

No.: 19. / NQ-HDQT

Thu Dau Mot, day 17 month 03 year 2020



RESOLUTION ANNUAL GENERAL SHAREHOLDERS MEETING 2020

- Pursuant to the Enterprise Law No. 68/2014/QH13 by the National Assembly of the Socialist Republic of Vietnam on the date 26/11/2014 and entered into force on 01/07/2015;
- Based on the Charter of the organization and the operation of Binh Duong Water – Environment Joint Stock Company;
- Based on the content of Annual General Meeting of Shareholders dated 17/03/2020 of Binh Duong Water – Environment Joint Stock Company;

The annual shareholders' meeting 2020 of Binh Duong Water - Environment JSC was held at the Company Hall, No. 11 Ngo Van Tri street, Phu Loi ward, Thu Dau Mot city, Binh Duong province. The congress began at 09 hours 00 minutes on 17/03/2020 and ends at 12 hours 00 minutes on the same day;

Attending the meeting there were 659 shareholders (including owned and authorized representative), representing 126,691,339 shares, accounting for 84.46% ratio of charter capital of Binh Duong Water - Environment JSC;

After hearing the reading of the Reports and adopted the Proposals under the Program of Annual General Meeting of Shareholders 2020 of Binh Duong Water - Environment JSC, based on the results of voting at the Congress, Annual General Meeting of Shareholders 2020:

RESOLVES:

- Article 1.** Unified content, programs, work regulations and rules of voting at the Congress.
- Article 2.** Unified content of the Chairman's report on governance and results of operations of the Board in 2019, management plans and direction of the company in 2020.
- Article 3.** Unified content of the reports of the General Director on the results of production activities of business in 2019, the report of the Chief Accountant of the company on the financial statements audited in 2019, and report on the results of operations of the Control Board in 2019 with the main contents of the following:
- Total revenue: **2.631** billion VND, reaching 106% of 2019 Shareholder resolutions (2.471 billion VND), increase 17% compared to 2018 (2247 billion);

- Profit after tax for the year was: **465** billion VND;
- Dividends reaching plan: 10% of charter capital

Article 4. Through reports on production and business plan in 2020 of the General Director and the expositions, the General Assembly agreed with the main contents as follows:

- **Production and business plan in 2020**

- Revenue \geq 3,150 billion VND.
- Profit after tax of \geq 470 billion VND.
- Commercial water: increase 10% compared with that in 2019.
- Receiving and processing of waste: increase of 10% compared with that in 2019.
- Collection and treatment of wastewater: 38.750 m³/day (4 wastewater branches).
- Client: reaching 35,000 connections.
- Water Loss decreased throughout the company: \leq 5.5%/year.
- Dividend expectations: 12% of charter capital.
- Ensure timely implementation of key construction projects.
- Repair, renovation, purchase of equipment to ensure production and business plans.

- **Uniform distribution plan after-tax profit in 2019 under Decree vote at the AGM and the result after tax profit, with the following criteria:**

1 / Profit after tax in 2019 (PAT).	: 465.314.832.377 VND
2. / Dividend in 2019 (10% on capital contributed)	: 150 billion VND
3. / Quote funds	: 255.923.157.808 VND
- <i>Development and Investment Fund (35% PAT)</i>	: 162.860.191.332 VND
- <i>Bonus and welfare (15% PAT)</i>	: 69.797.224.857 VND
- <i>Fund for manager's bonus (5% PAT)</i>	: 23.265.741.619 VND
4. / Profit after tax in 2019 remaining after the dividend	: 59,391,674,569 VND
5. / Profit after tax in 2018 left	: 35,951,340,225 VND
6. / The profit remaining after the dividend is added in the Development Investment Fund. (4 + 5)	: 95,343,014,794 VND

- **Unified on the Proposal of Plan on issuing shares to increase charter capital and to use of funds**, detailed in the attached Report No. 17/TT dated on 16/03/2020 of the Board of Management.
- **Unified on profit distribution plan after taxes and funds in 2020 with the following criteria:**

I. / Distribution of after-tax profits in 2020.

1. Expected dividend 2020 : 12% on contributed capital.
2. Quote funds : 55% PAT
 - a. Development and Investment Fund : 35% PAT
 - b. Bonus and welfare : 15% PAT
 - *Bonus fund* : 14% PAT
 - *Welfare Fund* : 1% EAT
 - c. Fund for manager's bonus : 5% EAT
3. The remaining profit after distribution will be added to the Development Investment Fund.

II./ Wage fund of workers and leaders, direct operating managers of the company in 2020.

1. Wage fund of workers : 10% of revenue.
2. The salary fund of leaders, : 0.3% Revenue.
direct operating managers company.

• Unified on remuneration plan of the Management Board, Supervisory Board and Secretary of the Board in 2020 with membership as follows:

Salary

- + Chairman in charge : 01 people
- + Head of Supervisory Board in charge : 01 people

Remuneration

- + Board members not in charge : 06 people
- + Member of the Supervisory Committee not in charge: 02 people
- + Board Secretary : 01 people.

Article 5. Unified results of election to replace members of the Supervisory Committee, accordingly, Ms Nguyen Kim Lien was elected as member of Supervisory Board of Binh Duong Water Environment JSC in 2016-2021 tenure.

Article 6. Unanimously selected AASC limited auditing firm company as financial statements auditor of Binh Duong Water Environment JSC for 2020.

Article 7. Shareholders' General Meeting appointed to the Board of Management, Supervisory Board has the responsibility to monitor and direct the Executive Board to comply with this resolution content.

This resolution was approved by the Annual General Meeting of Shareholders 2020 of Binh Duong Water Environment JSC passed through with 100% of the shares with voting rights attending the meeting and takes effect from 17/03/2020.

Recipients:

- Company shareholders;
- SSC;
- Company Board;
- Company Supervisory Board;
- Company Board of Directors;
- BIWASE branches;
- Saved: VT.HDQT

**ON BEHALF OF
GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD**

(Signed and Sealed)

Nguyen Van Thien