



**BINH DUONG WATER – ENVIRONMENT
JOINT STOCK COMPANY**

11 Ngo Van Tri Street, Phu Loi Ward, Thu Dau Mot City, Binh Duong Province
Telephone: 0274 3838 333 - 389 77 66 Fax : 0274 3827 738
Email : binhduong@biwase.com.vn Website: biwase.com.vn

**INTERNAL GOVERNANCE REGULATIONS OF
BINH DUONG WATER ENVIRONMENT JOINT STOCK COMPANY,
2nd AMENDMENT**

(Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020,

approved by the General Meeting of Shareholders on March 12, 2021, Resolution No. 02/NQ-ĐHCD/2021)

INTERNAL CORPORATE GOVERNANCE REGULATIONS

- Pursuant to the Law on Securities dated November 26, 2019;
- Pursuant to the Law on Enterprises dated June 17, 2020;
- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020, by the Government elaboration of some articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, by the Minister of Finance guidelines for implementation of some articles on administration of public companies;
- Pursuant to the Charter of Binh Duong Water – Environment Joint Stock Company;
- Pursuant to Resolution No. 02/NQ-ĐHCD/2021 of the General Meeting of Shareholders dated March 12, 2021.
- The Board of Directors hereby issues the Internal Corporate Governance Regulations for Binh Duong Water – Environment Joint Stock Company, covering the following contents:

CHAPTER I

GENERAL PROVISIONS

Article 1. Scope of Regulation and Subjects of Application

1. Scope of Regulation: This internal corporate governance regulations define the roles, rights, and obligations of the General Shareholders Meeting, the Board of Directors, and the General

Director; procedures for convening the General Meeting of Shareholders; the nomination, election, appointment, dismissal, and removal of members of the Board of Directors, Supervisory Board, and General Director, as well as other activities in accordance with the company's Charter and relevant current legal regulations.

2. Subjects of Application: This regulation apply to members of the Board of Directors, Supervisory Board, General Director, and related parties.

CHAPTER II

SHAREHOLDERS AND GENERAL SHAREHOLDERS MEETING

Article 2. Rights and Obligations of Shareholders

1. Shareholders shall have fully rights and obligations as prescribed by the Law on Enterprises, related legal documents, and the Company's Charter, including but not limited to:

a) The right to freely transfer fully paid shares recorded in the Company's shareholder register, except in cases where transfer restrictions apply as per legal provisions, the Company's Charter, or decisions of the General Shareholders Meeting;

b) The right to be treated fairly. Each share of the same class grants the shareholder equal rights, obligations, and benefits. In the event the Company issues preferential shares, the rights and obligations associated with those shares must be fully disclosed to the shareholders and approved by the General Shareholders Meeting;

c) The right to access full information on the Company's operations through periodic and extraordinary disclosures publish by the Company;

d) The right and responsibility to participate in General Shareholders Meetings and to exercise voting rights directly, through an authorized representative, or by remote voting;

e) The right to prioritized to purchase newly offered shares in proportion of their share ownership in the Company.

2. Shareholders have the right to protect their legitimate interests. In cases where decisions made by the General Shareholders Meeting or the Board of Directors violate the law, the Company's Charter, or infringe upon the basic rights of shareholders as prescribed by law, shareholders have the right to request the annulment of such decisions in accordance with legal procedures.

Article 3. Responsibilities of Major Shareholders

1. Major shareholders shall not exploit their advantageous position to the detriment of the rights and interests of the Company or other shareholders.
2. Major shareholders are required to disclose information as prescribed by law.

Article 4. Annual and Extraordinary General Shareholders Meetings

1. The Company must establish and publish on its website the regulations regarding the procedures for convening and voting at the General Shareholders Meeting, in accordance with the Law on Enterprises, relevant legal documents, and the Company's Charter. These regulations should include the following key aspects:

** The procedures and process for the General Shareholders Meeting to pass resolutions by vote during the General Shareholders' Meeting include the following main contents:*

- a) Authority to convene the General Shareholders Meeting;
- b) Preparing the list of shareholders entitled to attend the meeting;
- c) Notification of the closing shareholders listed eligible to attend the General Shareholders Meeting;
- d) Notice of convening the General Shareholders Meeting;
- e) Agenda and contents of the General Meeting of Shareholders (including preparation of the agenda and content, and regulations for shareholder proposals);
- f) Authorization for representatives to attend the General Shareholders Meeting;
- g) Registration process for attending the General Shareholders Meeting;
- h) Conditions for conducting;
- i) Form of passing resolutions at the General Shareholders Meeting;
- j) Voting procedures;
- k) Vote counting procedures;
- l) Conditions for passing resolutions;
- m) Announcement of vote counting results;
- n) Procedures for challenging resolutions (as per Article 132 of the Law on Enterprises);
- o) Recording minutes of the General Shareholders Meeting;

p) Publication of General Shareholders Meeting Resolutions.

**** The procedures and process for the General Meeting of Shareholders to pass resolutions by written opinion include the following main contents:***

a) Circumstances where and where not written consent is applicable;

b) Procedures for passing General Shareholders Meeting resolutions via written consent.

**** The procedures and process for the General Meeting of Shareholders to pass resolutions by means of an online conference (including the procedures for organizing the meeting and voting), with specific attention to the following details:***

a) Notification of the online General Shareholders Meeting;

b) Registration process for attending the online General Shareholders Meeting;

c) Authorization for representatives to attend the online meeting;

d) Conditions for conducting the online meeting;

e) Form of passing resolutions at the online General Shareholders Meeting;

f) Online voting procedures;

g) Online vote counting procedures;

h) Announcement of online vote counting results;

i) Recording minutes of the online General Shareholders Meeting;

j) Publication of General Shareholders Meeting Resolutions.

**** The procedures and process for the General Meeting of Shareholders to pass resolutions by means of a hybrid conference (combining in-person and online participation), including the procedures for organizing the meeting and voting, with specific attention to the following details:***

a) Notification of the hybrid General Shareholders Meeting;

b) Registration process for attending the hybrid General Shareholders Meeting;

c) Authorization for representatives to attend the hybrid meeting;

d) Conditions for conducting the hybrid meeting;

e) Form of passing resolutions at the hybrid General Shareholders Meeting;

- f) Voting procedures;
- g) Vote counting procedures;
- h) Announcement of vote counting results;
- i) Recording minutes of the hybrid General Shareholders Meeting;
- j) Publication of General Shareholders Meeting Resolutions.

Article 5. Report of the Board of Directors at the Annual General Meeting of Shareholders

The report of the Board of Directors presented at the Annual General Meeting of Shareholders must include at least the following contents:

- Evaluation of the Company's performance during the fiscal year;
- Activities, remuneration, and operating expenses of the Board of Directors and each individual member of the Board;
- Summary of the Board of Directors' meetings and decisions;
- Results of the supervision of the General Director;
- Results of the supervision of other management personnel;
- Future plans;

Article 6. Report of the Supervisory Board at the Annual General Meeting of Shareholders

The report of the Supervisory Board presented at the Annual General Meeting of Shareholders must include at least the following contents:

- Activities, remuneration, and operating expenses of the Supervisory Board and each individual member of the Supervisory Board;
- Summary of the Supervisory Board's meetings and decisions;
- Results of supervision of the Company's operations and financial condition;
- Results of supervision of the Board of Directors' members, the Chief Executive Officer, and other management personnel;
- Report on the evaluation of the coordination between the Supervisory Board, the Board of Directors, the Chief Executive Officer, and shareholders.

CHAPTER III

MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD OF DIRECTORS

Article 7. Nomination and Election of Board Members

1. Information related to candidates for the Board of Directors (if candidates have been identified beforehand) must be published at least ten (10) days prior to the convening of the General Meeting of Shareholders on the Company's electronic information portal. This allows shareholders to review the candidates before voting. The published information must at minimum include:

- Full name, date of birth;
- Professional qualifications;
- Work history;
- Names of companies where the candidate holds a position on the Board of Directors and other managerial roles;
- Any interests related to the Company (if any);
- Other relevant information (if any).

2. Candidates for the Board of Directors must provide a written commitment regarding the honesty, accuracy, and reasonableness of the published personal information and must pledge to perform their duties with integrity if elected as Board members.

3. Shareholders holding voting shares as of the cut-off date for the shareholder list are entitled to combine their voting rights to nominate candidates for the Board of Directors. Nominations must comply with legal regulations and the Company's Charter.

4. In case, the number of candidates through nominations and self-nominations is still insufficient, the Board of Directors may nominate additional candidates or organize further nominations in accordance with the Company's Charter and internal regulations. The mechanism for the current Board of Directors to nominate candidates must be clearly disclosed and approved by the General Meeting of Shareholders before proceeding.

5. The Company will specify and guide shareholders on the voting procedure for electing Board of Directors members, including the method for aggregating votes.

Article 8. Board Member Qualifications

1. Board members must meet the standards and conditions specified by the Law on Enterprise and the Company's Charter. Board members are not required to be shareholders of the company.

2. The company should limit the number of Board members holding concurrent management positions within the company's executive structure to ensure the independence of the Board members.
3. The Chairman of the Board members cannot simultaneously hold the position of the General Director of the same public company, except if such concurrent roles are annually approved by the General Meeting of Shareholders.
4. A Board member of the company may not simultaneously serve on the boards of more than five (5) other companies.

Article 9. Board Structure

1. The Board of Directors consists of seven (07) members. The structure of the Board members must ensure a balance of members with knowledge and experience in legal, financial, and business areas relevant to the company.
2. The composition of the Board members should balance executive and non-executive members, as well as executive officers and independent members. At least one-third (1/3) of the total Board members must be non-executive members, and there must be at least two independent Board members.
3. If a Board member loses their position as a member according to legal regulations or the Company Charter, is removed, dismissed, or for any other reason cannot continue as a Board members, the Board members may appoint a temporary replacement according to the Company Charter. A new Board members must be elected at the next General Meeting of Shareholders.

Article 10. Rights of Board Members

Board members have all rights as stipulated by the Law on Enterprise, related legal documents, and the Company Charter, particularly the right to be provided with information and documents regarding the financial status and business activities of the Company and its subsidiaries.

Article 11. Responsibilities and Obligations of Board Members

1. Board members must fully comply with the responsibilities and obligations specified by the Law on Enterprise and related legal documents.
2. Board members are responsible for carrying out their duties honestly and diligently in the best interest of shareholders and the Company.
3. Board members must attend all Board members meetings and provide clear opinions on the issues discussed.

4. Board members must disclose to the Company any remuneration received from subsidiaries, affiliated companies, and other organizations where they represent the Company's capital.
5. Board members and their related parties must report transactions involving the Company's shares to the State Securities Commission and make public disclosures about these transactions according to legal regulations.

Article 12. Responsibilities and Obligations of the Board of Directors

1. The Board of Directors must fully comply with the responsibilities and obligations stipulated by the Enterprise Law and related legal documents.
2. The Board of Directors is responsible to the shareholders for the Company's activities.
3. The Board of Directors must ensure that the Company's operations comply with legal regulations, the Charter, and internal regulations, treat all shareholders equally, and respect the interests of all shareholders and stakeholders related to the Company.
4. The Board of Directors is responsible for developing and issuing the Company's internal governance regulations. These regulations must not conflict with current principles and regulations of corporate governance. The internal governance regulations must include the following main content:

**** Procedure and Process for Nominating, Candidating, Electing, Dismissing, and Removing Members of the Board of Directors:***

- Criteria for Board members;
- Procedures for shareholder nominations and self-nominations for Board members positions as per legal regulations and the Company Charter;
- Procedures for electing Board members;
- Conditions for the dismissal or removal of Board members;
- Notifications regarding elections, dismissals, or removals of Board members.

**** Procedure and Process for Organizing Board of Directors Meetings:***

- Notification of Board of Directors meetings (including agenda, time, location, related documents, and voting papers for members who cannot attend);
- Conditions for organizing Board of Directors meetings;
- Voting procedures;

- Procedures for passing Board of Directors resolutions;
- Recording of Board of Directors meeting minutes;
- Notification of Board of Directors resolutions.

**** Procedure and Process for Selecting, Appointing, and Dismissing Management Personnel:***

- Criteria for selecting management personnel;
- Appointment procedures for management personnel;
- Employment contracts with management personnel;
- Conditions for dismissing management personnel;
- Notifications regarding appointments and dismissals of management personnel.

**** Procedure and Process for Coordinating Activities Among the Board of Directors, Supervisory Board, and General Director:***

- Procedures for convening, notifying, recording, and communicating results of meetings between the Board of Directors, the Supervisory Board, and the the General Director;
- Notification of Board of Directors resolutions to the Supervisory Board and the General Director;
- Conditions under which the General Director and Supervisory Board may request the convening of Board of Directors meetings and issues requiring Board of Directors input;
- Reports by the General Director to the Board regarding the execution of assigned duties and authority;
- Review of the implementation of Board of Directors resolutions and other delegated issues by the General Director;
- Reporting and information provision requirements by the General Director to the Board of Directors and Supervisory Board;
- Coordination of control, management, and supervision activities among Board members, Supervisory Board members, and the General Director based on their specific responsibilities.

5. The Board of Directors is responsible for reporting on its activities at the General Meeting of Shareholders as stipulated by this regulation.

Article 13. Board of Directors Meetings

1. The Board of Directors shall organize meetings according to the procedures specified in the Charter and internal regulations of the Company. The organization of Board of Directors meetings, the agenda, and related documents must be communicated to Board members within the timeframes stipulated by law and the Company Charter.

2. Detailed and clear minutes must be prepared for Board of Directors meetings. The minutes must be signed by the secretary and the Board members participating in the meeting. The minutes of the Board meetings must be kept in accordance with legal regulations and the Company Charter.

3. The Board of Directors is responsible for developing and issuing the Company's internal governance regulations. These regulations must comply with current corporate governance principles and regulations and should include the following main content:

*** *Procedure and Process for Organizing Board of Directors Meetings:***

- a) Minimum number of meetings per month/quarter/year;
- b) Circumstances requiring the convening of extraordinary Board of Directors meetings;
- c) Notification of Board of Directors meetings (including time, location, agenda, discussion issues, and decisions);
- d) Rights of Supervisory Board members to attend Board of Directors meetings;
- e) Conditions for organizing Board of Directors meetings;
- f) Voting procedures;
- g) Procedures for passing Board of Directors resolutions;
- h) Authorization for others to attend Board meetings on behalf of a Board member;
- i) Recording of Board of Directors meeting minutes;
- j) Procedures if the chairperson and/or secretary refuse to sign the Board of Directors meeting minutes;
- k) Notification of Board of Directors resolutions and decisions.

Article 14. Audit Committee under the Board of Directors

- a) Rights and Duties of the Audit Committee;
- b) Nomination and Appointment of Audit Committee Members:

- Term, number, qualifications, and structure of the Audit Committee;
 - Nomination and appointment of Audit Committee members.
- c) Activities of the Audit Committee.

Article 15. Sub-Committees under the Board of Directors

1. The Board of Directors should establish sub-committees to support its activities, including the legal sub-committee, financial investment sub-committee, human resources sub-committee, information disclosure sub-committee, shareholder relations sub-committee, and any other special sub-committees as decided by the General Meeting of Shareholders.

- The human resources sub-committee and financial sub-committee must each have at least one Board member as the head of the committee.

2. The Board of Directors must specify the establishment, responsibilities of the sub-committees, the responsibilities of each sub-committee member, as well as salaries, bonuses, and other remuneration associated with these positions.

3. In case, the Company does not establish sub-committees, the Board of Directors must appoint Board members to oversee specific issues such as salaries, finances, and human resources.

Article 16. Corporate Governance Officer

1. The Board of Directors of a listed company must appoint at least one Corporate Governance Officer. This officer may also serve as the Company Secretary as per clause 5, Article 156 of the Enterprise Law.

2. The Corporate Governance Officer must have a legal background and cannot concurrently work for the independent auditing firm auditing the company's financial statements.

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

a) Advising the Board of Directors on organizing the General Meeting of Shareholders and related matters between the company and its shareholders;

b) Preparing meetings for the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders as requested by the Board or the Supervisory Board;

c) Advising on meeting procedures;

d) Attending meetings;

e) Advising on procedures for passing Board of Directors resolutions in compliance with the law;

- f) Providing financial information, copies of Board of Directors meeting minutes, and other information to Board members and Supervisory Board members;
- g) Monitoring and reporting to the Board of Directors on the company's information disclosure activities;
- h) Maintaining confidentiality as required by law and the Company Charter;
- i) Any other rights and obligations as specified by law and the Company Charter.

CHAPTER IV

SUPERVISORY BOARD

Article 17. Nomination and Appointment of Supervisory Board Members

1. Unless otherwise specified in the Company Charter, the nomination and appointment of Supervisory Board members shall be carried out similarly to the procedures for nominating and appointing Board members as outlined in these Regulations.
2. In case, the number of nominated and appointed candidates for the Supervisory Board is insufficient, the current Supervisory Board may nominate additional candidates or organize nominations as per the Company Charter. The nomination process by the current Supervisory Board must be clearly disclosed and approved by the General Meeting of Shareholders before proceeding with the nominations.

Article 18. Qualifications of Supervisory Board Members

1. Supervisory Board members must not fall into categories prohibited by law or the Company Charter. They should possess relevant expertise and experience. Supervisory Board members do not need to be shareholders of the Company.
2. Supervisory Board members must not be part of the Company's accounting or finance department and must not be employees or members of the independent audit firm conducting audits of the Company's financial statements.

Article 19. Composition of the Supervisory Board

The Supervisory Board consists of three (03) members. At least one member must be a certified accountant or auditor.

The Head of the Supervisory Board must have expertise in accounting, finance, or economics.

Article 20. Rights to access informations for Supervisory Board Members

1. Supervisory Board members have the right to access all information and documents related to the Company's operations. Board members, the General Director, and other management personnel are required to provide information as requested by the Supervisory Board members.
2. The Company must establish mechanisms to support the effective performance of the Supervisory Board's duties in accordance with legal regulations and the Company Charter.

Article 21. Responsibilities and Obligations of the Supervisory Board

1. The Supervisory Board is accountable to the Company's shareholders for its supervisory activities. It is responsible for overseeing the Company's financial condition, the legality of actions by Board members, the General Director, and other management personnel, and the coordination between the Supervisory Board, the Board of Directors, the General Director, and shareholders, as well as other tasks as required by law and the Company Charter to protect the legal rights of the Company and its shareholders.
2. The Supervisory Board must meet at least twice a year, with at least two-thirds (2/3) of its members present. Detailed and clear minutes must be recorded for Supervisory Board meetings. The minutes must be signed by the secretary and attending members, and kept to determine each member's responsibility.
3. During meetings, the Supervisory Board has the right to request the attendance and responses from Board members, the General Director, internal auditors (if any), and independent auditors on matters of interest to the Supervisory Board.
4. In case, the Supervisory Board detects legal or Charter violations by Board members, the General Director, or other management personnel, it must notify the Board of Directors in writing within forty-eight (48) hours, request the cessation of the violation and propose corrective measures. If the violation persists and corrective measures are not taken within seven (07) days from the notification, the Supervisory Board must report directly to the State Securities Commission.
5. The Supervisory Board has the right to select and recommend to the General Meeting of Shareholders the appointment of an independent audit firm to audit the Company's financial statements.
6. The Supervisory Board is responsible for reporting to the General Meeting of Shareholders in accordance with these Regulations.

Article 22. Remuneration of the Supervisory Board

Annually, Supervisory Board members receive remuneration for their duties. The remuneration for Supervisory Board members is approved by the General Meeting of Shareholders. The total

remuneration, other benefits, and expenses paid to each member by the Company are disclosed in the Company's Annual Report and to shareholders.

CHAPTER V

GENERAL DIRECTOR

Article 23. Standards for the General Director

1. Qualifications: The General Director must hold at least a bachelor's degree in a relevant field and meet the qualifications as stipulated by the Company's regulations, Charter, and the Law on Enterprises.
2. The General Director is responsible for diligently supporting the Company in achieving its operational and organizational goals.

Article 24. Employment Contract with the General Director

The remuneration, salary, benefits, and other terms of the General Director's employment contract are determined by the Board of Directors. Employment contracts with other executives are also decided by the Board of Directors, following consultation with the General Director.

Article 25. Dismissal of the General Director

The termination of the General Director shall be governed by the Company's regulations and labor laws.

Article 26. Appointment and Dismissal Notification of the General Director

1. The Board of Directors appoints one (01) of its members or another individual as the General Director, with a contract specifying salary, remuneration, and other benefits. The General Director's remuneration and benefits must be reported at the annual General Meeting of Shareholders, included in the annual financial statements, and detailed in the Company's Annual Report.
2. The General Director's term is five (05) years and may be renewed. The appointment may be terminated according to the terms of the employment contract. The General Director must not be legally disqualified from holding the position and must meet the legal and Charter requirements.

Article 27. Rights and Obligations of the General Director

1. The General Director is responsible for the daily operations of the Company, ensuring continuous and effective operation.
2. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders,

as well as the business and investment plans approved by these bodies.

3. Decide on matters not requiring Board approval, including signing financial and commercial contracts, and organizing and managing daily business activities in line with best practices.
4. Propose organizational structures and internal management regulations to the Board of Directors.
5. Recommend the number and profiles of executives for hiring or dismissal by the Board of Directors, as well as their remuneration, salary, and benefits.
6. Consults with the Board of Directors on the number of employees, salaries, allowances, benefits, appointments, dismissals, and other contract terms.
7. By November 30 each year, the General Director presents a detailed business plan for the next fiscal year to the Board of Directors, based on the budget requirements and the five-year financial plan.
8. Propose measures to enhance the Company's operations and management.
9. Prepare long-term, annual, and quarterly budgets (referred to as the budget) for the Company's management activities, which must be approved by the Board of Directors and include required information as per Company regulations.
10. Has other rights and obligations as specified by law, the Company Charter, internal regulations, Board resolutions, and the employment contract.
11. The General Director is accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and must report to these bodies when required.
12. The General Director can be dismissed by the Board of Directors if the majority of voting members approve, and a new General Director is appointed.

CHAPTER VI

OTHER ACTIVITIES

Article 28. Coordination Between the Board of Directors, the Supervisory Board, and the General Director

1. Procedures and processes for convening, notifying, documenting, and communicating the results of meetings between the Board of Directors, the Supervisory Board, and the General Director.

2. Notification of Board of Directors resolutions and decisions to the Supervisory Board.
3. Notification of Board of Directors resolutions and decisions to the General Director.
4. Procedures for the General Director and the Supervisory Board to request the convening of Board of Directors meetings and issues requiring Board opinions.
5. Reports from the General Director to the Board of Directors on the performance of assigned duties and powers.
6. Review of the implementation of Board of Directors resolutions and other delegated issues by the General Director.
7. Issues that the General Director must report and provide information about to the Board of Directors and the Supervisory Board, including the method of reporting.
8. Coordination of control, management, and monitoring activities among the members of the Board of Directors, the Supervisory Board, and the General Director according to their specific duties.

CHAPTER VII

REGULATIONS ON ANNUAL EVALUATION FOR PERFORMANCE AWARDS AND DISCIPLINARY ACTIONS FOR MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORY BOARD, GENERAL DIRECTOR, AND OTHER MANAGEMENT PERSONNEL

Article 29. Evaluation of Performance for Board Members, Supervisory Board Members, General Director, and Management Personnel

1. Annually, based on assigned functions and tasks, the Board of Directors shall evaluate the performance of each Board member and the General Director.
2. The Head of the Supervisory Board is responsible for evaluating the performance of each Supervisory Board member.
3. The General Director will lead the evaluation of management personnel within the company, based on the company's operational regulations and the annual performance results of each department/unit. The performance levels are classified as follows:
 - a. Outstanding performance.
 - b. Good performance.
 - c. Satisfactory performance.

d. Unsatisfactory performance.

Article 30. Rewards

1. Annually, based on the evaluation results from the Board of Directors, Supervisory Board, Executive Board, and General Director, proposals for individual rewards will be presented to the Board of Directors (for the executive management).

2. Reward Methods:

a. Monetary rewards.

b. Stock options under employee stock ownership programs (if available).

3. Reward funds are sourced from the Reward Fund or shareholder bonuses when profits exceed targets. Stock buybacks may also be used for rewards.

4. Reward Levels: The specific reward amounts will be determined based on the actual situation each year.

Article 31. Supervision, Violation Handling, and Disciplinary Actions

1. Relevant organizations and individuals are subject to corporate governance supervision by the State Securities Commission and other competent authorities according to legal regulations.

2. Annually, based on business performance evaluations, the level and form of discipline will be determined according to legal and company regulations. Board members, the General Director, and management personnel who do not perform their duties with due diligence, care, and professional competence will be held responsible for any damages caused.

3. Board members, the General Director, and management personnel who violate legal regulations and company rules will face disciplinary actions, administrative fines, or criminal prosecution based on the severity of the violations. If such actions cause damage to the company, shareholders, or others, compensation will be required according to the law.

CHAPTER VIII

IMPLEMENTATION

Article 32. Effectiveness

1. Relevant organizations and individuals within the company, in accordance with securities laws, are responsible for implementing these Regulations.

2. The internal governance regulations of Binh Duong Water - Environment Joint Stock Company

consist of 8 chapters and 32 articles, take effect from the date of approval by the General Meeting of Shareholders.

ON BEHALF OF THE BOD

CHAIRMAN



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NGUYEN VAN THIEN