**MTV: Annual Corporate Governance Report 2023**

On January 15, 2024, Vung Tau Environment Services and Urban Project Joint Stock Company announced Report No. 03/BC-VESCO on the Corporate Governance Report 2023 as follows:

Name of Company (Vietnamese): CÔNG TY CỔ PHẦN DỊCH VỤ MÔI TRƯỜNG VÀ CÔNG TRÌNH ĐÔ THỊ VŨNG TÀU

Head office: No. 199, Xo Viet Nghe Tinh Road, Thang Tam Ward, Vung Tau City, Ba Ria - Vung Tau Province

Name of Company (English): Vung Tau Environment Services and Urban Project Joint Stock Company

Abbreviated name: VESCO

Tel: (0254) 3.524418 - 3.854046

Fax: (0254) 3.811764

Charter capital: VND 54,000,000,000

Website: www.dothivungtau.com.vn

Securities code: MTV

Logo:



Corporate governance model

* The General Meeting: is the highest competent body of the Company. The Annual General Meeting is held once a year. Rights and duties are specified in the Company's Charter.
* The Board of Directors: is the body with full authority to exercise all rights on behalf of the Company, except for those rights under the authority of the General Meeting.
* The Supervisory Board: consists of 03 members elected by the General Meeting, on behalf of shareholders to control all production, business, management and administration activities of the Company.
* The Board of Management: includes the Managing Director and 02 Deputy Managing Directors appointed by the Board of Directors.
1. Activities of the General Meeting

Information about the Meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting shareholders' opinions via a ballot)

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting  | Date | Contents |
| 1 | 01/NQ.DHDCD-VESCO | June 15, 2023 | * **On** the dismissal of Supervisory Board’s members for the term of 2020 - 2025
 |
| 2 | 02/NQ.DHDCD-VESCO | June 15, 2023 | * Report on business activities in 2022 and orientations and tasks for 2023.
* Report on activities of the Supervisory Board in 2022 and orientations for 2023.
* Audited Summary Financial Statements; Report on profit distribution and dividend payment plan in 2022.
* Proposal on salary and bonus for managers and employees; Remuneration for the Board of Directors and the Supervisory Board of the Company in 2022 and the plan for 2023.
* Proposal on selection of an audit company for the Financial Statements 2023.
* Appointment of members of the Board of Directors for the term of 2020 - 2025.
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Board of Directors:

1. Information about members of the Board of Directors

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Xuan Manh | Chair of the Board of Directors | June 30, 2020 |  |
| 2 | Mr. Nguyen Trung Truc | Executive member of the Board of Directors | June 30, 2020 | June 15, 2023 |
| 3 | Mr. Phan Xuan Huan | Executive member of the Board of Directors | June 30, 2020 |  |
| 4 | Mr. Thai Doan Chinh | Non-executive member of the Board of Directors | June 30, 2020 |  |
| 5 | Mr. Tran Ngoc Tho | Non-executive member of the Board of Directors | June 30, 2020 |  |
| 6 | Mr. Nguyen Xuan Hau | Executive member of the Board of Directors | June 15, 2023 |  |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | Resolution/Decision  | Date | Contents |
| 1 | No. 01/NQ-VESCO | January 13, 2023 | **On** the assignment of tasks to the Company Board of Leaders |
| 2 | No. 02/NQ-VESCO | January 11, 2023 | **On** the Tet bonuses in 2023 |
| 3 | No. 02B/NQ-VESCO | March 1, 2023 | **On** the approval of the investment plan in 2023 |
| 4 | No. 03/NQ-VESCO | March 22, 2023 | **On** the determination of the realized salary fund for employees in 2022 |
| 5 | No. 04/NQ-VESCO | March 22, 2023 | **On** the determination of the realized salary fund for managers in 2022 |
| 6 | No. 05/NQ-VESCO | March 22, 2023 | **On** the determination of the planned salary fund for employees in 2023 |
| 7 | No. 06/NQ-VESCO | March 22, 2023 | **On** the determination of the planned salary fund for managers in 2023 |
| 8 | No. 15/QD-VESCO | March 24, 2023 | **On** the approval of the resignation of Mr. Nguyen Trung Truc - Managing Director from the position of member of the Board of Directors  |
| 9 | No. 16/QD-VESCO | March 24, 2023 | **On** the approval of the resignation letter for Mr. Nguyen Trung Truc - Managing Director |
| 10 | No. 08/NQ-VESCO | April 21, 2023 | **On** the extension of time for organizing the Annual General Meeting 2023 |
| 11 | No. 09/NQ-VESCO | May 5, 2023 | **On** the organization of the Annual General Meeting 2023 |
| 12 | No. 10/NQ-VESCO | June 30, 2023 | **On** the re-appointment of the Company’s Employees |
| 13 | No. 07/NQ-VESCO | September 18, 2023 | **On** the dividend payment in 2022 |
| 14 | No. 10/NQ-VESCO | September 20, 2023 | **On** the establishment of Environmental Enterprise 2 and the supplement of personnel in the inspection team |
| 15 | No. 11/NQ-VESCO | October 12, 2023 | **On** the re-appointment of the Company’s Employees |
| 16 | No. 12/NQ-VESCO | October 30, 2023 | **On** the re-appointment of the Company’s Employees |
| 17 | No. 62/QD-VESCO | November 7, 2023 | **On** the dividend payment in 2022 |

1. Supervisory Board

1. Information about members of the Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Nhu Thi Hien | Chief | Appointed on June 30, 2020 | Bachelor in Economics majoring in Accounting |
| 2 | Nguyen Huu Tham | Member | Appointed on June 30, 2020 | University of Law, Vietnam Trade Union University; Business Administration and Trade Union |
| 3 | Nguyen Tien Lang | Member | Appointed on June 30, 2020 | Water Chemical Technology Engineer; Business Administration Engineer |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 1 | Mr. Nguyen Xuan Manh | December 25, 1967 | Traffic Engineer, Business Administration Engineer, Senior Political Theorist. | Appointed on June 17, 2015 |
| 2 | Mr. Nguyen Trung Truc | November 3, 1964 | **Bachelor in** Economics | Dismissed on June 15, 2023  |
| 3 | Mr. Phan Xuan Huan | March 23, 1974 | Traffic engineer; **Bachelor in** Business Administration. | Appointed on January 1, 2020  |
| 4 | Mr. Nguyen Xuan Hau | November 3, 1986 | Electrical Engineer, **Bachelor in** Business Administration | Appointed on December 1, 2021  |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment/Dismissal date |
| Dinh Ngoc Tuan | February 13, 1977 | Bachelor in Economics | Appointed on November 01, 2020 |

1. Training on corporate governance
2. List of related persons of the public company
3. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR and related persons of PDMR: In 2023, the Company did not receive any announcements from these members about incurred transactions.
4. Transactions between PDMR of the Listed Company, related persons of PDMR and subsidiaries, companies controlled by the Listed Company: None
5. Transactions between the Company and other entities
	1. Transactions between the Company and companies that members of the Board of Directors, the Supervisory Board, the Executive Manager (Managing Director) who are founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three years (at the date of making the Report): None
	2. Transactions between the Company and companies that related persons of members of the Board of Directors, members of the Supervisory Board and Executive Manager (Managing Director) are members of the Board of Directors or Executive Manager (Managing Director): None
	3. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers: None
6. Share transactions of PDMR and related persons of PDMR
7. Transactions of PDMR and related persons for shares of the Listed Company: None
8. Other significant issues: None