on which opinions are sought for decision;

e) Voting options including agree, disagree, and abstain for each matter requiring an opinion;

f) Deadline for returning the completed opinion collection ballots to the Company;

g) Full name and signature of the Chairman of the BOD.

2.9.2.2. Shareholders may send completed opinion collection ballots to the Company by mail, fax, or email in accordance with the following provisions:

a) In case of sending by mail, the completed opinion collection ballot must have the signature of the individual shareholder, or the authorized representative or legal representative of the organizational shareholder. The ballot sent to the Company must be in a sealed envelope, and no one has the right to open it before the vote counting;

b) In case of sending by fax or email, the ballot sent to the Company must be kept confidential until the time of vote counting;

c) Opinion collection ballots sent to the Company after the deadline specified in the ballot or ballots already opened in case of mail or disclosed in case of fax or email are invalid. Ballots not sent to the Company are considered as not participating in the vote.

2.9.2.3. The BOD counts the votes and prepares a vote counting record under the witness of the BOS or a shareholder not holding a management position in the Company. The vote counting record must include the following main contents:

a) Name, head office address, enterprise identification number;

b) Purpose and matters requiring opinions to pass a resolution;

c) Number of shareholders with the total voting shares participating in the vote, distinguishing between valid and invalid voting shares and the method of sending ballots, attached with an appendix of the list of shareholders participating in the vote;

d) Total number of agree, disagree, and abstain votes for each matter;

e) Matters passed and the corresponding passing voting ratio;

f) Full name and signature of the Chairman of the BOD, vote counters, and vote counting supervisors.

g) Members of the BOD, vote counters, and vote counting supervisors must be jointly and severally responsible for the honesty and accuracy of the vote counting

record; jointly and severally responsible for damages arising from decisions passed due to dishonest or inaccurate vote counting.

2.9.2.4. Vote counting minutes and resolutions must be sent to shareholders within 15 days from the date of completing the vote counting. Sending the vote counting record and resolutions can be replaced by posting them on the Company's website within 24 hours from the time the vote counting ends.

2.9.2.5. Completed opinion collection ballots, vote counting record, passed resolutions, and related documents sent with the opinion collection ballots must all be kept at the Company's head office.

2.9.2.6. A resolution is passed by collecting written opinions if approved by shareholders owning more than 50% of the total voting shares of all shareholders with voting rights, and it has the same value as a resolution passed at a GMS meeting.

2.9.3. Order and procedures for the GMS to pass resolutions by online conference.

Besides the in-person meeting format, annual and extraordinary GMS meetings may be organized in the form of an online conference in case of:

- Force majeure events, including but not limited to: natural disasters, war, epidemics, uprisings, riots, terrorism, restrictive or prohibitive decisions of the State;
- Other objective events that the BOD deems inconvenient or unsuitable for organizing the GMS meeting in person.

Organizing an online GMS meeting will include the main contents as follows (however, in case deemed necessary, the person convening the GMS meeting may issue additional GMS meeting organization regulations to provide detailed guidance on some issues related to organizing GMS meetings in the form of an online conference).

2.9.3.1. Notice of convening an online General Meeting of Shareholders:

The method of notifying the online GMS meeting is carried out as prescribed in Clause 2.4 of this Article. However, in case of organizing an online GMS meeting, the person convening the GMS meeting has the obligation to prepare additional guidance documents for Shareholders to register and attend the meeting online.

2.9.3.2. Method of registration for attendance at an online General Meeting of Shareholders:

- Shareholders will register to attend the online GMS meeting according to the guidance documents of the Organizing Committee already sent to shareholders or posted on the Company's website. Accordingly, shareholders will access the link announced by the Organizing Committee and carry out the declaration and authentication of shareholder status to attend the meeting.

- Shareholders are only allowed to attend the online meeting if and only if they have declared and authenticated their shareholder status. The Organizing Committee also ensures that the shareholder's access right is unique and each shareholder has only one unique account to access the online meeting room at a given time.

- The Organizing Committee will also provide shareholders with information of technical support personnel as well as a hotline to assist shareholders in accessing and participating in the meeting.

2.9.3.3. Conditions for conducting the meeting:

The online GMS meeting is conducted when the number of shareholders registered to attend and accessing the online meeting room meets the minimum ratio as prescribed in Clause 2.8 of this Article.

2.9.3.4. Method of online voting:

The Organizing Committee will prepare technical equipment or means and methods so that shareholders can perform online voting, electronic voting, or other electronic methods, and record this online voting of shareholders/authorized representatives attending the meeting for the contents of the meeting agenda. The specific method will depend on the electronic equipment that the Company uses for voting and will be announced to shareholders before each meeting.

Shareholders/authorized representatives attending the meeting can also vote through email/fax or by post to the email address, fax number, or mail address provided by the Organizing Committee, provided that the Organizing Committee must receive the shareholder's voting ballot before the vote counting ends.

2.9.3.5. Method of online vote counting:

The Organizing Committee will apply modern technologies to perform vote counting for shareholders. Vote counting will be carried out in accordance with the election regulations at the GMS.

2.9.3.6. Notice of vote counting results:

Vote counting results will be announced immediately at the online GMS meeting after the vote counting is completed and before the closing of the meeting.

2.9.3.7. Preparation of GMS meeting minutes:

The preparation of minutes for the online GMS shall be carried out in accordance with Clause 2.9.1.6 of this Article.

2.9.3.8. Disclosure of GMS Resolutions:

The disclosure of the GMS Resolution shall be carried out in accordance with Clause 2.9.1.7 of this Article.

2.9.4. Order and procedures for the GMS to pass resolutions by the form of in-person conference combined with online.

Besides organizing the GMS meeting in person or online as stated in Clause 2.9.1 and Clause 2.9.3 of this Article, depending on the actual situation, the GMS may organize the GMS meeting in the form of an in-person conference combined with online.

Organizing the GMS meeting in the form of an in-person conference combined with online will include the main contents as follows, however, in case deemed necessary, the person convening the GMS meeting may issue additional GMS meeting organization regulations to provide detailed guidance on some issues related to organizing GMS meetings in the form of an in-person conference combined with online).

2.9.4.1. Notice of convening the General Meeting of Shareholders:

Shareholders can attend the GMS meeting in person at the venue where the meeting takes place or attend through an online conference using modern technological means. Accordingly, at the venue of the in-person GMS meeting, the Organizing Committee will arrange additional projection screens, computers, and audio and image recording and broadcasting equipment with Internet connection to be able to broadcast the GMS meeting proceedings live for other shareholders attending online, ensuring stable connection, clear image display, and standard and unified sound between the in-person and online meeting, ensuring the rights of all shareholders.

Registration for attendance at the GMS meeting in this combined form is carried out as follows:

- For shareholders attending in person: register at the shareholder status check desk arranged at the meeting venue as the method for in-person meeting registration prescribed in Clause 2.7 of this Article.

- For shareholders attending online: register as prescribed in Clause 2.9.3.2 of this Article.

2.9.4.2. Conditions for conducting the meeting:

This hybrid GMS meeting shall be conducted when the total number of shareholders/authorized representatives attending in person and online meets the minimum ratio as stipulated in Clause 2.8 of this Article.

2.9.4.3. Method of voting:

Shareholders may exercise their right to vote in the following forms:

- Direct voting at the GMS;
- Sending voting ballots to the meeting convener by post/email/fax;
- Online voting, electronic voting, or other electronic means.

2.9.4.4. Method of vote counting

The Company shall apply modern technologies to conduct the vote counting for Shareholders.

- The vote counting shall be calculated based on:

- + The number of ballots cast by Shareholders/Authorized Representatives via online voting, electronic voting, or other electronic means;

- + The number of ballots cast by Shareholders/Authorized Representatives directly at the meeting (placed in the ballot box);

- + The number of voting ballots sent by Shareholders/Authorized Representatives via post, email, and fax.

- Conducted in accordance with the election regulations at the GMS.

2.9.4.5. Notice of vote counting results:

The vote counting results shall be announced immediately at the GMS after the completion of the vote counting and before the closing of the meeting.

2.9.4.6. Preparation of GMS meeting minutes:

The preparation of minutes for the online GMS shall be carried out in accordance with Clause 2.9.1.6 of this Article.

2.9.4.7. Disclosure of GMS Resolutions:

The disclosure of the GMS Resolution shall be carried out in accordance with Clause 2.9.1.7 of this Article.

Article 4. Board of Directors

1. Role, rights, and obligations of the Board of Directors, and responsibilities of members of the Board of Directors:

a) The BOD is the management body of the Company, having full authority in the name of the Company to decide on all matters related to the business operations of the Company, except for matters under the authority of the GMS.

b) The rights and obligations of the BOD are stipulated in Clause 2, Article 153 of the Law on Enterprises, Article 278 of Decree 155/2020, Clause 2, Article 29 of the Company Charter, and as prescribed by the GMS;

- A member of the Board of Directors of the Company may only simultaneously serve as a member of the Board of Directors at a maximum of 05 other companies.

- A member of the BOD also has the right to be provided with information as stipulated in Article 159 of the Law on Enterprises.

c) The responsibilities of BOD members are stipulated in accordance with the current law and the Company Charter.

2. Nomination, candidacy, election, dismissal, and removal of members of the Board of Directors include the following main contents:

2.1. Term and number of members of the Board of Directors;

a) The term of the BOD is stipulated in Clause 2, Article 28 of the Company Charter, specifically:

The term of a BOD member shall not exceed 05 years and may be re-elected for an unlimited number of terms. In the event that all members of the BOD finish their term at the same time, those members shall continue to be members of the BOD until new members are elected to replace them and take over the work.

b) The number of BOD members as stipulated in Clause 1, Article 28 of the Company Charter is 05.

2.2. Composition, standards, and conditions of members of the Board of Directors:

a) The composition of the BOD is stipulated in Clause 3, Article 28 of the Company Charter.

b) The composition of the Company's BOD ensures a balance between executive and non-executive BOD members.

c) BOD members must meet the standards and conditions as stipulated in Article 155 of the Law on Enterprises.

d) Nomination and candidacy of members of the Board of Directors:

- A shareholder or group of shareholders holding 10% or more of the total ordinary shares has the right to nominate candidates for the BOD in accordance with the Law on Enterprises and the provisions of Clause 3, Article 14 of the Company Charter.

- In case the number of candidates for the BOD through nomination and candidacy is still insufficient as required by Clause 5, Article 115 of the Law on Enterprises, the incumbent BOD shall introduce more candidates or organize nominations in accordance with the Company Charter and these Regulations. The introduction of additional candidates by the BOD must be clearly announced before the GMS votes to elect BOD members in accordance with the law.

e) Method of electing members of the Board of Directors:

Voting to elect BOD members must be conducted by cumulative voting, whereby each shareholder has a total number of votes equal to the total number of shares owned multiplied by the number of members to be elected to the BOD, and the shareholder has the right to pool all or part of their total votes for one or more candidates. The elected BOD members are determined by the number of votes counted from highest to lowest, starting from the candidate with the highest number of votes until the number of members stipulated in Clause 2, Article 28 of the Company Charter or Clause 1, Article 38 of the Company Charter is reached. In case 02 or more candidates receive the same number of votes for the last member of the BOD, a re-election shall be conducted among the candidates with the same number of votes or a selection shall be made based on the criteria stipulated in the election regulations or the Company Charter.

f) Cases of dismissal, removal, and supplementation of members of the Board of Directors:

The dismissal, removal, replacement, and supplementation of BOD members shall be carried out in accordance with Article 160 of the Law on Enterprises.

g) Notification of the election, dismissal, and removal of members of the Board of Directors;

The BOD must convene a GMS meeting to elect additional BOD members in the following cases:

- The number of BOD members is reduced by more than one-third compared to the number stipulated in the Company Charter. In this case, the BOD must convene a GMS meeting within 60 days from the date the number of members is reduced by more than one-third;

- Except for the case stipulated above in this point, the GMS shall elect new members to replace BOD members who have been dismissed or removed at the nearest meeting.

h) Method of introducing candidates for members of the Board of Directors;

In case BOD candidates have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the GMS on the Company's website so that shareholders can learn about these candidates before voting. BOD candidates must have a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully, and in the best interest of the Company if elected as a BOD member.

Information related to BOD candidates disclosed includes:

- + Full name, date of birth;
- + Professional qualification;
- + Work experience;
- + Other management titles (including BOD titles of other companies);
- + Interests related to the Company and related parties of the Company;
- + The Company is responsible for disclosing information about companies where the candidate is currently holding the position of BOD member, other management titles, and interests related to the Company of the BOD candidate (if any).

3. Chairman of the Board of Directors:

a) Election, removal, and dismissal of the Chairman of the Board of Directors:

- The Chairman of the Board is elected, dismissed, or removed by the BOD from among the BOD members. The Chairman of the Board is elected at the first meeting of the BOD within 07 working days from the date of the conclusion of the BOD election. This meeting is convened and chaired by the member with the highest number of votes or the highest ratio of votes. In case there is more than one member with the same highest number of votes or ratio of votes, the members shall elect by majority principle to choose 01 person among them to convene the BOD meeting.

The election, removal, dismissal, rights, and obligations of the Chairman of the Board are specifically stipulated in Article 31 of the Company Charter.

b) The Chairman of the Board is the legal representative and the account holder of the Company, responsible for all business activities of the Company. They organize the implementation of Resolutions and Decisions of the GMS and the BOD in accordance with current law and the Company Charter.

c) The Chairman of the Board of the Company may not concurrently hold the position of General Director.

d) The Chairman of the Board - Legal representative has rights and obligations stipulated in Clause 2, Article 3 and Clause 5, Article 31 of the Company Charter.

e) In case the Chairman of the Board is absent or unable to perform their duties, it must be carried out in accordance with the provisions of Clause 6, Article 31 of the Company Charter.

4. Remuneration and other benefits of members of the Board of Directors:

- Remuneration and other benefits of BOD members are specifically stipulated in Article 30 of the Company Charter.

5. Sequence and procedures for organizing Board of Directors meetings:

BOD meetings are conducted in accordance with Article 157 of the Law on Enterprises and Point c, Clause 3, Article 41 of the Law on Securities. The sequence and procedures for organizing BOD meetings include the following main contents:

a) Minimum number of meetings by month/quarter/year:

- The BOD must meet at least once every quarter and may hold extraordinary meetings

b) Cases requiring the convening of extraordinary Board of Directors meetings:

- The Chairman of the Board convenes a BOD meeting in the following cases:

- + There is a request from the BOS;
- + There is a request from the General Director or at least 05 other managers;
- + There is a request from at least 02 BOD members.

- Requests as stipulated in this point must be made in writing, clearly stating the purpose, issues to be discussed, and decisions under the authority of the BOD.

- The Chairman of the Board must convene a BOD meeting within 07 working days from the date of receiving the request stipulated in Clause 3 of this Article. In case the BOD meeting is not convened as requested, the Chairman of the Board must be responsible for damages incurred to the Company; the requester has the right to replace the Chairman of the Board to convene the BOD meeting.

c) Notice of Board of Directors meetings:

- The Chairman of the Board or the person convening the BOD meeting must send a notice of invitation to the meeting at least 03 working days before the meeting date. The meeting invitation notice must specifically specify the time and place of the meeting, the agenda, and the issues to be discussed and decided. The meeting invitation notice must be accompanied by documents used at the meeting and the members' voting ballots.

- The BOD meeting invitation notice may be sent by invitation letter, telephone, fax, electronic means, and ensured to reach the contact address of each BOD member registered with the Company.

- In case of organizing an online BOD meeting, the person convening the BOD meeting is obliged to prepare additional guidance documents for BOD members/authorized persons to register and attend the online meeting.

d) Right of members of the Board of Supervisors to attend Board of Directors meetings

- The Chairman of the Board or the convener sends the meeting invitation notice and accompanying documents to members of the BOS as well as to BOD members.

- Members of the BOS have the right to attend BOD meetings; they have the right to discuss but not to vote.

e) Conditions for organizing Board of Directors meetings:

BOD meetings are conducted when 3/4 or more of the total number of BOD members attend the meeting. In case the meeting convened in accordance with this clause does not have enough BOD members attending as prescribed, it shall be convened for the second time within 07 days from the intended date of the first meeting. In this case, the meeting is conducted if more than half of the BOD members attend.

f) Voting method:

- A BOD member is considered to attend and vote at the meeting in the following cases:

+ Attending and voting directly at the meeting;

+ Authorizing another person to attend and vote in accordance with Point h, Clause 5 of this Article;

+ Attending and voting via online conference, electronic voting, or other electronic forms; In this case, the person convening the BOD meeting shall prepare technical equipment or means and methods so that BOD members/authorized persons can perform online voting, electronic voting, or other electronic means and record this online voting of the BOD member/authorized person regarding the agenda items. The specific method will depend on the electronic equipment that the Company uses to serve the voting and will be announced and guided in accordance with Point c, Clause 5 of this Article.

+ Sending voting ballots to the meeting via mail, fax, email.

- In case of sending voting ballots to the meeting via mail, the voting ballot must be placed in a sealed envelope and must be delivered to the Chairman of the Board at least 01 hour before the opening. The voting ballot shall only be opened in the presence of all attendees.

g) Method of passing resolutions of the Board of Directors:

Matters approved by a majority of the attending members as recorded in the BOD meeting minutes shall be issued as a Resolution. Resolutions and decisions of the BOD are passed if approved by a majority of the attending members; in case of a tie, the final decision belongs to the side with the opinion of the Chairman of the Board.

h) Authorization by members of the Board of Directors for other persons to attend meetings;

Members must fully attend BOD meetings. Members may authorize others to attend and vote if approved by the majority of BOD members.

i) Preparation of minutes of Board of Directors meetings:

- Minutes of BOD meetings must be carried out in accordance with Clause 1, Article 158 of the Law on Enterprises.

- The Chairperson, the minute taker, and the signatories in the minutes must be responsible for the truthfulness and accuracy of the content of the BOD meeting minutes.

- BOD meeting minutes and documents used in the meeting must be kept at the Company's head office.

- Minutes prepared in Vietnamese and in a foreign language have equal legal effect. In case of any discrepancy in content between the minutes in Vietnamese and in a foreign language, the content in the Vietnamese minutes shall apply.

j) Case where the Chairperson and/or secretary refuses to sign the Board of Directors meeting minutes:

In case the Chairperson or minute taker refuses to sign the meeting minutes, if it is signed by all other members of the BOD attending the meeting and has full content as stipulated in Points a, b, c, d, dd, e, g, and h, Clause 1, Article 158 of the Law on Enterprises, then the BOD meeting minutes shall be effective.

k) Notification of resolutions and decisions of the Board of Directors:

Notification of resolutions and decisions of the BOD must be carried out in accordance with the provisions of law and the Company's Information Disclosure Regulations.

6. Selection, appointment, and dismissal of the Person in charge of Corporate Governance include the following main contents:

6.1. Standards of the Person in charge of Corporate Governance:

The Person in charge of Corporate Governance must meet the following standards:

- a) Have knowledge of the law;

b) Must not simultaneously work for an approved auditing organization that is auditing the Company's financial statements;

c) Other standards as prescribed by law, the Company Charter, and decisions of the BOD.

6.2. Appointment of the Person in charge of Corporate Governance:

- The Company's BOD must appoint at least 01 Person in charge of Corporate Governance. The Person in charge of Corporate Governance must meet the standards stipulated in Clause 6.1 of this Article;

- The Person in charge of Corporate Governance may concurrently serve as Company Secretary, and the Company Secretary has rights and obligations as stipulated in Clause 5, Article 156 of the Law on Enterprises and Clause 7, Article 31 of the Company Charter.

6.3. Cases of removal of the Person in charge of Corporate Governance:

- The BOD may remove the Person in charge of Corporate Governance when necessary if the Person in charge of Corporate Governance does not perform their rights and obligations as stipulated in Clause 6.5 of this Article.

6.4. Notification of appointment and dismissal of the Person in charge of Corporate Governance:

Carried out in accordance with Point g, Clause 2, Article 120 of the Law on Securities and Clause 4, Article 63 of the Company Charter.

6.5. Rights and obligations of the Person in charge of Corporate Governance:

- The Person in charge of Corporate Governance has rights and obligations as stipulated in Clause 4, Article 33 of the Company Charter, specifically:

+ Advising the BOD in organizing GMS meetings in accordance with regulations and related tasks between the Company and shareholders;

+ Preparing BOD, BOS, and GMS meetings upon request of the BOD or BOS;

+ Advising on meeting procedures;

+ Attending meetings;

+ Advising on procedures for drafting BOD resolutions in accordance with legal regulations;

+ Providing financial information, BOD meeting minutes, and other information to BOD members and BOS members;

- + Supervising and reporting to the BOD on the Company's information disclosure activities;
- + Being the contact point for related parties;
- + Maintaining information confidentiality according to the provisions of law and the Company Charter;
- + Other rights and obligations as prescribed by law and the Company Charter.

Article 5. Board of Supervisors

1. Role, rights, and obligations of the Board of Supervisors, and responsibilities of members of the Board of Supervisors:

a) The BOS supervises the BOD and the General Director in the management and administration of the Company;

b) The BOS has rights and obligations specifically stipulated in Article 170 and Article 171 of the Law on Enterprises and Article 40 of the Company Charter;

- In addition, the Head of the BOS also has rights and obligations specifically stipulated in Clause 2, Article 39 of the Company Charter.

c) The responsibilities of BOS members are specifically stipulated in Article 173 of the Law on Enterprises and Article 43 and Article 44 of the Company Charter;

- BOS meetings are stipulated in Article 41 of the Company Charter, Article 289 of the Government's Decree 155/2020/NĐ-CP “Detailing the implementation of a number of articles of the Law on Securities”;

- The BOS is also responsible for reporting the BOS's activities at the annual GMS meeting in accordance with Article 290 of the Government's Decree 155/2020/NĐ-CP “Detailing the implementation of a number of articles of the Law on Securities”.

2. Standards and conditions of members of the Board of Supervisors:

BOS members must meet the standards and conditions as stipulated in Article 169 of the Law on Enterprises and Clause 2, Article 38 of the Company Charter.

3. Nomination and candidacy of members of the Board of Supervisors:

The nomination and candidacy of BOS members follow the same regulations as for electing BOD members at Point d, Clause 2.2, Article 4 of these Regulations.

4. Method of electing members of the Board of Supervisors:

a) The election, dismissal, and removal of BOS members must be carried out by voting at the GMS in the same manner as electing BOD members at Point e, Clause 2.2, Article 4 of these Regulations.

b) Voting to elect BOS members is carried out in accordance with Clause 2.11.2, Article 3 of these Regulations.

5. Head of the Board of Supervisors:

a) The Head of the BOS must have a university degree or higher in one of the majors: economics, finance, accounting, auditing, law, business administration, or a major related to the Company's business activities.

b) The Head of the BOS is elected by the BOS from among BOS members; the election, dismissal, and removal are based on the majority principle.

c) Rights and obligations of the Head of the BOS are stipulated in Article 39 of the Company Charter.

6. Cases of dismissal and removal of members of the Board of Supervisors:

a) BOS members are dismissed in accordance with Clause 3, Article 38 of the Company Charter.

b) BOS members are removed in accordance with Clause 4, Article 38 of the Company Charter.

7. Notification of the election, dismissal, and removal of members of the Board of Supervisors:

Carried out in accordance with Point g, Clause 2, Article 120 of the Law on Securities and Clause 4, Article 63 of the Company Charter.

8. Salary and other benefits of members of the Board of Supervisors:

Salary and other benefits of BOS members are in accordance with Article 42 of the Company Charter.

Article 6. General Director

1. Role, responsibilities, rights, and obligations of the General Director:

a) The General Director is the person who manages the daily operations of the Company, is under the supervision of the BOD, and is directly responsible to the BOD and to the law for organizing and managing the Company's activities; effectively using resources and implementing resolutions of the GMS and resolutions of the BOD according to assigned duties and powers.

b) The General Director has powers and responsibilities stipulated in Clause 5, Article 36 of the Company Charter and the Company's regulations, BOD resolutions, and provisions of law.

2. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director:

a) Term, standards, and conditions of the General Director:

- The term of the General Director shall not exceed five (05) years and may be re-appointed for an unlimited number of terms;

- The General Director must have the following standards and conditions:

- + Not being a subject stipulated in Clause 2, Article 17 of the Law on Enterprises;

- + Must not be a person with family relationships with Company Managers, members of the Company's BOS; representatives of state capital, representatives of enterprise capital at the Company.

- + Having professional qualifications and practical experience in the Company's business administration;

- + Having good health and moral qualities, honesty, and integrity;

- + Age must not exceed the retirement age according to current law

b) Appointment, dismissal, and removal of the General Director:

- The BOD appoints one (01) member of the BOD or hires another person as General Director; in case of hiring a General Director, the BOD approves and the Chairman of the Board signs the employment contract, which stipulates salary, remuneration, benefits, and other related terms.

- The dismissal and removal of the General Director are carried out in accordance with Clause 6, Article 36 of the Company Charter.

e) Notification of appointment, dismissal, signing of contracts, and termination of contracts for the General Director:

Carried out in accordance with Point d, Clause 1, Article 110 of the Law on Enterprises, Point g, Clause 2, Article 120 of the Law on Securities, Point l, Clause 1, Article 11 of Circular 96/2020/TT-BTC, and the Company Charter.

f) Salary and other benefits of the General Director:

Salary, bonuses, and other benefits of the General Director are implemented in accordance with Article 35 of the Company Charter, the Company's regulations, and current law.

Article 7. Other activities

1. Coordination of activities between the Board of Directors, the Board of Supervisors, and the General Director, including the following main contents:

a) Procedures, sequence of convening, meeting invitation notices, recording minutes, and notifying meeting results between the Board of Directors, the Board of Supervisors, and the General Director:

- Carried out in accordance with Article 32 of the Company Charter.

b) Notification of resolutions and decisions of the Board of Directors to the Board of Supervisors:

- Carried out in accordance with the Law on Securities and guiding documents.

c) Notification of resolutions and decisions of the Board of Directors to the General Director:

- Carried out in accordance with the Law on Securities and guiding documents.

d) Cases where the General Director and the Board of Supervisors request to convene a Board of Directors meeting and issues needing consultation with the Board of Directors:

- The General Director has the right to request the BOD to convene a BOD meeting in accordance with Point b, Clause 3, Article 32 and Point k, Clause 5, Article 36 of the Company Charter.

- The General Director must consult the BOD on issues exceeding the General Director's authority as stipulated in Clause 5, Article 36 of the Company Charter.

- The BOS has the right to request the BOD to convene a BOD meeting in accordance with Point a, Clause 3, Article 32 of the Company Charter.

e) Reports of the General Director to the Board of Directors on the implementation of assigned duties and powers: carried out in accordance with Clause 5, Article 36 of the Company Charter.

f) Issues the General Director must report, provide information on, and the method of notification to the Board of Directors and the Board of Supervisors: carried out in accordance with Clause 5, Article 36 of the Company Charter.

g) Coordination of control, administration, and supervision activities among BOD members, BOS members, and the General Director according to the specific duties of the aforementioned members.

BOD members, BOS members, the General Director and other executives shall perform their duties honestly and prudently in the interests of the Company as stipulated in Article 43 and Article 44 of the Company Charter.

2. Regulations on annual evaluation for the reward and discipline of members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives of the enterprise: based on the provisions of current law, the Company Charter and the Company's Reward - Discipline Regulations.

Article 8. Effectiveness

1. The Internal Regulations on Corporate Governance of Vinh Long Water Supply Joint Stock Company consist of 08 articles, were developed by the Company's BOD, submitted to the GMS for approval, and take effect from October 16, 2026.

2. The Company's shareholders, members of the BOD, BOS, the General Director, and all managers in the Company are responsible for implementing these Regulations; the BOS inspects and supervises the implementation of these regulations in the Company./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Lăng Tấn Chiến

VINH LONG