**THN: Annual Corporate Governance Report 2023**

On January 12, 2024, Thanh Hoa Water Supply Joint Stock Company announced Report No. 09/BCQT-THN on the corporate governance in 2023 as follows:

* Name of Company: Thanh Hoa Water Supply Joint Stock Company
* Head office address: No. 99 Mat Son Street, Dong Ve Ward, Thanh Hoa City, Thanh Hoa Province
* Tel: 02373 852 966 Fax: 02373 856 648 Email: cnth@capnuocth.vn
* Charter capital: VND 329,954,110,000
* Securities code: THN
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Unimplemented
1. Activities of the General Meeting of Shareholders

Information about the meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandate approved by collecting shareholders' via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 18/NQ-DHDCD | May 24, 2023 | Annual General Mandate 2023 |

1. The Board of Directors.
2. Information about members of the Board of Directors (BOD):

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Nguyen Huy Nam | Chair of the Board of Directors | June 29, 2020 | Incumbent |
| 2 | Nguyen Hung Phuong | Vice Chair of the Board of Directors | June 29, 2020 | Incumbent |
| 3 | Nguyen Ngoc Can | Member of the Board of Directors | June 29, 2020 | Incumbent |
| 4 | Le Sy Len | Member of the Board of Directors | June 29, 2020 | Incumbent |
| 5 | Le Van Qui | Member of the Board of Directors | June 29, 2020 | Incumbent |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date of promulgation | Content |
| 1 | 01/QD-HDQT | January 6, 2023 | Decision on approving the results of shortened contractor appointment for package No. 4 "Consulting on checking construction drawing design dossiers and estimating projects" under the Project to renovate technology lines and increase capacity of Mat Son water plant |
| 2 | 03/QD-HDQT | March 15, 2023 | Decision on approving the realized salary fund of employees in 2022 |
| 3 | 04/QD-HDQT | March 15, 2023 | Decision on approving the realized salary fund of executive managers in 2022 |
| 4 | 05/QD-HDQT | March 15, 2023 | Decision on approving the planned salary fund of employees in 2023 |
| 5 | 06/QD-HDQT | March 15, 2023 | Decision on approving the planned salary fund of executive managers in 2023 |
| 6 | 07/QD-HDQT | March 24, 2023 | Decision on approving the labor use plan in 2023 |
| 7 | 08/NQ-HDQT | April 13, 2023 | Board Resolution on recording the list of shareholders attending the Annual General Meeting of Shareholders 2023 |
| 8 | 09/QD-HDQT | April 18, 2023 | Decision on convening the Annual General Meeting of Shareholders 2023 |
| 9 | 10/QD-HDQT | April 18, 2023 | Decision on establishing the Organizing Committee of the Annual General Meeting of Shareholders 2023 |
| 10 | 11/QD-HDQT | April 24, 2023 | Decision on establishing the Shareholder's Eligibility Verification Committee at the Annual General Meeting of Shareholders 2023 |
| 11 | 12/TTr-HDQT | May 4, 2023 | Proposal on approving the Audited Financial Statements 2022 |
| 12 | 13/TTr-HDQT | May 4, 2023 | Proposal on the profit distribution and dividend payment of 2022 and expected dividend rate of 2023 |
| 13 | 14/TTr-HDQT | May 4, 2023 | Proposal on the selection of an audit company for the Financial Statements 2023 |
| 14 | 15/TTr-HDQT | May 4, 2023 | Proposal on approving the salary and bonus, remuneration of the Board of Directors, and the Supervisory Board in 2023 |
| 15 | 16/QD-HDQT | May 15, 2023 | Decision on establishing a council to develop a water price plan |
| 16 | 19/NQ-HDQT | June 12, 2023 | Resolution on recording the list of shareholders to exercise the right of receiving dividends of 2022 in cash  |
| 17 | 20/QD-HDQT | June 30, 2023 | Decision on approving the settlement of investment capital for capital construction of the Quang Xuong water plant project |
| 18 | 21/QD-HDQT | August 4, 2023 | Decision on adjusting targets of the production and business plan for 2023 |
| 19 | 22/QD-HDQT | August 1, 2023 | Decision on approving the adjustment of the contractor selection plan and the price for bidding package No. 01 "Consulting on preparation of environmental impact assessment report" under the project to renovate and upgrade Mat Son water plant |
| 20 | 23/QD-HDQT | August 28, 2023 | Decision on bonus for successful completion of the work of preventing water loss in the first 6 months of the year. |
| 21 | 24/QD-HDQT | September 18, 2023 | Decision on approving the results of shortened contractor appointment for package No. 01 "Consulting on preparation of environmental impact assessment report” under the project to renovate and upgrade Mat Son water plant. |
| 22 | 25/QD-HDQT | September 29, 2023 | Decision on approving the bidding documents for package No. 01 "Consulting on the preparation of environmental impact assessment report" under the project to renovate and upgrade the capacity of Mat Son water plant from 50,000 m3 to 70,000 m3/day |
| 23 | 26/QD-HDQT | October 9, 2023 | Decision on bonus for exceeding the plan for Q3/2023 |
| 24 | 27/QD-HDQT | October 25, 2023 | Decision on approving the list of contractors that meet the technical requirements for bidding package No. 01 "Consulting on preparation of environmental impact assessment report” |
| 25 | 28/QD-HDQT | October 25, 2023 | Notice on results of the evaluation of Technical Proposal Dossier for package No. 01 "Consulting on preparation of environmental impact assessment report” |
| 26 | 29/QD-HDQT | November 6, 2023 | Decision on approving the results of contractor selection for package No. 01 "Consulting on preparation of environmental impact assessment report" under the Mat Son water plant project. |
| 27 | 30/QD-HDQT | December 22, 2023 | Decision on establishing the Asset Inventory Council at 12 a.m. on January 1, 2024 |
| 28 | 31/QD-HDQT | December 29, 2023 | Decision on unexpected bonus for excellent completion of production and business tasks. |
| 29 | 32/QD-HDQT | December 29, 2023 | Decision on assigning the production and business plan for 2024 |

1. Supervisory Board
2. 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 | Le Thi Ha | Chief | June 29, 2020 | Bachelor of Economics majoring in Accounting |
| 2 | Trinh Thi Huyen | Member | June 29, 2020 | Bachelor of Economics majoring in Accounting |
| 3 | Nguyen Cong Khanh | Member | June 29, 2020 | Bachelor of Economics - Independent Auditor |

1. Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Nguyen Ngoc Can | January 20, 1964 | Bachelor of Economics | July 1, 2020 |
| 2 | Le Sy Len | July 6, 1969 | Bachelor of Economics | July 1, 2020 |
| 3 | Duong Van Hoa | December 11, 1963 | Bachelor of Economics | July 1, 2020 |
| 4 | Le Ngoc Dinh | May 19, 1966 | Bachelor of Economics | July 1, 2020 |
| 5 | Le Trung Hieu | December 6, 1991 | Architect | June 7, 2021 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Nguyen Thi Nga | November 12, 1973 | Bachelor of Economics | July 1, 2020 |

1. Training on corporate governance
2. List of affiliated persons of the public company in 2023 and transactions of the affiliated person of the Company with the Company itself.
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR: None
4. Transactions between PDMR of listed company, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None
5. Transactions between the Company and other entities
6. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (calculated at the time of reporting): None
7. Transactions between the Company and companies where the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager): None
8. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers: None
9. Share transactions of PDMR and affiliated persons of PDMR:
10. Company’s share transactions of PDMR and affiliated persons: None
11. Other significant issues: None