



AGENDA
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGM”)
OF SONG DA WATER INVESTMENT JOINT STOCK COMPANY (“Company”)

Time: 08:30 am on April 15, 2025.

Venue: Hall of Song Da Water Investment Joint Stock Company (address: Vat Lai Hamlet, Thinh Minh Commune, Hoa Binh City, Hoa Binh Province).

NO.	TIME	CONTENT
I	08:00-09:00	Reception of Delegates and Shareholders
II	09:00-09:15	<u>OPENING OF THE AGM</u>
1		Flag salutation
2		Statement of purposes and opening of the AGM
3		Verification report on shareholder eligibility
4		Introduction of the AGM Chairperson and Presidium
5		Appointment/designation of the AGM Secretariat by the Chairperson
6		Approval of the Meeting Agenda, List of Vote and Election Counting Committee, Meeting Regulations, and Election Regulations
III	09:15-10:30	<u>AGM MAIN CONTENTS</u>
7		Report on Business Performance & Investment Results of 2024 and Business & Investment Plan for 2025;
8		Report on Activities of the Board of Directors in 2024 and Orientations for 2025;
9		Report on Activities of the Supervisory Board in 2024
10		Report on Implementation of Matters Delegated by the General Meeting of Shareholders to the Board of Directors in 2024.
11		Approval of the appointment of an independent auditing company for the fiscal year 2025 and other related contents
12		- Approval of the budget plan for the Supervisory Board in 2025
13		Proposals to the AGM for approval: - Approval of the Reports mentioned in Sections 3.1 above - Approval of the 2024 Audited Financial Statements - Approval of the 2024 Profit Distribution Plan - Approval of key business targets for 2025 - Approval of key investment plans for 2025 - Approval of the dividend payment/advance plan for 2025 - Approval of the remuneration plan and other benefits for the Board of Directors in 2025; - Approval of the Implementation schedule of Phase II Project; - Approval of the election of Board of Directors Members for the new term (2025 – 2030)
IV	10:30-11:30	<u>DISCUSSION AND VOTING</u>
14		Discussion on Reports and Proposals presented at the AGM
15		Voting and election process
16		Break
17		Announcement of voting and election results
148		Approval of the AGM Meeting Minutes and Resolutions
V	11:30-11:45	<u>CLOSING OF THE AGM</u>



**SÔNG ĐÀ WATER INVESTMENT
JOINT STOCK COMPANY**

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**LIST OF THE VOTE COUNTING COMMITTEE AND ELECTION
COMMITTEE**

OF THE ANNUAL SHAREHOLDER MEETING 2025

LIST OF THE VOTE COUNTING COMMITTEE AND ELECTION COMMITTEE	
1	Mr Nguyen Manh Hai – Head of the Committee
2	Mr Nguyen Minh Duc – Member
3	Mr Dang Gia Muoi - Member
4	Ms Bui Thi Vu Anh - Member

**WORKING REGULATIONS
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF SONG DA WATER INVESTMENT JOINT STOCK COMPANY**

Objectives of the Regulations:

- Ensure the principles of transparency, fairness, and democracy;
- Facilitate the organization and execution of the 2025 Annual General Meeting of Shareholders ("AGM"); Enable the AGM to make sound decisions, ensuring the sustainable development of Song Da Water Investment Joint Stock Company ("Company").

I. DISCIPLINE OF THE AGM

1. Shareholders and shareholder representatives must sit in the designated area assigned by the AGM Organizing Committee and comply with seating arrangements.
2. Private conversations are not allowed, and attendees must turn off or switch their mobile phones to silent mode throughout the AGM.
3. Shareholders/shareholder representatives are required to attend the AGM from the beginning until the conclusion of the meeting.

II. VOTING PROCEDURES FOR MATTERS AT THE AGM

1. Principles:

All matters requiring a vote in the AGM agenda must be approved through voting at the AGM. Each shareholder or shareholder representative will be issued a voting card/ballot, which includes shareholder's name, number of shares entitled to vote/number of voting units (owned and authorized), matters to be voted on, and other necessary details with the Company's official stamp. The voting contents in the AGM agenda will be listed on the Voting Card/Ballot.

2. Voting methods:

- a. Voting on the AGM Agenda, List of Vote Counting Committee, Working Regulations, AGM Minutes, and AGM Resolutions:
 - Shareholders and shareholder representatives shall vote (approve/disapprove/abstain) by raising their voting card/ballot as guided by the Chairperson/Vote Counting Committee.
 - The Vote Counting Committee is responsible for monitoring the voting process, preparing a vote-counting report, directly reporting or providing the results to the Organizing Committee to announce before the AGM.
 - Shareholders/shareholder representatives must mark/sign the voting card/ballot and submit it to the Vote Counting Committee, if required, according to the guidance of the Chairperson/Vote Counting Committee.
- b. Voting on reports, proposals, matters in the reports, proposals and other matters presented at the AGM:



- Shareholders and shareholder representatives shall vote (approve/disapprove/abstain) by submitting their Voting Card/Ballot, specifically: Shareholders/shareholder representatives shall vote by marking/signing the voting card/ballot and submit it to the Vote Counting Committee according to the guidance of the Chairperson/Vote Counting Committee.
- The Vote Counting Committee is responsible for collecting the voting cards/ballots, counting the votes, preparing a vote-counting report, and announcing the voting results before the AGM.

3. Voting rules:

- Each common share owned or represented corresponds to one vote. To clarify, the voting card/ballot issued to each shareholder/shareholder representative will record the total number of voting units they hold or represent.
- Decisions/Resolutions of the AGM shall be approved in accordance with the current Enterprise Law and the Company's Charter.

III. ELECTION OF BOARD OF DIRECTORS (BOD) MEMBERS FOR THE 2025-2030 TERM AT THE AGM

The election shall be conducted in accordance with the Election Regulations for BOD members for the 2025-2030 term, as approved by the AGM, as well as in compliance with the Company's Charter, internal regulations, and legal provisions.

IV. DISCUSSIONS AND STATEMENTS AT THE AGM

1. Principles:

Shareholders and shareholder representatives who wish to speak must register their topics in advance using the Speaker Registration Form provided by the Organizing Committee. Alternatively, they may raise their voting card/ballot or raise their hand to request permission to speak. The Speaker Registration Form will be distributed to each shareholder and shareholder representative upon arrival at the AGM. Speaker Registration Forms must be submitted to the AGM Secretariat during the AGM session or during breaks. To ensure order during discussions, shareholders or shareholder representatives who have pre-registered using the Speaker Registration Form will be given priority to speak first. After that, those who raise their Voting Card/Ballot or hand may speak in an order arranged by the Chairperson.

2. Speaking procedures:

Shareholders and shareholder representatives must keep their statements concise and relevant to the key issues being discussed, ensuring alignment with the approved AGM agenda. The Chairperson will organize the order of speakers based on registration and respond to shareholder inquiries accordingly. The Chairperson has the authority to remind or request speakers to stay on topic in order to save time and maintain meeting efficiency.

V. RIGHTS AND RESPONSIBILITIES OF THE CHAIRPERSON

1. The Chairperson shall conduct the AGM in accordance with the approved agenda, rules, and regulations, ensuring that the meeting adheres to democratic principles.
2. The Chairperson shall guide discussions, facilitate voting, and manage all matters within the AGM agenda and other related issues throughout the meeting.
3. The Chairperson has the right to implement necessary measures to maintain order and ensure that the meeting proceeds efficiently, in accordance with the approved agenda, and reflects the will of the majority of attendees.

4. The Chairperson has the authority to:
 - Require all attendees to comply with security checks or other safety measures;
 - Request the relevant authorities to maintain order at the meeting; Expel individuals who Fail to comply with the Chairperson's authority, Intentionally disrupt the meeting or cause disorder, obstruct the meeting's progress, or refuse to comply with security checks required for AGM attendance.
5. The Chairperson has the right to postpone the AGM, provided that the required quorum is met, for a maximum of three (03) working days from the originally scheduled date. A postponement or change in meeting location is only permitted under the following circumstances:
 - The venue does not have enough seating for all attendees;
 - Communication facilities at the venue are inadequate, preventing shareholders or shareholder representatives from participating, discussing, and voting effectively;
 - Disruptive attendees pose a risk of preventing the meeting from proceeding fairly and lawfully.
6. The Chairperson is responsible for resolving any other arising issues throughout the AGM.

VI. RESPONSIBILITIES OF THE SECRETARIAT

1. Accurately and comprehensively record the entire proceedings of the AGM, including all matters approved or noted by shareholders and shareholder representatives.
2. Draft the AGM Minutes and Resolutions on the matters approved at the AGM.

VII. RESPONSIBILITIES OF THE VOTE COUNTING COMMITTEE

1. Announce the voting procedures and principles to all attendees.
2. Conduct the vote counting process, prepare the Vote Counting Report, and publicly announce the voting results at the AGM regarding the reports/resolutions put to vote.
3. Promptly inform the Secretariat of the voting results for inclusion in the AGM Minutes.
4. Review and report to the AGM on any violations of voting procedures or any complaints regarding the voting process during the meeting.

VIII. AGM MINUTES AND RESOLUTIONS

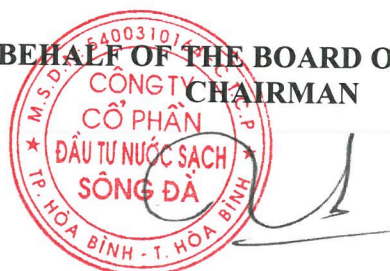
All AGM discussions and decisions must be recorded by the AGM Secretariat in the AGM Minutes. The AGM Minutes and Resolutions must be approved before the AGM ends.

The AGM Working Regulations take effect immediately upon approval by the AGM.

This document constitutes the full text of the AGM Working Regulations.

Respectfully submitted to the AGM for review and approval.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



LE VAN THANG

Hoa Binh, March 20, 2025

REGULATION
ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS FOR THE
2025-2030 TERM AT THE GENERAL MEETING OF SHAREHOLDERS OF
SONG DA WATER INVESTMENT JOINT STOCK COMPANY

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020 and effective from January 1, 2021;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly on November 26, 2019 and effective from January 1, 2021;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law; Circular No. 116/2020/TT-BTC dated December 31, 2020, guiding corporate governance for public companies under Decree No. 155/2020/ND-CP;
- Pursuant to the Charter of Song Da Water Investment Joint Stock Company ("**Company**");
- Pursuant to other applicable laws and regulations.

The election of members to the Board of Directors ("**BOD**") for the 2025-2030 term of the Company at the 2025 Annual General Meeting of Shareholders ("**AGM**") shall be conducted in accordance with the following provisions:

ARTICLE 1: Subjects and scope of application

This BOM Member Election Regulation ("**Regulation**") applies to the election of BOD members for the 2025-2030 term of the Company at the AGM.

ARTICLE 2: Eligible voters and election principles

- Eligible voters: Shareholders who own voting shares or their authorized representatives (as recorded on the Company's shareholder list as of March 17, 2025).
- Election principles: The election must comply with laws, the Company's Charter, and internal regulations and must be conducted fairly and transparently.

ARTICLE 3: Qualifications of BOD members and number of BOD members elected at the AGM:

- BOD members must meet the qualifications and conditions as prescribed by law, the Company's Charter, and internal regulations.
- The number of BOD members to be elected is: **05** members

ARTICLE 4: Vote Counting Committee

- The Vote Counting Committee shall be approved/elected by the AGM;
- The Vote Counting Committee is responsible for:
 - + Guiding shareholders and their representatives on the voting process and election procedures;
 - + Distributing election ballots;
 - + Conducting the vote counting process;
 - + Preparing the Vote Counting Report and announcing the election results to the AGM;
 - + Coordinating with the Chairperson to review and resolve complaints or disputes related to candidates and election results (if any), and reporting to the AGM for a decision.
- Members of the Vote Counting Committee shall not be included in the list of nominees and candidates for the BOD election.
- The Vote Counting Committee must ensure that the vote counting process is conducted honestly, accurately, and completely. No corrections, deletions, or modifications are allowed on the election ballots.

ARTICLE 5: List of candidates, ballots and filling instructions

5.1. List of BOD candidates

- The list shall be arranged in alphabetical order (ABC) based on the candidates' full names.

5.2. Ballots and filling instructions

- Ballots shall be printed uniformly according to the Company's template and must bear the Company's official seal.
- Ballots shall be distributed to shareholders or their representatives attending the AGM.
- Upon receiving the ballot, shareholders or their representatives must check the information printed on it. If any errors are found, they must immediately notify the Vote Counting Committee.
- Shareholders and their representatives must complete the ballot in accordance with the Vote Counting Committee's instructions regarding the voting process.
- Shareholders and their representatives must sign, specify their full name in the ballots.
- In case of mistakes, damaged, or torn ballots, shareholders may request the Vote Counting Committee to issue a new ballot.

5.3. Invalid ballots

- The ballot does not conform to the Company's official template or does not bear the Company's official seal (except for ballots submitted remotely by eligible shareholders or representatives in compliance with legal regulations, the Company's Charter, and internal

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regulations - such ballots do not require the Company's seal but must still follow the official template);

- The ballot contains erasures, corrections, or lists names that do not match or are not on the official list of eligible candidates;
- The ballot does not include the shareholder's or representative's information;
- The ballot does not have the signature of the shareholder or representative;
- The total number of votes cast for candidates exceeds the total voting rights of the shareholder or representative.

ARTICLE 6: Election method, procedure, and ballot counting

6.1. Election method

- The election of BOD members shall be conducted using the cumulative voting method as follows: Each shareholder's total number of votes is calculated by multiplying the number of shares owned by the number of BOD members to be elected. Shareholders have the right to allocate all or a portion of their total votes to one or multiple candidates. The elected BOD members shall be determined in descending order, starting from the candidate with the highest number of votes until the required number of members is reached. In case two or more candidates receive the same number of votes for the final BOD position, a runoff vote shall be conducted among those candidates or a selection shall be made according to the Company's Charter or this Election Regulation.

6.2. Election procedure and ballot counting

- Voting shall commence upon the signal of the Chairperson of the AGM (or the Vote Counting Committee) and shall conclude either when the last shareholder has cast their ballot or 15 minutes after voting begins, whichever comes first.
- Ballot counting must begin immediately after the voting process ends.
- The Vote Counting Committee shall inspect the ballot box in the presence of shareholders.

ARTICLE 7: Determination of elected candidates

- The elected BOD members shall be those who receive the highest number of votes, ranked in descending order, until the required number of BOD members is fulfilled.
- In the event that two or more candidates receive the same number of votes for the final BOD position, the procedure specified in Clause 6.1, Article 6 of this Regulation shall apply.

ARTICLE 8: Preparation and announcement of the vote counting record

- Upon completion of the vote counting, the Vote Counting Committee must prepare a vote counting record that includes all necessary information.

- The full text of the vote counting record must be announced before the AGM.

ARTICLE 9: Complaints and resolution of complaints

If any shareholder or shareholder representative believes that fraudulent acts or violations of the law or the Company's Charter have occurred during the election, they have the right to raise a complaint. The Chairperson of the AGM and the Vote Counting Committee must provide explanations and clarify all shareholder inquiries, taking full responsibility before the AGM.

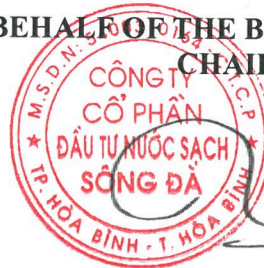
ARTICLE 10: Implementation effect

- This Election Regulation shall take effect immediately upon approval by the AGM.
- Any matters concerning the nomination, candidacy, and election of BOD members that are not specified in this Regulation shall be governed by the Company's Charter, internal regulations, and applicable laws.

This document constitutes the full Election Regulation for electing BOD members at the AGM.

Respectfully submitted to the AGM for review and approval.

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



LE VAN THANG





**SONG ĐÀ WATER INVESTMENT JOINT STOCK
COMPANY**

No.: 132 /2025/BC-HDQT

SOCIALIST REPUBLIC OF VIETNAM
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Hoa Binh, March 20, 2025

PROPOSAL

To approve the appointment of an independent auditing company for the fiscal year 2025 and other related contents

To: THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Charter of Song Da Water Investment Joint Stock Company ("Company") and current legal regulations, the Board of Supervisors ("Board of Supervisors") of the Company respectfully submits to the 2025 Annual General Meeting of Shareholders ("General Meeting") for consideration and approval of the list of three auditing units below and authorizes the Board of Directors ("BOD") to select one of these three auditing units to audit the Company's 2025 Financial Statements:

1. Company name: Deloitte Vietnam Audit Company Limited

Address: 15th Floor, Vinaconex Tower, 34 Lang Ha, Lang Ha Ward, Dong Da District, Hanoi City.

2. Company name: Ernst & Young Vietnam Limited – Hanoi Branch.

Address: 8th floor, CornerStone Building, 16 Phan Chu Trinh, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City.

3. Company name: KPMG Limited

Address: 46th Floor, Keangnam Hanoi Landmark Tower, 72-Floor Building, Plot E6, Pham Hung Street, Cau Gioi Urban Zone, Me Tri Ward, Nam Tu Liem District, Hanoi City.

Additionally, the BOS would like to submit to the AGM for approval for the authorization to BOD to select an independent audit firm from the list of auditing firms approved by the State Securities Commission of Vietnam, in accordance with the Securities Law and regulations on independent auditing, to conduct audits for other activities of the Company as required.

Respectfully submitted to the AGM for review and approval!

**ON BEHALF OF
THE SUPERVISORY BOARD
Head**

Nguyen Viet Trung



**SONG DA WATER INVESTMENT JOINT STOCK
COMPANY**

No: 133/2025/TTr-BKS

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Hoa Binh, March 20 ,2025

PROPOSAL

Ref: the budget plan for the Supervisory Board in 2025

To: THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Charter of Song Da Clean Water Investment Joint Stock Company ("Company") and current legal regulations, the Board of Supervisors ("BOS") of the Company respectfully submits to the 2025 Annual General Meeting of Shareholders ("General Meeting") for consideration and approval of the 2025 operating budget plan of the BOS as follows:

The projected total remuneration for the Supervisory Board in 2025 is VND 600,000,000, specifically:

- Head of the Supervisory Board: VND 30,000,000/month
- Members of the Supervisory Board (02 people): VND 10,000,000/person/month

Respectfully submitted to the AGM for review and approval!

**ON BEHALF OF
THE SUPERVISORY BOARD
Head**

Nguyen Viet Trung