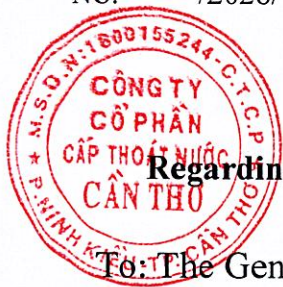


No: /2026/ TTr-HDQT

Can Tho, June , 2026



PROPOSAL

Regarding the approval of amendments to the Company's charter.

To: The General Meeting of Shareholders of Can Tho Water Supply and Sewerage Joint Stock Company.

Based on current laws and regulations governing the operation of state-owned enterprises and activities in the securities sector;

Based on the Charter of Organization and Operation of Can Tho Water Supply and Sewerage Joint Stock Company;

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval amendments and additions to certain provisions of the Company's Charter of Organization and Operation.

The full text of the draft revised Charter and a comparative document of the amendments and additions have been posted on the website of Can Tho Water Supply and Sewerage Joint Stock Company (www.canthowassco.com).

The new charter, approved by the General Meeting of Shareholders, will take effect from June 26, 2026, and replaces the current charter.

Best regards./.

Recipient:

- As above;
- Company Secretary;
- Administration.

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

Nguyen Huu Loc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

CHARTER

CAN THO WATER SUPPLY - SEWERAGE JOINT STOCK COMPANY

Approved at the Annual General Meeting of Shareholders

on June 26, 2026

(4th amendment)

CANTHOWASSCO

Can Tho, June 26, 2026

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PREAMBLE

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025.
- Law on Securities No. 54/2019/QH14 dated November 26, 2019, amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024.
- Decree No. 245/2025/NĐ-CP dated June 11, 2025 of the Government amending and supplementing a number of articles of 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.
- Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies in 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 (Model Charter “DLM”).
- Circular No. 121/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance regulating the operations of securities companies;
- Other relevant legal documents

This Charter was approved by the 2026 Annual General Meeting of Shareholders of Can Tho Water Supply and Sewerage Joint Stock Company held on June 26, 2026.

Chapter I GENERAL PROVISIONS

Article 1. Definitions and terms in the Charter

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

- a) *Vietnam* is the Socialist Republic of Vietnam;
- b) *CanThoWassco* is Can Tho Water Supply and Sewerage Joint Stock Company;
- c) *Charter capital* is the total par value of shares of all types registered for subscription and recorded in the Charter of CanThoWassco;
- d) *Voting capital* is share capital, whereby the owner has the right to vote on matters under the decision-making authority of the General Meeting of Shareholders;
- đ) *Law on Enterprises* is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, *amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;*
- e) *Law on Securities* is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, *amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;*
- g) *Date of establishment* is the date CanThoWassco was granted the initial Certificate of Enterprise Registration (Business Registration Certificate);
- h) *Executive* is the General Director, Deputy General Director, Chief Accountant, and other executives according to the decision of the Board of Directors based on the proposal of the General Director;
- i) *Enterprise manager* is the company manager, including the Chairman of the Board of Directors, members of the Board of Directors, and the General Director;
- k) *Affiliated people* are individuals and organizations specified in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;
- l) *Duration of operation* is the operating period of CanThoWassco as specified in Article 2 of this Charter and the extension period (if any) approved by the General Meeting of Shareholders of CanThoWassco;
- m) *Company's subsidiaries* are companies in which CanThoWassco holds more than 50% of the charter capital;
- n) *Strategic shareholder* refers to shareholders that have signed a strategic investor share purchase agreement with CanThoWassco;
- o) *Major shareholder* is a shareholder as defined in Clause 18, Article 4 of the Law on Securities;

p) *Shareholder* is an individual or organization that owns at least one share of the joint stock company;

q) *The Stock Exchange* refers to the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more regulations or other documents include any amendments, supplements, or replacement documents.

3. The headings (Chapters, Articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

Article 2. Name, form, headquarters, branches, representative offices, business locations, and duration of operation of CanThoWassco

1. Name of company:

- Vietnamese name: **CÔNG TY CỔ PHẦN CẤP THOÁT NƯỚC CẦN THƠ.**

- English name: CAN THO WATER SUPPLY – SEWERAGE JOINT STOCK COMPANY.

- Abbreviated name: CANTHOWASSCO.

2. CanThoWassco is a joint stock company with legal personality in accordance with the current laws of Vietnam.

3. Registered headquarters of CanThoWassco:

- Address of head office: No. 2A, Nguyen Trai Street, Ninh Kieu Ward, Can Tho City.

- Telephone: 02923.810188.

- Fax: 02923.810188.

- E-mail: ctncancho@gmail.com

- Website: www.canthowassco.vn or www.canthowassco.com



4. Logo of CanThoWassco: CANTHOWASSCO

5. CanThoWassco may establish branches and representative offices in business areas to carry out the operational objectives of CanThoWassco in accordance with the decision of the Board of Directors and within the scope permitted by law.

6. Unless terminated before the expiration date under Article 62 of this Charter, the duration of operation of CanThoWassco shall commence from the date of establishment and shall be indefinite.

Article 3. Legal representative of CanThoWassco

1. The Chairman of the Board of Directors shall be the legal representative of CanThoWassco.

2. The powers and obligations of the legal representative shall comply with the provisions of the Law on Enterprises, the Law on Securities, and the CanThoWassco Charter.

Article 4. Operational objectives of CanThoWassco

1. Business lines of CanThoWassco:

No.	Business lines	Industry code
1	Water collection, treatment, and supply Details: Production of domestic water; Trading of domestic water	3600 (main)
2	Site preparation Details: Land leveling	4312
3	Drainage and sewage treatment Details: Septic tank cleaning services; Drainage and sewage treatment services (sanitation activities for clearing sewers and treating wastewater).	3700
4	Architectural activities and related technical consultancy Details: Supervision of construction and completion of civil and industrial works; Supervision of geological survey for construction; Supervision of construction and completion of water supply and drainage works; Topographic surveying; Structural design of civil and industrial works; Topographic surveying; Design of water supply and drainage works.	7110
5	Wholesale of other machinery, equipment, and spare parts Details: Trading of materials and equipment for the water supply and drainage industry	4659
6	Other manufacturing not elsewhere classified Details: Production of materials and spare parts for the water supply and drainage industry	3290
7	Completion of construction works Details: Road patching	4330
8	Technical testing and analysis Details: Calibration of water meters from 15mm to 100mm	7120

No.	Business lines	Industry code
9	Production of non-alcoholic beverages, mineral water Details: Production of bottled purified water	1105
10	Other professional, scientific, and technical activities not elsewhere classified (excluding: Payment of bills of exchange and credit information; Securities consultancy)	7499
11	Wholesale of beverages Details: Wholesale of bottled purified water	4633
12	Retail of beverages Details: Retail of bottled purified water	4723
13	Electricity production from renewable energy sources Details: Electricity production from solar energy (activities must comply with legal regulations)	3512
14	Electricity transmission and distribution Details: Trading of electricity from solar energy (activities must comply with legal regulations)	3513
15	Repair and maintenance of fabricated metal products Details: Repair and maintenance of pipelines	3311
16	Construction of water supply and drainage works	4222
17	Construction of residential buildings Details: Construction of civil works	4101
18	Construction of non-residential buildings Details: Construction of civil works	4102
19	Construction of hydraulic works Details: Sewer dredging services.	4291
20	Construction of other civil engineering works	4299
21	Installation of water supply, drainage, heating, and air conditioning systems Details: Installation, repair, and maintenance of water supply and drainage systems	4322
22	Construction of water supply and drainage works	4222
23	Construction of other public utility works Details: Construction of sludge treatment works	4229

No.	Business lines	Industry code
24	Rental of machinery, equipment, and other tangible goods without an operator	7730
25	Advertising	7310
26	Real estate business, land lease right belonging to the owner, user, or lessee (excluding real estate auction, land lease right auction, real estate trading floor)	6810

2. Operational objectives of CanThoWassco:

- To meet the clean water demand of Can Tho City in the assigned area.
- To conduct profitable business, and to preserve and develop shareholders' capital.
- To maximize the operational efficiency of CanThoWassco.
- To continuously develop CanThoWassco to become stronger, ensuring the harmonization of the interests of all parties.

Article 5. Scope of business and operations of CanThoWassco

1. CanThoWassco is permitted to conduct business activities in accordance with the business lines specified in this Charter that have been registered, notified of changes to the business registration authority, and announced on the National Business Registration Portal.

2. CanThoWassco may conduct business activities in other fields permitted by law and approved by the Board of Directors.

Chapter II CHARTER CAPITAL - SHARES

Article 6. Charter capital, shares

1. The charter capital of CanThoWassco is 280,000,000,000 VND (Two hundred and eighty billion Vietnamese Dong).

2. The total charter capital of CanThoWassco is divided into 28,000,000 shares with a par value of ten thousand Vietnamese Dong (10,000 VND/share).

3. CanThoWassco may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with the provisions of law.

4. Shares of CanThoWassco as of the date of approval of this Charter include ordinary shares and preference shares (if any). The rights and obligations of shareholders holding each type of share are specified in Article 12, Article 13, and other relevant provisions of this Charter.

5. CanThoWassco may issue other types of preference shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of law.

6. Additional ordinary shares issued (if any) must be offered for sale to existing shareholders in proportion to their ownership of ordinary shares in CanThoWassco, unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to purchase shall be decided by the Board of Directors of CanThoWassco. The Board of Directors may distribute such shares to shareholders and other People on terms no less favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

7. CanThoWassco may repurchase shares issued by itself (including redeemable preference shares) in the manners specified in this Charter and current law. Ordinary shares repurchased by CanThoWassco shall be treasury shares, and the Board of Directors may offer them for sale in manners consistent with this Charter and the Law on Securities.

8. CanThoWassco may issue other types of securities in accordance with the provisions of law.

Article 7. Share ownership certificate book - Share certificate

1. Shareholders of CanThoWassco shall be issued share certificates recording the number and type of shares they own.

2. The share ownership certificate book is a book issued by CanThoWassco confirming the legal rights and interests of the owner in a portion of the share capital issued by CanThoWassco. The share ownership certificate book must contain all information as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. In case the share ownership certificate book is lost, damaged, or destroyed in any other form, it shall be reissued by CanThoWassco at the request of the shareholder. The shareholder's request must include the following information:

a) Information about the share ownership certificate book that has been lost, damaged, or destroyed in any other form;

b) Commitment to take responsibility for any disputes arising from the reissuance of the new book.

Article 8. Other securities certificates

Bond certificates or other securities certificates of CanThoWassco issued shall bear the signature of the legal representative and the seal of CanThoWassco.

Article 9. Transfer of shares

1. All shares shall be freely transferable unless otherwise provided by this Charter and the law. Listed shares or shares registered for trading on The Stock Exchange shall be transferred in accordance with the provisions of the law on securities and the securities market.

2. Shares that have not been fully paid for shall not be transferred or entitled to related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares, and other rights as prescribed by law.

3. The transfer of preference shares under commitment shall be carried out in accordance with the specific regulations for each type of preference share.

Article 10. Forfeiture of shares

1. In case a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to require such shareholder to pay the remaining amount together with interest on that amount and any costs incurred due to the failure to pay in full to CanThoWassco.

2. The aforementioned payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the place of payment, and must clearly state that in case of failure to pay as required, the unpaid shares will be forfeited.

3. The Board of Directors has the right to forfeit shares that have not been fully paid for on time in case the requirements in the aforementioned notice are not met.

4. Forfeited shares shall be considered as shares authorized to be offered for sale as prescribed in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale or redistribution under such conditions and in such manner as the Board of Directors deems appropriate.

5. Shareholders holding forfeited shares must relinquish their status as shareholders with respect to those shares, but shall still be liable to pay the related amounts and interest accrued at the twelve (12)-month mobilization interest rate of the bank where CanThoWassco regularly transacts at the time of forfeiture, as decided by the Board of Directors from the date of forfeiture until the date of payment. The Board of Directors has full authority to decide on the forced payment of the entire value of the shares at the time of forfeiture.

6. A forfeiture notice shall be sent to the holder of the forfeited shares before the time of forfeiture. The forfeiture shall remain effective even in case of errors or negligence in sending the notice.

Chapter III
ORGANIZATIONAL STRUCTURE, MANAGEMENT, AND CONTROL OF
CANTHOWASSCO

Article 11. Organizational structure, management, and control of CanThoWassco

The organizational, management, and control structure of CanThoWassco includes:

1. General Meeting of Shareholders;
2. Board of Directors;
3. Board of Supervisors;
4. General Director.

Chapter IV
SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Ordinary shareholders have the following rights:

a) To attend and speak at meetings of the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative or other forms as prescribed by this Charter and the law. Each ordinary share has one vote;

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

c) Have priority to purchase new shares offered for sale in proportion to the percentage of ordinary shares they own;

d) Freely transfer their shares to others, except in cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of law;

đ) Review, search, and extract information regarding the name and contact address of the shareholder themselves in the list of shareholders eligible to attend the General Meeting of Shareholders and request correction of inaccurate information;

e) Review, search, extract, or copy the CanThoWassco Charter, minutes of the General Meeting of Shareholders, and Resolutions of the General Meeting of Shareholders;

g) Upon the dissolution or bankruptcy of CanThoWassco, receive a portion of the remaining assets in proportion to their share ownership in CanThoWassco;

h) Request CanThoWassco to repurchase their shares in the cases specified in Clause 1, Article 132 of the Law on Enterprises;

i) Be treated equally. Each share of the same class shall grant the owning shareholder equal rights, obligations, and benefits. In the event that CanThoWassco has various classes of preference shares, the rights and obligations attached to such preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

k) Have full access to periodic and extraordinary information disclosed by CanThoWassco in accordance with the law;

l) Have their legitimate rights and interests protected; propose the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;

m) Holders of preference shares purchased additionally in accordance with the law have the same rights as holders of ordinary shares.

In the event that an employee terminates their labor contract before the committed term, they must resell to CanThoWassco all additionally purchased shares at a price close to the market transaction price but not exceeding the price at the time of equitization. When CanThoWassco exercises its right to repurchase, the Board of Directors has the authority to decide on related matters on behalf of CanThoWassco. If such employee does not perform the transfer back to CanThoWassco, CanThoWassco shall perform the procedures itself and notify the shareholder to receive the payment. Shares repurchased in this case are considered treasury shares and may be offered for sale. The Board of Directors has the authority to decide on the redistribution of these shares to CanThoWassco employees for the same preferential purpose, or to sell them on the market, under conditions and in a manner that the Board of Directors deems appropriate.

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

2. Shareholders or groups of shareholders holding from 05% of the total number of ordinary shares have the following rights:

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

b) Review, search, and extract the minutes book and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts, and transactions that must be approved by the Board of Directors, and other documents, excluding documents related to CanThoWassco's trade secrets and business secrets;

c) Request the Board of Supervisors to inspect specific issues related to the management and operation of CanThoWassco when deemed necessary;

d) Requests under points b and c must be made in writing and sent to the CanThoWassco Board of Supervisors and must include the following contents: full name, contact address, nationality, and legal identification document number for individual shareholders; name, enterprise identification number or legal identification document number of the organization, and head office address for institutional shareholders; the number of shares and the time of registration of shares of each shareholder, the total number of shares of the entire group of shareholders, and the ownership percentage in the total number of shares of CanThoWassco; the issue to be inspected, and the purpose of the inspection;

đ) Propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and sent to CanThoWassco no later than five (05) working days before the opening date (calculated by the postmark of the date CanThoWassco receives the document). Proposals must clearly state the shareholder's name, the quantity of each class of shares owned by the shareholder, and the issue proposed to be included in the agenda;

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

3. Shareholders or groups of shareholders owning from 10% of the total number of ordinary shares or more have the right to nominate candidates for the Board of Directors and the Board of Supervisors. The nomination of candidates for the Board of Directors and the Board of Supervisors shall be conducted as follows:

a) Ordinary shareholders forming a group to nominate candidates for the Board of Directors and the Board of Supervisors must notify the attending shareholders of the group formation before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Board of Supervisors, the shareholder or group of shareholders specified in this clause has the right to nominate one or more People as decided by the General Meeting of Shareholders as candidates for the Board of Directors and the Board of Supervisors. In the event that the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Article 13. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. Pay in full and on time for the shares committed to be purchased.

2. Not to withdraw capital contributed by ordinary shares from CanThoWassco in any form, except in cases where shares are repurchased by CanThoWassco or others. In the event that a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this clause, such shareholder and related People in CanThoWassco shall be jointly and severally liable for the debts and other property obligations of CanThoWassco within the value of the withdrawn shares and damages incurred.

3. Comply with the Charter and regulations of CanThoWassco.

4. Abide by the Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

5. Keep confidential the information provided by CanThoWassco in accordance with this Charter and the law; only use the provided information to perform and protect their legitimate rights and interests; it is strictly prohibited to disseminate, copy, or send the information provided by CanThoWassco to other organizations or individuals.

6. Attend the General Meeting of Shareholders and exercise voting/election rights through the following forms:

a) Attend and vote/elect directly at the meeting;

b) Authorize others to attend and vote/elect at the meeting;

c) Attend and vote/elect through online meetings, electronic voting, or other electronic forms;

d) Send voting/election ballots to the meeting via mail, fax, or email.

7. Be personally liable when acting on behalf of CanThoWassco in any form to commit any of the following acts:

a) Violating the law;

b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;

c) Paying off debts that are not yet due in the face of financial risks to CanThoWassco.

8. Fulfill other obligations as prescribed by current law.

9. Provide an accurate address when registering to purchase shares. In the event that a shareholder changes their permanent residence or contact address, they must promptly notify CanThoWassco for updating in the share register. CanThoWassco shall not be responsible for failure to contact the shareholder due to the lack of notification of the shareholder's change of address.

10. Report on major shareholder ownership:

A major shareholder is a shareholder who owns 05% or more of the voting shares of CanThoWassco. Organizations and individuals becoming major shareholders of CanThoWassco have the obligation to report to The State Securities Commission and The Stock Exchange in accordance with the law.

Major shareholders must not take advantage of their position to harm the rights and interests of CanThoWassco and other shareholders.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of CanThoWassco. The General Meeting of Shareholders shall meet annually once (01) per year and within four (04) months from the end of the fiscal year. The Board of Directors may decide to extend the annual General Meeting of Shareholders in necessary cases, but not exceeding six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue for the General Meeting of Shareholders is determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors shall organize the convening of the annual General Meeting of Shareholders and select a suitable venue. The annual General Meeting of Shareholders shall decide on matters as prescribed by law and this Charter, especially the approval of the audited annual financial statements. In the event that the audit report of CanThoWassco's annual financial statements contains material exceptions, adverse opinions, or disclaimers, CanThoWassco must invite a representative of the approved audit organization that performed the audit of CanThoWassco's financial statements to attend the annual General Meeting of Shareholders, and the representative of the aforementioned approved audit organization has the responsibility to attend the annual General Meeting of Shareholders of CanThoWassco.

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

- a) The Board of Directors deems it necessary for the interests of CanThoWassco;
- b) The number of remaining members of the Board of Directors and the Board of Supervisors is less than the minimum number of members as prescribed by law;
- c) At the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 12 of this Charter; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and bearing the full signatures of the relevant shareholders, or the request document may be prepared in multiple copies and compiled with sufficient signatures of the relevant shareholders. The shareholder or group of shareholders shall be fully responsible before the law for the accuracy and truthfulness of the documents and

evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders;

d) At the request of the Board of Supervisors;

đ) Other cases as prescribed by law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders:

a) The Board of Directors shall convene a General Meeting of Shareholders within sixty (60) days from the date of the occurrence of the case specified in Point b, Clause 3 of this Article or from the date of receiving the request as prescribed in Point c and Point d, Clause 3 of this Article;

In case the Board of Directors fails to convene the aforementioned meeting, the Chairman of the Board of Directors and the members of the Board of Directors shall compensate for any damages incurred by CanThoWassco.

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

In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed, the Board of Supervisors shall compensate for any damages incurred by CanThoWassco.

c) In case the Board of Supervisors fails to convene a General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders specified in Point c, Clause 3 of this Article shall have the right to request the representative of CanThoWassco to convene the General Meeting of Shareholders as prescribed by the Law on Enterprises.

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

d) Procedures for organizing a General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Law on Enterprises.

Article 15. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the following rights and obligations:
 - a) To approve the development orientation of CanThoWassco;
 - b) To decide on the types of shares and the total number of shares of each type authorized to be offered; to decide on the annual dividend rate for each type of share;
 - c) To elect, dismiss, and remove members of the Board of Directors and members of the Board of Supervisors;
 - d) To decide on the investment or sale of assets valued at 35% or more of the total asset value recorded in the most recent financial statements of CanThoWassco;
 - đ) To decide on the amendment and supplementation of the CanThoWassco Charter;
 - e) To approve the annual financial statements;
 - g) To decide on the repurchase of more than 10% of the total sold shares of each type;
 - h) To review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to CanThoWassco and CanThoWassco shareholders;
 - i) To decide on the reorganization or dissolution of CanThoWassco;
 - k) To decide on the total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
 - l) To approve the Internal Corporate Governance Regulations; the Operational Regulations of the Board of Directors and the Board of Supervisors;
 - m) To approve the list of approved audit firms; to decide on the approved audit firm to perform the inspection of CanThoWassco's operations, and to dismiss the approved auditor when deemed necessary;
 - n) Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders shall discuss and approve the following issues:
 - a) The annual business plan of CanThoWassco;
 - b) The audited annual financial statements;
 - c) The report of the Board of Directors on the governance and performance results of the Board of Directors and each member of the Board of Directors;

d) The report of the Board of Supervisors on the business results of CanThoWassco and the performance results of the Board of Directors and the General Director;

đ) The self-assessment report on the performance results of the Board of Supervisors and its members;

e) The dividend rate for each share of each type;

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

h) To elect, dismiss, and remove members of the Board of Directors and members of the Board of Supervisors ;

i) To decide on the total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors ;

k) To approve the list of approved audit firms; to decide on the approved audit firm to perform the inspection of CanThoWassco's operations when deemed necessary;

l) To supplement and amend the CanThoWassco Charter;

m) The type of shares and the number of new shares to be issued for each type of share;

n) To divide, split, consolidate, merge, or convert CanThoWassco;

o) To reorganize and dissolve (liquidate) CanThoWassco and appoint a liquidator;

p) To decide on the investment or sale of assets valued at 35% or more of the total asset value recorded in the most recent financial statements of CanThoWassco;

q) To decide on the repurchase of more than 10% of the total sold shares of each type;

r) CanThoWassco enters into transactions valued at 35% or more, or transactions resulting in a total transaction value arising within twelve (12) months from the date of the first transaction valued at 35% or more of the total asset value recorded in the most recent financial statements between CanThoWassco and one of the following subjects:

- Members of the Board of Directors, members of the Board of Supervisors , the General Director, other managers, and affiliated People of these subjects;

- Shareholders, authorized representatives of shareholders owning more than 10% of the total ordinary share capital of CanThoWassco and their affiliated People;

- Enterprises affiliated with the subjects specified in Clause 2, Article 164 of the Law on Enterprises;

s) To approve the Internal Corporate Governance Regulations of CanThoWassco, the Operational Regulations of the Board of Directors, and the Operational Regulations of the Board of Supervisors ;

t) Other issues as prescribed by law and this Charter.

3. Shareholders shall not participate in voting in the following cases:

a) Approving contracts or transactions specified in Point d, Clause 1 of this Article when that shareholder or their affiliated person is a party to the contract or transaction;

b) The repurchase of shares of that shareholder or of their affiliated person, except where the share repurchase is carried out in proportion to the ownership ratio of all shareholders or the repurchase is carried out through order matching or public tender offer on The Stock Exchange.

4. All resolutions and issues included in the meeting agenda shall be discussed and voted upon at the General Meeting of Shareholders.

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders or authorized representatives of corporate shareholders may attend the meeting in person or authorize one (01) to three (03) other individuals or organizations to attend, or attend through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises. A corporate shareholder owning at least 10% of the total voting shares may authorize a maximum of three (03) authorized representatives, while an individual shareholder may only authorize one (01) authorized representative. In case more than one (01) authorized representative is appointed, the number of shares authorized for each representative must be specified. In case a shareholder does not specify the number of shares corresponding to each authorized representative, the authorized shares shall be divided equally (allocated) among all authorized representatives.

2. The authorization for an individual or organization to represent a shareholder at the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The authorization document shall be prepared in accordance with civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of the authorization, the scope of the authorization, the term of the authorization, and the signatures of the principal and the authorized party.

The authorized person attending the General Meeting of Shareholders must submit the authorization document when registering to attend the meeting. In case of re-authorization, the meeting attendee must present the original authorization document of the shareholder or the authorized representative of the corporate shareholder (if not previously registered with CanThoWassco).

3. The voting ballot of the authorized person attending the meeting within the scope of authorization shall remain valid when one of the following cases occurs:

- a) The principal has deceased, has their civil act capacity restricted, or has lost their civil act capacity;
- b) The principal has revoked the authorization appointment;
- c) The principal has revoked the authority of the person performing the authorization.

This clause does not apply in case CanThoWassco receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Variation of rights

1. The variation or cancellation of special rights attached to a class of preference shares shall be effective when approved by shareholders representing 65% or more of the total voting shares of all shareholders attending the meeting. A Resolution of the General Meeting of Shareholders regarding content that adversely changes the rights and obligations of shareholders owning preference shares shall only be passed if approved by shareholders of the same class of preference shares attending the meeting who own 75% or more of the total preference shares of that class, or approved by shareholders of the same class owning 75% or more of the total preference shares of that class in the case of passing a resolution by way of written opinion collection.

2. The organization of a meeting of shareholders holding a class of preference shares to approve the variation of rights mentioned above shall only be valid when there are at least two (02) shareholders (or their authorized representatives) holding at least one-third (1/3) of the par value of the issued shares of that class. In case there is an insufficient number of attendees as mentioned above, the meeting shall be re-organized within the next thirty (30) days, and those holding shares of that class (regardless of the number of people and number of shares) present in person or via authorized representative shall be considered as sufficient for the required number of attendees. At the meetings of shareholders holding the aforementioned preference shares, those holding shares of that class present in person or via representative may request a secret ballot. Each share of the same class shall have equal voting rights at the aforementioned meetings.

3. The procedure for conducting such separate meetings shall be carried out similarly to the provisions in Article 19, Article 20, and Article 21 of this Charter.

4. Unless the terms of share issuance provide otherwise, the special rights attached to classes of shares with preferential rights regarding some or all matters related to the

profit distribution or assets of CanThoWassco shall not be changed when CanThoWassco issues additional shares of the same class.

Article 18. Convening, agenda, and notice of the General Meeting of Shareholders

1. The Board of Directors shall convene the annual and extraordinary General Meeting of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases prescribed in Clause 3, Article 14 of this Charter.

2. The convener of the General Meeting of Shareholders shall perform the following tasks:

a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the notice of the General Meeting of Shareholders. CanThoWassco shall disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the final registration date;

b) Prepare the agenda and content of the meeting;

c) Prepare documents for the meeting;

d) Draft the Resolution of the General Meeting of Shareholders according to the expected content of the meeting; list and detailed information of candidates in case of electing members of the Board of Directors, members of the Board of Supervisors;

đ) Determine the time and location of the meeting;

e) Notify and send the notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

g) Provide information and resolve complaints related to the list of shareholders;

h) Provide the corresponding username and password for shareholders and authorized representatives (if any) to access the online General Meeting of Shareholders system, attend and exercise the right to vote and elect in case CanThoWassco organizes an online General Meeting of Shareholders and electronic voting;

i) Other tasks serving the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring it reaches the shareholder's contact address, and simultaneously published on the website of CanThoWassco and the Stock Exchange where CanThoWassco's shares are listed or registered for trading. The convener of the General Meeting of Shareholders shall send the meeting notice to all shareholders on the List of shareholders entitled to attend no later than twenty-one (21) days before the

opening date of the General Meeting of Shareholders. The agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting shall be sent to shareholders or posted on the website of CanThoWassco. In case documents are not sent with the notice of the General Meeting of Shareholders, the meeting notice shall clearly state the link to the full meeting documents so that shareholders can access them, including:

- a) Meeting agenda, documents used in the meeting;
- b) List and detailed information of candidates in case of electing members of the Board of Directors, members of the Board of Supervisors;
- c) Voting ballot/Election ballot;
- d) Draft resolution for each issue in the meeting agenda.

4. A shareholder or group of shareholders specified in Clause 2, Article 12 of this Charter shall have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal shall be made in writing and sent to CanThoWassco no later than three (03) working days before the opening date of the meeting. The proposal shall clearly state the name of the shareholder, the quantity of each type of share owned by the shareholder, and the issue proposed to be included in the agenda.

5. The convener of the General Meeting of Shareholders shall have the right to refuse the proposal specified in Clause 4 of this Article in the following cases:

- a) The proposal is sent not in accordance with the provisions of Clause 4 of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 05% of ordinary shares;
- c) The proposed issue does not fall within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases as prescribed by law and this Charter.

In case the convener of the General Meeting of Shareholders refuses the proposal specified in Clause 4 of this Article, they shall respond in writing and clearly state the reasons no later than two (02) working days before the opening date of the General Meeting of Shareholders.

6. The convener of the General Meeting of Shareholders shall accept and include the proposal specified in Clause 4 of this Article in the expected agenda and content of the meeting, except for the cases specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for conducting the General Meeting of Shareholders

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

2. In case the first meeting does not meet the conditions for conduct as prescribed in Clause 1 of this Article, the notice for the second meeting shall be sent within thirty (30) days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when the number of shareholders attending represents at least 33% of the total voting shares.

3. In case the second meeting does not meet the conditions for conduct as prescribed in Clause 2 of this Article, the notice for the third meeting shall be sent within twenty (20) days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total voting shares of the shareholders attending.

4. Only the General Meeting of Shareholders shall have the right to decide on changing the meeting agenda that has been sent with the meeting notice as prescribed in Clause 3, Article 18 of this Charter.

Article 20. Procedures for conducting and voting at the General Meeting of Shareholders

1. Before opening the meeting, CanThoWassco shall carry out shareholder registration procedures and shall perform registration until all shareholders entitled to attend the meeting have registered, following this sequence:

a) The Board of Directors or the General Meeting of Shareholders shall elect a Committee for verification of shareholder eligibility at the General Meeting of Shareholders;

b) When conducting shareholder registration, CanThoWassco shall issue to each shareholder or authorized representative with voting rights a voting card, and/or voting ballot, election ballot (if any), on which the registration number, full name of the shareholder (if the shareholder is an individual), information of the organization (if the shareholder is an organization), full name of the authorized representative, and the number of voting shares of that shareholder are recorded. Voting shall be conducted by Agree, Disagree, and Abstain. At the General Meeting, the number of Agree cards shall be counted first, the number of Disagree cards shall be counted later, and finally, the total number of Agree or Disagree votes shall be counted to make a decision. The Chairperson shall announce immediately after the vote counting results are available. The General Meeting shall elect People responsible for vote counting or supervising vote counting at the request of the Chairperson. The number of members of the vote

counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the meeting Chairperson;

c) A shareholder, authorized representative of a shareholder that is an organization, or an authorized person arriving after the meeting has opened shall have the right to register immediately and thereafter have the right to participate and vote/elect at the meeting immediately after registration. The Chairperson shall not be responsible for stopping the meeting to allow late-arriving shareholders to register, and the validity of the contents already voted on shall not change.

2. The election of the Chairperson, secretary, and vote counting committee shall be prescribed as follows:

a) The Chairman of the Board of Directors shall act as the chairperson or authorize another member of the Board of Directors to act as the chairperson of the General Meeting of Shareholders convened by the Board of Directors. In the event that the Chairman is absent or temporarily unable to perform their duties, the remaining members of the Board of Directors shall elect one of them to act as the chairperson of the meeting by a majority vote. In the event that no chairperson can be elected, the Head of the Board of Supervisors shall preside over the General Meeting of Shareholders to elect a chairperson from among those present, and the person with the highest number of votes shall act as the chairperson of the meeting;

b) Except as otherwise provided in point a of this clause, the person who signed the notice to convene the General Meeting of Shareholders shall preside over the General Meeting of Shareholders to elect a chairperson, and the person with the highest number of votes shall act as the chairperson of the meeting;

c) The chairperson shall appoint one or more People to act as the secretary of the meeting;

d) The General Meeting of Shareholders shall elect one or more People to the vote counting committee at the proposal of the chairperson of the meeting.

3. The agenda and content of the meeting shall be approved by the General Meeting of Shareholders during the opening session. The agenda must specify the time allocated for each issue in the meeting agenda.

4. The chairperson of the meeting has the right to take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of those present.

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

b) Ensure safety for all People present at the meeting venues;

c) Create conditions for shareholders to attend (or continue to attend) the meeting. The person convening the General Meeting of Shareholders has full authority

to change the aforementioned measures and apply all necessary measures. The measures applied may include issuing entry passes or using other forms of selection.

5. Shareholders or authorized representatives arriving after the meeting has opened shall still be registered and have the right to participate and vote immediately after registration; in this case, the validity of the matters already voted upon shall remain unchanged.

6. The person convening the meeting or the chairperson of the General Meeting of Shareholders has the following rights:

a) Require all attendees to undergo security checks or other lawful and reasonable security measures;

b) Request competent authorities to maintain order at the meeting; expel from the General Meeting of Shareholders those who do not comply with the chairperson's authority, intentionally disrupt order, prevent the normal progress of the meeting, or fail to comply with security check requirements.

7. The chairperson has the right to postpone the General Meeting of Shareholders that has reached the maximum number of registered attendees for no more than three (03) working days from the date the meeting was intended to open, and may only postpone the meeting or change the meeting venue in the following cases:

a) The meeting venue does not have enough convenient seating for all attendees;

b) Communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;

c) There are attendees who obstruct or disrupt order, posing a risk that the meeting will not be conducted fairly and lawfully.

8. In the event that the chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among those present to replace the chairperson and conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective and enforceable.

9. In the event that CanThoWassco applies modern technology to organize the General Meeting of Shareholders via online meetings, CanThoWassco is responsible for ensuring that shareholders can attend and vote via electronic voting or other electronic forms as stipulated in Article 144 of the Law on Enterprises and the Law on Securities.

Article 21. Forms and conditions for passing resolutions of the General Meeting of Shareholders

1. Forms of passing resolutions of the General Meeting of Shareholders:

a) The General Meeting of Shareholders passes resolutions within its authority by voting at the meeting (in-person/online) or by collecting written opinions;

b) The following issues must be passed by voting at the General Meeting of Shareholders:

- Amendment and supplementation of the contents of the CanThoWassco Charter, excluding contents that are informational regarding the enterprise such as phone number, fax, email, website, and logo of CanThoWassco;

- Development orientation of CanThoWassco;

- Types of shares and total number of shares of each type;

- Election, dismissal, and removal of members of the Board of Directors and members of the Board of Supervisors ;

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

- Approval of annual financial statements;

- Reorganization or dissolution of CanThoWassco.

2. Conditions for passing a Resolution:

a) A resolution on the following content is passed if it is approved by shareholders representing 65% or more of the total voting shares of all shareholders attending and voting at the meeting, except for cases specified in points c of Clause 2 and Clause 3 of this Article:

- Types of shares and total number of shares of each type;

- Change of business lines and sectors;

- Change of the management organizational structure of CanThoWassco;

- Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the most recent audited financial statements of CanThoWassco;

- Reorganization or dissolution of CanThoWassco.

b) Other resolutions are passed when approved by shareholders owning over 50% of the total voting shares of all shareholders attending and voting at the meeting, except for cases specified in point a, point c of Clause 2 and Clause 3 of this Article;

c) Voting for members of the Board of Directors and the Board of Supervisors must be carried out using cumulative voting, whereby each shareholder has a total number of voting shares corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Board of Supervisors , and the shareholder has the right to allocate all or part of their total votes to one or more candidates. The person elected as a member of the Board of Directors

or the Board of Supervisors is 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 specified in this Charter is reached. In the event that two (02) or more candidates receive the same number of votes for the final member of the Board of Directors or the Board of Supervisors, a re-election shall be conducted among the candidates with the same number of votes or selection shall be made according to criteria specified in the election regulations.

3. In the event that a resolution is passed by collecting written opinions, the resolution of the General Meeting of Shareholders is passed if it is approved by shareholders owning over 50% of the total voting shares of all shareholders with voting rights.

4. A resolution of the General Meeting of Shareholders passed by 100% of the total voting shares is lawful and effective even if the order and procedures for convening the meeting and passing that resolution violate the provisions of the Law on Enterprises and this Charter.

Article 22. Authority and procedures for collecting written opinions from shareholders to pass resolutions of the General Meeting of Shareholders

The authority and procedures for collecting written opinions from shareholders to pass resolutions of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors has the right to collect written opinions from shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the interests of CanThoWassco, except for cases specified in point b, Clause 1, Article 21 of this Charter.

2. The Board of Directors must prepare opinion ballots, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolution, and send them to all shareholders with voting rights at least ten (10) days before the deadline for returning the opinion ballots. The requirements and methods for sending opinion ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.

3. The opinion ballot must include the following essential contents:

a) Name, address of the head office, enterprise code;

b) Purpose of collecting opinions;

c) Full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, address of the head office for institutional shareholders, or full name, contact address, nationality, legal document number of the individual for the

representative of the institutional shareholder; quantity of shares of each type and number of voting shares of the shareholder;

d) Issue requiring opinion collection to pass the resolution;

đ) Voting options including agree, disagree, and abstain for each issue requiring opinion collection;

e) Deadline for returning the completed opinion ballot to CanThoWassco;

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

4. Shareholders may send their completed opinion ballots to CanThoWassco by mail, fax, or email in accordance with the following provisions:

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

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

c) Voting ballots sent to CanThoWassco after the deadline specified in the content of the voting ballot, or those that have been opened in the case of mail or disclosed in the case of fax or email, shall be invalid. Voting ballots not sent back shall be considered as ballots not participating in the vote.

5. The Board of Directors shall organize the vote counting and prepare the vote counting minutes under the witness of the Board of Supervisors or shareholders who do not hold management positions at CanThoWassco. The vote counting minutes must contain the following primary contents:

a) Name, address of the head office, and enterprise identification number;

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

c) Number of shareholders with the total number of voting shares that participated in the vote, in which valid and invalid voting shares are distinguished, and the method of sending voting ballots, accompanied by an appendix of the list of shareholders participating in the vote;

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

đ) Matters passed and the corresponding voting rate for approval;

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

Members of the Board of Directors, vote counters, and vote counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote counting minutes; and shall be jointly liable for damages arising from decisions passed due to dishonest or inaccurate vote counting.

6. The vote counting minutes and the resolution shall be sent to shareholders within fifteen (15) days from the date of completion of the vote counting. Sending the vote counting minutes and the resolution may be replaced by posting them on the website of CanThoWassco within twenty-four (24) hours from the time of completion of the vote counting.

7. The completed voting ballots, vote counting minutes, passed resolutions, and related documents sent with the voting ballots shall all be kept at the head office of CanThoWassco.

8. A resolution passed in the form of written shareholder voting shall have the same validity as a resolution passed at a General Meeting of Shareholders.

Article 23. Resolutions and Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded by audio or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may be additionally prepared in English, and must include the following primary contents:

- a) Name, address of the head office, and enterprise identification number;
- b) Time and location of the General Meeting of Shareholders;
- c) Meeting agenda and content;
- d) Full name of the chairperson and secretary;
- đ) Summary of meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each matter in the meeting agenda;
- e) Number of shareholders and total number of voting shares of shareholders attending the meeting, appendix of the list of registered shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
- g) Total number of votes for each voting matter, clearly stating the voting method, total number of valid and invalid votes, votes for, against, and abstain; and the corresponding percentage of the total voting shares of shareholders attending the meeting;
- h) Matters passed and the corresponding voting rate for approval;

i) Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain full content as prescribed in this Clause. The meeting minutes shall clearly state the refusal of the chairperson or secretary to sign the minutes.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairperson and secretary of the meeting or other People signing the meeting minutes shall be jointly liable for the truthfulness and accuracy of the content of the minutes.

3. Minutes prepared in Vietnamese and English shall have the same legal validity. In case of any discrepancy between the content of the minutes in Vietnamese and English, the content in the Vietnamese minutes shall apply.

4. Resolutions, minutes of the General Meeting of Shareholders, appendices of the list of shareholders registered to attend the meeting with shareholders' signatures, written authorizations to attend the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the head office of CanThoWassco.

Article 24. Request for cancellation of resolutions of the General Meeting of Shareholders

Within ninety (90) days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results of the General Meeting of Shareholders, shareholders or groups of shareholders as prescribed in Clause 2, Article 12 of this Charter have the right to request the People's Court of Can Tho City to consider and cancel the resolution or a part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and this Charter, except for the case prescribed in Clause 4, Article 21 of this Charter.

2. The content of the resolution violates the law or this Charter.

Article 25. Validity of resolutions of the General Meeting of Shareholders

1. A resolution of the General Meeting of Shareholders shall be effective from the date it is passed or from the effective date stated in that resolution.

2. In case a shareholder or group of shareholders requests the People's Court of Can Tho City to cancel a resolution of the General Meeting of Shareholders in accordance with Article 24 of this Charter, that resolution shall remain in effect until the decision

to cancel that resolution by the People's Court of Can Tho City takes effect, except for the application of temporary emergency measures according to the decision of the competent authority.

Chapter V BOARD OF DIRECTORS

Article 26. Candidacy and nomination of members of the Board of Directors

1. In case candidates for the Board of Directors have been identified, CanThoWassco must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the website of CanThoWassco so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors 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 for the best interests of CanThoWassco if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a) Full name, date, month, and year of birth;
- b) Professional qualification;
- c) Work experience;
- d) Other management positions (including positions on the Board of Directors of other companies);
- đ) Interests related to CanThoWassco and related parties of CanThoWassco;
- e) Other information (if any);
- g) CanThoWassco shall be responsible for disclosing information about companies where the candidate is currently holding the position of member of the Board of Directors, other management positions, and interests related to the company of the candidate for the Board of Directors (if any).

2. Shareholders or groups of shareholders holding from 10% to less than 30% of the total voting shares have the right to nominate a maximum of two (02) candidates; from 30% to less than 50% may nominate a maximum of three (03) candidates; from 50% or more may nominate a maximum of four (04) candidates.

3. In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as required by Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with this Charter, the Internal Corporate Governance Regulations of CanThoWassco, and the Regulations on Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board

of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

4. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1, Article 155 of the Law on Enterprises.

Article 27. Composition and term of members of the Board of Directors

1. The number of members of the Board of Directors is five (05) People.

2. The term of members of the Board of Directors shall not exceed five (05) years and they may be re-elected for an unlimited number of terms.

3. The structure of the Board of Directors must ensure that at least 01 member of the Board of Directors is a non-executive member.

4. A member of the Board of Directors shall no longer hold the status of member of the Board of Directors in case they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises. During the period from the time of submitting the resignation letter to the time of official dismissal, the member of the Board of Directors must still fully perform their rights and obligations in accordance with the law and this Charter. The right to receive remuneration of the member shall be calculated until the effective date of the Resolution on dismissal of the General Meeting of Shareholders.

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

6. Members of the Board of Directors may not be shareholders of CanThoWassco.

Article 28. Powers and obligations of the Board of Directors

1. The Board of Directors is the management body of CanThoWassco, having full authority on behalf of CanThoWassco to decide, exercise the rights and obligations of CanThoWassco, except for rights and obligations under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be defined by law, the Charter, internal regulations of CanThoWassco, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:

a) To decide on the strategy, medium-term development plans, and annual business plans of CanThoWassco;

b) To propose the types of shares and the total number of shares of each type authorized to be offered;

c) To decide on the sale of unsold shares within the scope of the number of shares authorized to be offered of each type; to decide on raising additional capital in other forms;

d) To decide on the selling price of shares and bonds of CanThoWassco;

đ) To decide on the redemption of shares in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

e) To decide on investment plans and investment projects within their authority and limits as prescribed by law;

g) To decide on solutions for market development, marketing, and technology;

h) To approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value recorded in the most recent financial statements of CanThoWassco; except for contracts and transactions falling under the decision-making authority of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises;

i) To elect, dismiss, and remove the Chairman of the Board of Directors; to appoint, dismiss, sign contracts with, and terminate contracts with the General Director and other key managers as stipulated by the [CanThoWassco Charter](#); to decide on the salaries, remuneration, bonuses, and other benefits of such managers; to appoint authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and to decide on the remuneration and other benefits of such People;

k) To supervise the General Director and other executives of CanThoWassco;

l) To decide on the organizational structure and internal corporate governance regulations of CanThoWassco; to decide on the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares in other enterprises;

m) To approve the program and content of documents serving the General Meeting of Shareholders, to convene the General Meeting of Shareholders, or to collect opinions for the General Meeting of Shareholders to pass resolutions;

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

o) To propose the dividend payout rate; to decide on the time limit and procedures for dividend payment or handling of losses incurred during business operations;

p) To propose the reorganization or dissolution of CanThoWassco; to request the bankruptcy of CanThoWassco;

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

s) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law, and this Charter.

3. The Board of Directors shall report to the General Meeting of Shareholders on the operating results of the Board of Directors in accordance with the Law on Securities.

Article 29. Remuneration, bonuses, and other benefits of members of the Board of Directors

1. CanThoWassco has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.

2. Members of the Board of Directors are entitled to remuneration for their work and bonuses. The total amount of remuneration and bonuses for the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting. This remuneration shall be divided among the members of the Board of Directors as agreed within the Board of Directors or divided equally in case no agreement can be reached.

3. The remuneration of each member of the Board of Directors shall be included in the business expenses of CanThoWassco in accordance with the law on corporate income tax, shall be presented as a separate item in the annual financial statements of CanThoWassco, and shall be reported to the General Meeting of Shareholders at the annual meeting.

4. A member of the Board of Directors holding an executive position, or a member of the Board of Directors working in sub-committees of the Board of Directors, or performing other tasks outside the scope of the normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum fee, salary, commission, percentage of profits, or in other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to be reimbursed for all travel, accommodation, and other reasonable expenses that they have incurred while performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or sub-committees of the Board of Directors.

6. Members of the Board of Directors and their affiliated People, when conducting transactions in shares of CanThoWassco, must report to The State Securities Commission and perform information disclosure regarding such transactions in accordance with the law.

7. Members of the Board of Directors may be covered by liability insurance purchased by CanThoWassco after approval by the General Meeting of Shareholders. This insurance does not include coverage for liabilities of members of the Board of Directors related to violations of the law and this Charter.

Article 30. Chairman of the Board of Directors

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

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

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

- a) To establish the program and activity plan of the Board of Directors;
- b) To prepare the program, content, and documents serving the meetings; to convene, preside over, and chair meetings of the Board of Directors;
- c) To organize the passing of resolutions and decisions of the Board of Directors;
- d) To supervise the implementation process of resolutions and decisions of the Board of Directors;
- đ) To chair the meetings of the General Meeting of Shareholders;
- e) To represent CanThoWassco in exercising the rights and obligations of the legal representative in accordance with the law and this Charter;
- g) To decide on matters that do not require a decision from the Board of Directors, including representing CanThoWassco to directly sign or authorize the signing of contracts, financial and commercial transactions, except for contracts required to be approved under the authority of the General Meeting of Shareholders or the Board of Directors;
- h) To directly recruit or authorize the recruitment of employees; to decide or authorize the determination of salaries, allowances, and other benefits for employees;
- i) To appoint and dismiss management positions (Deputy General Director, Chief Accountant, Heads and Deputy Heads of units, person in charge of internal audit) upon the proposal of the General Director;
- k) Other rights and obligations as prescribed by the Law on Enterprises and this Charter.

4. In case the Chairman of the Board of Directors resigns or is dismissed or removed, the Board of Directors must elect a replacement within ten [10] days from the date of receiving the resignation letter or the decision of dismissal or removal.

5. In case the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize in writing another member to perform the rights and obligations of the Chairman of the Board of Directors. In case there is no authorized person or the Chairman of the Board of Directors is deceased, missing, temporarily detained, serving a prison sentence, serving an administrative handling measure at a compulsory detoxification center or compulsory education center, has fled from their place of residence, has limited or lost civil act capacity, has difficulty in cognition or behavior control, is prohibited by the Court from holding certain positions, practicing certain professions, or doing certain jobs, the remaining members shall elect one among them to hold the position of Chairman of the Board of Directors based on the principle of a majority of the remaining members agreeing until a new decision is made by the Board of Directors.

Article 31. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of completion of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one (01) member with the same highest number of votes or percentage of votes, the members shall elect by majority principle to choose one (01) person among them to convene the meeting of the Board of Directors.

2. The Board of Directors shall meet at least once (01) per quarter and may hold extraordinary meetings.

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

- a) Upon the request of the Board of Supervisors ;
- b) Upon the request of the General Director or at least five (05) other managers;
- c) Upon the request of at least two (02) members of the Board of Directors.

4. The request specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions falling under the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receiving the request specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred to CanThoWassco; the requester has the right to replace the Chairman of the Board of Directors in convening the meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting shall send a notice of the meeting at least three (03) working days

prior to the meeting date. The meeting notice must specify the time and location of the meeting, the agenda, and the matters to be discussed and decided. The meeting notice must be accompanied by documents to be used at the meeting and voting ballots for members.

The notice of the Board of Directors meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods, ensuring it reaches the contact address of each member of the Board of Directors registered with CanThoWassco.

7. The Chairman of the Board of Directors or the person convening the meeting shall send the meeting notice and accompanying documents to the members of the Board of Supervisors in the same manner as for members of the Board of Directors.

Members of the Board of Supervisors have the right to attend meetings of the Board of Directors; they have the right to discuss but not to vote.

8. A meeting of the Board of Directors shall be conducted when at least three-quarters (3/4) of the total number of members are in attendance. In case the meeting convened according to this provision does not have sufficient members in attendance, it shall be reconvened for the second time within seven (07) days from the intended date of the first meeting. In this case, the meeting shall be conducted if more than one-half (1/2) of the members of the Board of Directors are in attendance.

9. A member of the Board of Directors is considered to be present and voting at the meeting in the following cases:

a) Attending and voting directly at the meeting;

b) Authorizing another person to attend and vote in accordance with Clause 11 of this Article;

c) Attending and voting via online conference, electronic voting, or other electronic forms;

d) Sending a voting ballot to the meeting via mail, fax, or email.

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

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

12. A meeting of the Board of Directors may be organized in the form of an online conference between members of the Board of Directors when all or some members are in different locations, provided that each participating member can:

a) Hear each other member of the Board of Directors participating in the meeting speak;

b) Speak to all other attendees simultaneously.

Discussion between members may be conducted directly via telephone or other means of communication or a combination of all these methods. A member of the Board of Directors participating in such a meeting is considered 'present' at that meeting. The location of the meeting organized under this provision is the location where the largest number of members of the Board of Directors are present or the location where the meeting Chairperson is present.

Decisions passed in the form of telephone meetings or online conferences are organized and conducted legally and take effect immediately upon the conclusion of the meeting, but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting, or the meeting minutes must be confirmed by all members of the Board of Directors via the email address that the member has registered with CanThoWassco.

13. Voting:

a) Except for the provisions in point b of this clause, each member of the Board of Directors or an authorized person directly attending in a personal capacity at the Board of Directors meeting has one (01) vote;

b) A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which that member or their related person has an interest that conflicts or may conflict with the interests of CanThoWassco. A member of the Board of Directors shall not be counted in the minimum quorum required to hold a Board of Directors meeting regarding decisions on which that member does not have the right to vote;

c) Pursuant to the provisions in point d of this clause, when an issue arises at the meeting related to the interests or voting rights of a member of the Board of Directors and that member does not voluntarily waive their voting right, the ruling of the Chairperson shall be the final decision, except in cases where the nature or scope of the interest of the related member of the Board of Directors has not been fully disclosed;

d) A member of the Board of Directors benefiting from a contract specified in Clause 6, Article 46 of this Charter is considered to have a significant interest in that contract.

14. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with CanThoWassco and knows that they are an interested person has the responsibility to disclose this interest at the first meeting of the Board discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that they and their related person have an interest at the time the contract or transaction is signed with CanThoWassco, as soon as they become aware, this member of the Board

of Directors must notify the Board of Directors and disclose the related interests at the first meeting of the Board of Directors held after this member becomes aware that they have or will have an interest in the aforementioned transaction or contract.

15. A Resolution or decision of the Board of Directors is passed if approved by a majority of the members in attendance (over 50%); in case of a tie, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

16. A Resolution in the form of written consultation is passed based on the approval of a majority of the members of the Board of Directors with voting rights. This Resolution has the same effect and validity as a resolution passed at a meeting.

17. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and such minutes shall be authentic evidence of the work conducted at the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting shall be prepared in Vietnamese and must be signed by the Chairperson and the secretary of the meeting.

18. People invited to attend as observers: The Board of General Directors, the Secretary of CanThoWassco, other executives (if not members of the Board of Directors), and experts of a third party may attend the Board of Directors meeting upon the invitation of the Board of Directors, and have the right to discuss but not to vote unless they themselves have the right to vote as a member of the Board of Directors.

Article 32. Sub-committees under the Board of Directors

1. The Board of Directors may establish sub-committees to be in charge of development policy, human resources, remuneration, internal audit, and risk management. The number of members of a sub-committee shall be decided by the Board of Directors and shall have at least three (03) people, including members of the Board of Directors and external members. Non-executive members of the Board of Directors should constitute the majority in the sub-committee, and one of these members shall be appointed as the Head of the sub-committee according to the decision of the Board of Directors. The activities of the sub-committee must comply with the regulations of the Board of Directors. A resolution of the sub-committee is only effective when approved by a majority of members attending and voting at the sub-committee meeting.

2. The implementation of decisions of the Board of Directors, or of a sub-committee under the Board of Directors, or of a person who is a member of a sub-committee of the Board of Directors must be in accordance with current legal regulations and the provisions of this Charter and the Corporate governance regulations of CanThoWassco.

Article 33. CanThoWassco Corporate Governance Officer

1. The Board of Directors of CanThoWassco shall appoint at least one (01) person as the CanThoWassco Corporate Governance Officer to support the corporate governance of CanThoWassco. The CanThoWassco Corporate Governance Officer may concurrently serve as the Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The CanThoWassco Corporate Governance Officer shall not concurrently work for an approved auditing organization that is auditing the Financial statements of CanThoWassco.

3. The CanThoWassco Corporate Governance Officer has the following rights and obligations:

a) Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related matters between CanThoWassco and shareholders;

b) Preparing meetings of the Board of Directors, the Board of Supervisors , and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors ;

c) Advising on meeting procedures;

d) Attending meetings;

đ) Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;

e) Providing financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Board of Supervisors ;

g) Supervising and reporting to the Board of Directors on the information disclosure activities of CanThoWassco;

h) Acting as the contact point with interested parties;

i) Maintaining confidentiality of information in accordance with legal regulations and this Charter;

k) Other rights and obligations as prescribed by law and this Charter.

Article 34. CanThoWassco Secretary

When deemed necessary, the Board of Directors shall decide to appoint a CanThoWassco Secretary, provided that it does not contravene current labor laws. The

Board of Directors may also appoint one or more Assistant CanThoWassco Secretaries from time to time. The roles and duties of the CanThoWassco Secretary are as follows:

1. Prepare meetings of the Board of Directors and the General Meeting of Shareholders as requested by the Board of Directors; record the minutes of meetings.
2. Support members of the Board of Directors in exercising their assigned rights and obligations.
3. Collect, analyze, and process information, documents, and reports as requested by members of the Board of Directors and the Board of Supervisors .
4. Ensure that resolutions of the Board of Directors are in accordance with the law.
5. Support CanThoWassco in complying with information disclosure obligations.
6. The CanThoWassco Secretary is responsible for maintaining confidentiality in accordance with the provisions of the law and this Charter.

Chapter VI **EXECUTIVE ORGANIZATIONAL STRUCTURE**

Article 35. Organization of the management apparatus

The management system of CanThoWassco must ensure that the management apparatus is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the daily business operations of CanThoWassco. CanThoWassco shall have a General Director, Deputy General Directors, a Chief Accountant, and other management positions appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by a resolution or decision of the Board of Directors.

Article 36. CanThoWassco Executives

1. Upon the proposal of the General Director and with the approval of the Board of Directors, CanThoWassco may recruit other executives, with the number and standards suitable to the structure and management regulations of CanThoWassco as prescribed by the Board of Directors. CanThoWassco executives shall be responsible for supporting CanThoWassco in achieving the goals set out in its operations and organization.

2. The General Director shall be paid a salary, bonus, and other related benefits. The salary, bonus, and other related benefits of the General Director shall be decided by the Board of Directors. Contracts with other executives shall be decided by the Board of Directors based on the proposal of the General Director.

3. The salary of executives shall be included in the business expenses of CanThoWassco in accordance with the law on corporate income tax, presented as a

separate item in the annual financial statements of CanThoWassco, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 37. Appointment, dismissal, duties, and powers of the General Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or hire another person as the General Director.

2. The General Director is the person who manages the daily business operations of CanThoWassco, is subject to the supervision of the Board of Directors, the Chairman of the Board of Directors and is accountable to the Board of Directors, the Chairman of the Board of Directors, and the law for the performance of assigned rights and obligations.

3. The term of the General Director shall not exceed five (05) years and they may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions as prescribed by law and this Charter.

4. The General Director shall be authorized by the Chairman of the Board of Directors to execute and sign contracts, transactions, and tasks under the authority of the Chairman of the Board of Directors according to the content and scope of the written authorization.

The General Director may authorize Deputy General Directors or other positions to perform certain tasks within their scope of management and direction and shall be responsible for such authorization in accordance with the law (except in cases of receiving authorization from the Chairman of the Board of Directors).

5. The General Director of CanThoWassco must meet the following standards and conditions:

a) Have full civil act capacity and not be among the subjects prohibited from establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;

b) Not be a person with a family relationship with:

- An enterprise manager or a member of the Board of Supervisors of CanThoWassco;

- A representative of state capital at CanThoWassco.

c) Have professional qualifications and practical experience in business administration or in the main business lines of CanThoWassco.

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

a) Organize the management of daily production and business activities of CanThoWassco in accordance with resolutions of the General Meeting of Shareholders, the Board of Directors, and the direction of the Chairman of the Board of Directors;

b) Sign contracts, transactions, and other tasks on behalf of CanThoWassco as authorized by the Chairman of the Board of Directors;

c) Organize the implementation of resolutions of the General Meeting of Shareholders and resolutions of the Board of Directors; the General Director has the right to refuse to implement resolutions of the Board of Directors if such resolutions are contrary to the law, the CanThoWassco Charter, or decisions of the General Meeting of Shareholders. Such refusal must be sent to the Board of Directors in writing and must clearly state the reasons;

d) Organize the implementation of the business plan and investment plan of CanThoWassco that have been approved by the Board of Directors or the General Meeting of Shareholders;

đ) Propose the organizational structure and internal management regulations of CanThoWassco;

e) Propose the appointment, dismissal, and removal of management positions (Deputy General Director, Chief Accountant, Heads/Deputy Heads of units, and other management positions) to the Chairman of the Board of Directors for decision;

g) Recruit employees; sign labor contracts; decide on salaries, allowances, and other benefits for employees (as authorized);

h) Assign and authorize Deputy General Directors to be in charge of specific areas of operation and be responsible for such assignment and authorization;

i) Perform other rights and obligations as prescribed by law, the CanThoWassco Charter, internal regulations, labor contracts, and resolutions of the Board of Directors as follows:

- Submit to the Board of Directors investment plans and investment cooperation projects with domestic and foreign partners.

- Implement the assignment and delegation of Deputy General Directors to be in charge of specific areas of operation.

- Implement the reporting regime to the Board of Directors and the Board of Supervisors . Prepare full reports according to the agenda required by the Board of Directors and the Board of Supervisors .

- By November 30 of each year at the latest, the General Director must submit to the Board of Directors for approval the detailed business plan for the next fiscal year based on the actual situation and financial plan of CanThoWassco.

- Propose measures to improve the operations and management of CanThoWassco to the Board of Directors.

- Request the Board of Directors to convene an extraordinary meeting to resolve issues exceeding the authority of the General Director or major fluctuations within CanThoWassco.

- Be permitted to make decisions exceeding their authority in emergency cases such as: Natural disasters, war, fire, incidents, etc., and shall be responsible for such decisions; at the same time, must immediately report to the Chairman of the Board of Directors for implementation guidance.

- Perform all other activities as prescribed by this Charter, the regulations of CanThoWassco, resolutions of the Board of Directors, and the provisions of the law.

k) The General Director is accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report when requested.

Article 38. Deputy General Director

1. The Deputy General Director is an assistant to the General Director. The Deputy General Director is assigned and delegated or authorized by the General Director to manage one or several areas of CanThoWassco's operations. The Deputy General Director is directly accountable to the General Director and the law for the tasks assigned or delegated. The Deputy General Director may concurrently hold the position of head of departments or affiliated units.

2. The salary, remuneration, benefits, and other terms of the Deputy General Director shall be decided by the Board of Directors based on the proposal of the General Director.

Chapter VII BOARD OF SUPERVISORS

Article 39. Candidacy and nomination of members of the Board of Supervisors

1. The candidacy and nomination of members of the Board of Supervisors shall be carried out similarly to the provisions in Clause 1, Article 26 of this Charter.

2. A shareholder or group of shareholders holding from 10% to less than 30% of the total voting shares may nominate a maximum of one (01) candidate; from 30% to less than 50% may nominate a maximum of two (02) candidates; from 50% or more may nominate a maximum of three (03) candidates.

3. In case the number of candidates for the Board of Supervisors through nomination and candidacy is not sufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with this

Charter, the CanThoWassco Corporate governance regulations, and the Regulations on Operation of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 40. Members of the Board of Supervisors

1. The number of members of the Board of Supervisors of CanThoWassco is three (03) People. The term of a member of the Board of Supervisors shall not exceed five (05) years and they may be re-elected for an unlimited number of terms.

2. Members of the Board of Supervisors must meet the standards and conditions as prescribed in Article 169 of the Law on Enterprises and must not fall into the following cases:

a) Working in the accounting or finance department of CanThoWassco;

b) Being a member or employee of an independent Audit firm that has audited the financial statements of CanThoWassco in the three (03) consecutive years immediately preceding.

3. A member of the Board of Supervisors shall be dismissed in the following cases:

a) No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 2 of this Article;

b) Submitting a resignation letter by sending a written notice to CanThoWassco's headquarters. Membership shall only terminate from the time the General Meeting of Shareholders approves the dismissal; During the period from the submission of the application to the official dismissal, such member must still fully perform their rights and obligations in accordance with the provisions of the law and this Charter. The right to receive remuneration of the member shall be calculated until the date the Resolution on dismissal of the General Meeting of Shareholders becomes effective;

c) Other cases as prescribed by law and this Charter.

4. A member of the Board of Supervisors shall be removed in the following cases:

a) Failing to complete assigned tasks and duties;

b) Failing to perform their rights and obligations for six (06) consecutive months, except in cases of force majeure;

c) Seriously or repeatedly violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and this Charter;

d) Other cases as per the resolution of the General Meeting of Shareholders.

Article 41. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; the election, dismissal, and removal shall follow the majority principle. The Board of Supervisors must have more than half of its members residing in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the majors: economics, finance, accounting, auditing, law, business administration, or other majors related to the business activities of the enterprise.

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

- a) Convening meetings of the Board of Supervisors ;
- b) Requesting the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Board of Supervisors ;
- c) Preparing and signing reports of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders.

Article 42. Rights and obligations of the Board of Supervisors

The Board of Supervisors shall have the rights and obligations as prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

1. Proposing and recommending the General Meeting of Shareholders to approve the list of audit organizations accepted to audit the Financial statements of CanThoWassco; deciding on the audit organization accepted to inspect the activities of CanThoWassco, and removing the accepted auditor when deemed necessary.

2. Being responsible to shareholders for their supervisory activities.

3. Supervising the financial situation of CanThoWassco, and the compliance with the law in the activities of members of the Board of Directors, the General Director, and other managers.

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

5. In case of detecting violations of the law or the CanThoWassco Charter by members of the Board of Directors, the General Director, and other executives, the Board of Supervisors must notify the Board of Directors in writing within forty-eight (48) hours, requesting the violator to terminate the violation and implement measures to remedy the consequences.

6. Developing the Regulations on Operation of the Board of Supervisors and submitting them to the General Meeting of Shareholders for approval.

7. Reporting at the General Meeting of Shareholders in accordance with the Law on Securities.

8. Members of the Board of Directors, the General Director, and other enterprise executives must provide all information and documents related to the activities of CanThoWassco upon the request of the Board of Supervisors . The person in charge of CanThoWassco governance must ensure that all copies of resolutions, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, financial information, and other information and documents provided to shareholders and members of the Board of Directors must be provided to members of the Board of Supervisors at the same time and in the same manner as for shareholders and members of the Board of Directors.

9. The Board of Supervisors may consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders.

10. Other rights and obligations as prescribed by law and this Charter.

Article 43. Meetings of the Board of Supervisors

The Board of Supervisors must meet at least two (02) times per year, with the number of members attending the meeting being at least 2/3 of the members of the Board of Supervisors . Minutes of the Board of Supervisors meetings shall be prepared in detail and clearly. The minute-taker and the members of the Board of Supervisors attending the meeting must sign the meeting minutes. Minutes of the Board of Supervisors meetings must be kept to determine the responsibility of each member of the Board of Supervisors .

Article 44. Salary, remuneration, bonuses, and other benefits of members of the Board of Supervisors

1. Members of the Board of Supervisors shall be paid salary, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total level of salary, remuneration, bonuses, and other benefits.

2. Members of the Board of Supervisors shall be reimbursed for reasonable expenses for accommodation, travel, and other expenses incurred when they participate in meetings of the Board of Supervisors or perform other activities of the Board of Supervisors .

3. Salary and operating expenses of the Board of Supervisors shall be included in the business expenses of CanThoWassco in accordance with the law on corporate

income tax, other relevant provisions of the law, and must be recorded as a separate item in the annual Financial statements of CanThoWassco.

Chapter VIII
RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS
MEMBERS OF THE BOARD OF SUPERVISORS , GENERAL DIRECTOR
AND OTHER EXECUTIVES

Article 45. Duty of care

Members of the Board of Directors, members of the Board of Supervisors , the General Director, and other executives have the responsibility to perform their duties, including duties as members of sub-committees of the Board of Directors, honestly and carefully for the benefit of CanThoWassco.

Article 46. Duty of honesty and avoidance of conflicts of interest

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

2. Members of the Board of Directors, members of the Board of Supervisors , the General Director, and related People of these members shall only use information obtained through their positions to serve the interests of CanThoWassco.

3. Members of the Board of Directors, members of the Board of Supervisors , and the General Director have the obligation to notify the Board of Directors and the Board of Supervisors in writing about transactions between CanThoWassco, its Company's subsidiaries, and other companies in which CanThoWassco holds control of 50% or more of the Charter capital with that person themselves or with their related People in accordance with the law. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, CanThoWassco must disclose information about these resolutions in accordance with the law on securities regarding information disclosure.

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

5. Members of the Board of Directors, members of the Board of Supervisors , the General Director, and related People of these People shall not use or disclose internal information to others to perform related transactions.

6. Transactions between CanThoWassco and one or more members of the Board of Directors, members of the Board of Supervisors , the General Director, other executives, and individuals or organizations related to these People shall not be invalidated in the following cases:

a) For transactions with a value of less than 35% of the total asset value recorded in the most recent Financial statements, the important contents of the contract or transaction as well as the relationships and interests of the member of the Board of Directors, member of the Board of Supervisors , General Director, or other executive have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the members of the Board of Directors who have no related interests;

b) For transactions with a value of 35% or more or transactions resulting in a transaction value arising within twelve (12) months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent Financial statements, the important contents of this transaction as well as the relationships and interests of the member of the Board of Directors, member of the Board of Supervisors , General Director, or other executive have been disclosed to shareholders and approved by the General Meeting of Shareholders by the voting ballot of shareholders who have no related interests.

7. The General Director shall not be a related person of the enterprise manager, Supervisor of the company and the Parent Company, the representative of state capital, or the representative of enterprise capital at the company and the Parent Company as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.

Article 47. Liability for damages and compensation

1. Members of the Board of Directors, members of the Board of Supervisors , the General Director, and other executives who violate their obligations, the duty of honesty and care, or fail to complete their duties shall be liable for damages caused by their violations.

2. CanThoWassco shall compensate People who have been, are, or may become a related party in complaints, lawsuits, or prosecutions (including civil and administrative cases, and not including cases where CanThoWassco is the plaintiff) if that person has been or is a member of the Board of Directors, member of the Board of Supervisors , General Director, other executive, employee, or representative authorized by CanThoWassco, has been or is performing duties under the authorization of CanThoWassco, acting honestly and carefully for the benefit of CanThoWassco, on the basis of compliance with the law, and there is no evidence confirming that the person has violated their responsibilities.

3. Compensation costs include judgment costs, fines, and expenses actually incurred (including legal fees) when settling these cases within the framework permitted by law.

Chapter IX

RIGHT TO INSPECT BOOKS AND RECORDS OF CANTHOWASSCO

Article 48. Right to inspect books and records

1. Ordinary shareholders have the right to inspect books and records, specifically as follows:

a) Ordinary shareholders have the right to review, inspect, and extract information regarding the names and contact addresses in the list of shareholders with voting rights; request the correction of inaccurate information about themselves; review, inspect, extract, or copy the CanThoWassco Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) A shareholder or a group of shareholders owning 05% or more of the total ordinary shares has the right to review, inspect, and extract the minute book and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts, and transactions that must be approved by the Board of Directors, and other documents, except for documents related to trade secrets and business secrets of CanThoWassco.

2. In case an authorized representative of a shareholder or a group of shareholders requests to inspect books and records, they must attach a power of attorney from the shareholder or group of shareholders they represent or a notarized copy of this power of attorney.

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

4. CanThoWassco shall keep this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as prescribed by law at the head office or another location, provided that shareholders and the Business Registration Authority are notified of the storage location of these documents.

5. This Charter shall be published on the website of CanThoWassco.

Chapter X POLITICAL ORGANIZATIONS

Article 49. Organization of the Communist Party of Vietnam and socio-political organizations within CanThoWassco

1. The organization of the Communist Party of Vietnam within CanThoWassco operates in accordance with the Constitution and laws of the Socialist Republic of Vietnam, and the regulations and Charter of the Communist Party of Vietnam.

2. The Trade Union and other socio-political organizations operate in accordance with the Constitution and laws of the Socialist Republic of Vietnam and the charter of such organizations.

3. CanThoWassco respects and creates favorable conditions for the above organizations to operate in accordance with the Constitution, laws, and the charter of such organizations.

Chapter XI RELATIONSHIP WITH SUBSIDIARIES

Article 50. Parent Company, Subsidiaries

1. CanThoWassco is the Parent Company of joint-stock companies in which it owns over 50% of the charter capital, referred to as subsidiaries.

2. Subsidiaries shall not invest in purchasing shares or contributing capital to CanThoWassco. Subsidiaries of the same parent company shall not simultaneously contribute capital or purchase shares to cross-own each other.

Article 51. Rights, obligations, and responsibilities of CanThoWassco towards subsidiaries

1. CanThoWassco exercises its rights and obligations as an owner in its relationship with subsidiaries as prescribed.

2. Contracts, transactions, and other relationships between CanThoWassco and its subsidiaries shall be established and performed independently and equally.

3. CanThoWassco shall not interfere beyond the authority of an owner to force a subsidiary to conduct business activities contrary to normal business practices (enterprise registration certificate) or perform unprofitable activities without reasonable compensation in the relevant fiscal year, causing damage to the subsidiary, in which case CanThoWassco shall be responsible for such damage.

4. In case CanThoWassco does not compensate the subsidiary as prescribed in Clause 3 of this Article, the creditors or shareholders owning at least 01% of the charter

capital of the subsidiary have the right to request CanThoWassco to compensate the subsidiary in their own name or in the name of the subsidiary.

5. In case the business activity as prescribed in Clause 3 of this Article performed by a subsidiary brings benefits to another subsidiary of the same CanThoWassco, the benefiting subsidiary shall be jointly liable with CanThoWassco to return the benefits received to the damaged subsidiary.

Article 52. Rights and responsibilities of the Capital Representative of CanThoWassco in subsidiaries

1. Rights and responsibilities of the Representative:

a) The Representative exercises the rights and responsibilities of CanThoWassco in its investment in other enterprises and is responsible for complying with the law; performing the tasks assigned by the owner correctly. They shall promptly report to CanThoWassco on the situation of the enterprise if it operates at a loss, is unable to ensure solvency, fails to complete the goals or tasks assigned by the General Meeting of Shareholders, or in other cases of violations;

b) The Representative must seek the owner's opinion in writing before participating in opinions, voting, and deciding on all matters at meetings of the General Meeting of Shareholders, meetings of the Board of Directors, or the Board of Members (regarding business lines, goals, tasks, strategies, production and business plans, investment and development plans; reorganization, dissolution, bankruptcy; issuance of charters, amendments, and supplements to the charter; increase or decrease of charter capital; nomination for election, dismissal, removal, rewarding, and handling of violations against members of the Board of Directors, Board of Members, General Director (Director), Deputy General Director (Deputy Director); profit distribution and setting up, using funds, and annual dividend payment).

2. Salary, bonuses, and benefits of the Representative:

a) The Representative and executive at subsidiaries are entitled to salary, responsibility allowance (if any), bonuses, and other benefits as prescribed in the Charter of that company and paid by that company in accordance with the law. In addition, annually, the representative is also rewarded according to the Regulation on management of CanThoWassco's Capital Representatives at subsidiaries;

b) For a concurrent Representative who does not work full-time in the management or executive board of another enterprise, their remuneration, salary, bonuses, responsibility allowance (if any), and other benefits shall be paid by CanThoWassco in accordance with the law;

c) When the Representative is entitled to purchase additional issued shares or convertible bonds according to the decision of the joint-stock company (except for cases

where they are entitled to purchase according to the rights of existing shareholders), they must report in writing to CanThoWassco. CanThoWassco shall decide in writing the number of shares the Representative is entitled to purchase based on their contribution level and performance results. The remaining portion belongs to the capital owner's right to purchase. In case the Representative is appointed to represent the company's capital at multiple units, they are prioritized to choose to exercise the purchase right at one (01) unit. The Representative at the joint-stock company is responsible for transferring the remaining share purchase rights to the capital owner.

3. Reporting regime of the Representative

Based on the financial statements and other reports of the subsidiary where they are appointed as the Representative, periodically every quarter and at the end of the fiscal year, or unexpectedly at the request of the owner, the Representative must synthesize and evaluate the production, business, and financial situation, and propose measures to handle and resolve difficulties to improve the efficiency of CanThoWassco's capital invested in subsidiaries, and report to the capital owner.

4. Regulations on the Capital Representative of CanThoWassco at subsidiaries will be specified in the Regulation on management of CanThoWassco's Capital Representatives.

Article 53. Relationship with subsidiaries

1. CanThoWassco exercises the rights, obligations, and responsibilities of a shareholder or a controlling capital contributor at a subsidiary in accordance with the law and the Charter of that company.

2. CanThoWassco directly manages shares and controlling capital contributions in subsidiaries through the Capital Representative of CanThoWassco at the subsidiaries.

3. CanThoWassco has the following rights and obligations:

a) Appoint, dismiss, reward, and discipline the Capital Representative of CanThoWassco at subsidiaries. The Representative is directly allowed to participate in candidacy for executive and management positions at subsidiaries, in accordance with current law and the Charter of that company;

b) Receive profits and bear risks from its capital contribution in subsidiaries;

c) Supervise and inspect the use, preservation, and development of the capital contributed to subsidiaries;

d) Require subsidiaries to provide necessary reports, documents, and information as prescribed to prepare consolidated financial statements and general reports of the Company;

đ) CanThoWassco has the right to control subsidiaries through the Capital

Representative at subsidiaries in accordance with the CanThoWassco Charter and the Charter of the controlled subsidiary regarding the following matters: Development orientation of the industry and selection of new technology, building long-term plans for production, business, investment, trade, and service development; Coordination in scientific and technological research; human resource development orientation; market research and exploitation; Use of the common brand of CanThoWassco in business; and other tasks as prescribed by law;

e) Other rights and obligations as prescribed by law and the Charter of that company.

4. Rights and obligations of subsidiaries:

a) Perform all obligations in accordance with the provisions on the rights of owners in Clause 3 of this Article;

b) Manage and use the contributed capital of CanThoWassco effectively;

c) Pay dividends to CanThoWassco in accordance with the provisions of current law;

d) Provide reports, documents, and information necessary for the preparation of the consolidated financial statements and combined reports of CanThoWassco.

Article 54. Use of shared services

CanThoWassco shall develop and implement regulations on the use of shared services in the fields of training, scientific research, and technical technology to create a foundation for the uniform development of member units, save costs, and improve production and business efficiency.

**Chapter XII
FINANCIAL - ACCOUNTING - AUDITING REGIME
AND PROFIT DISTRIBUTION**

Article 55. Bank accounts

1. CanThoWassco shall open accounts at Vietnamese banks or at branches of foreign banks permitted to operate in Vietnam.

2. Subject to the prior approval of the competent authority, in necessary cases, CanThoWassco may open bank accounts abroad in accordance with the provisions of law.

3. CanThoWassco shall conduct all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where CanThoWassco has opened accounts.

Article 56. Financial year

The financial year of CanThoWassco shall begin on January 01 and end on December 31 of each year.

Article 57. Accounting regime

1. The accounting regime used by CanThoWassco is the Vietnamese Accounting Standards (VAS), the enterprise accounting regime, or other specific accounting regimes issued by competent authorities and approved by the Ministry of Finance.

2. CanThoWassco shall prepare accounting books in Vietnamese and keep accounting records in accordance with the law on accounting and related laws. These records must be accurate, updated, systematic, and sufficient to prove and explain the transactions of CanThoWassco.

3. CanThoWassco shall use the Vietnamese Dong as the accounting currency. In case CanThoWassco has economic transactions primarily in a foreign currency, it may choose that foreign currency as its accounting currency, take responsibility for such choice before the law, and notify the direct tax management agency.

Article 58. Audit

1. The General Meeting of Shareholders shall appoint an independent audit firm or approve a list of independent audit firms and authorize the Board of Directors to decide on the selection of one of these entities to audit the financial statements of CanThoWassco for the next financial year based on the terms and conditions agreed upon with the Board of Directors.

2. The audit report shall be attached to the annual financial statements of CanThoWassco.

3. The independent auditor performing the audit of CanThoWassco's financial statements shall be entitled to attend the General Meeting of Shareholders, receive notices and other information related to the General Meeting of Shareholders, and express opinions at the meeting on issues related to the audit of CanThoWassco's financial statements.

Article 59. Profit distribution

1. The General Meeting of Shareholders shall decide on the dividend payment rate and the form of annual dividend payment from the retained earnings of CanThoWassco.

2. In accordance with the Law on Enterprises, the Board of Directors may decide to pay interim dividends if it deems that such payment is consistent with the profitability of CanThoWassco.

3. CanThoWassco shall not pay interest on dividend payments or payments related to a class of shares.

4. The Board of Directors may propose that the General Meeting of Shareholders approve the payment of all or part of dividends in cash or in shares, and the Board of Directors shall be the body responsible for executing this decision.

5. In case dividends or other payments related to a class of shares are paid in cash, CanThoWassco shall pay in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. In case CanThoWassco has transferred funds according to the bank details provided by the shareholder but that shareholder does not receive the money, CanThoWassco shall not be held responsible for the amount transferred to this shareholder. Dividend payments for shares listed on The Stock Exchange may be conducted through a securities company or the Vietnam Securities Depository and Clearing Corporation.

6. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution or decision to determine a specific date to close the list of shareholders. Based on that date, those registered as shareholders or owners of other securities shall be entitled to receive cash dividends or shares, or receive notices or other documents.

7. Other issues related to profit distribution shall be implemented in accordance with the provisions of law.

Chapter XIII

FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 60. Annual, semi-annual, and quarterly financial statements

1. CanThoWassco shall prepare annual financial statements, and the annual financial statements must be audited in accordance with the provisions of law. CanThoWassco shall disclose the audited annual financial statements in accordance with the law on information disclosure on the securities market and submit them to the competent state agency.

2. The annual financial statements must include full reports, appendices, and notes in accordance with the law on enterprise accounting. The annual financial statements must truthfully and objectively reflect the operational situation of CanThoWassco.

3. CanThoWassco shall prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to the competent state agency.

Article 61. Annual report

CanThoWassco shall prepare and disclose the Annual Report in accordance with the provisions of the law on securities and the securities market.

**Chapter XIV
DISSOLUTION AND LIQUIDATION****Article 62. Dissolution of CanThoWassco**

1. CanThoWassco may be dissolved in the following cases:
 - a) The Court declares CanThoWassco bankrupt in accordance with the provisions of current law;
 - b) The expiration of the operating duration specified in the CanThoWassco Charter without a decision on extension;
 - c) Pursuant to a resolution of the General Meeting of Shareholders;
 - d) Revocation of the Enterprise Registration Certificate, except where the Law on Tax Administration provides otherwise.
2. The dissolution of CanThoWassco shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) in accordance with regulations.

Article 63. Liquidation

1. At least six (06) months before the end of the operating duration of CanThoWassco or after a decision to dissolve CanThoWassco is made, the Board of Directors shall establish a Liquidation Committee consisting of three (03) members. Two (02) members shall be appointed by the General Meeting of Shareholders and one (01) member shall be appointed by the Board of Directors from an independent audit firm. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee may be selected from among the employees of CanThoWassco or independent experts. All costs related to liquidation shall be paid by CanThoWassco in priority to other debts of CanThoWassco.
2. The Liquidation Committee shall be responsible for reporting to the Business Registration Authority regarding the date of establishment and the date of commencement of operations. From that moment, the Liquidation Committee shall represent CanThoWassco in all matters related to the liquidation of CanThoWassco before the Court and administrative agencies.
3. Proceeds from liquidation shall be paid in the following order:
 - a) Liquidation costs;

b) Debts for wages, severance pay, social insurance, and other benefits of employees under the collective labor agreement and signed labor contracts;

c) Tax debts;

d) Loans (if any);

đ) Other debts of CanThoWassco;

e) The remainder after paying all debts from item (a) to (dd) above shall be distributed to shareholders. Preference shares shall be paid in priority.

Chapter XV **INTERNAL DISPUTE RESOLUTION**

Article 64. Internal dispute resolution

1. In case of disputes or complaints related to the operations of CanThoWassco, or the rights and obligations of shareholders as prescribed by the Law on Enterprises, the CanThoWassco Charter, other legal provisions, or agreements between:

a) Shareholders and CanThoWassco;

b) Shareholders and the Board of Directors, the Board of Supervisors, the General Director, or other executives.

The involved parties shall attempt to resolve such disputes through negotiation and conciliation. Except in cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and request each party to present information related to the dispute within thirty (30) working days from the date the dispute arises. In case the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In case a conciliation decision is not reached within six (06) weeks from the start of the conciliation process or if the mediator's decision is not accepted by the parties, one party may refer the dispute to the Court of Can Tho City.

3. The parties shall bear their own costs related to negotiation and conciliation procedures. The payment of Court costs shall be performed in accordance with the Court's judgment.

Chapter XVI **VALIDITY OF THE CHARTER AND OTHER PROVISIONS**

Article 65. Seal

1. The seal includes a seal made at a seal engraving facility or a seal in the form of a digital signature in accordance with the law on electronic transactions.

2. The Board of Directors shall decide on the type, quantity, form, and content of the seal of the Company, its branches, and representative offices of CanThoWassco (if any).

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

Article 66. Amendment of Charter of CanThoWassco

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

2. In case the law has provisions related to the operations of CanThoWassco that have not been mentioned in this Charter, or in case there are new legal provisions that differ from the clauses in this Charter, those provisions shall apply to govern the operations of CanThoWassco.

Article 67. Effective date

1. This Charter consists of 16 Chapters and 67 Articles, which were unanimously approved by the General Meeting of Shareholders of CanThoWassco on June 26, 2026, and they all agreed to the validity of the full text of this Charter.

2. The Charter is made into five (05) copies, having equal validity, and must be kept at the head office of CanThoWassco.

3. This Charter is the unique and official Charter of CanThoWassco.

4. Copies or extracts of the Charter of CanThoWassco are valid when signed by the Chairman of the Board of Directors or the Legal representative.

LEGAL REPRESENTATIVE

Nguyen Tung Nguyen