**NUE: Annual Corporate Governance Report 2023**

On January 10, 2024, Nha Trang Urban Environmental Joint Stock Company announced Report No. 21/BC-HDQT on the corporate governance 2023 as follows:

* Name of Company: Nha Trang Urban Environmental Joint Stock Company
* Head office address: No. 84 Tran Phu Street, Loc Tho Ward, Nha Trang City, Khanh Hoa Province
* Tel: (0258) 3523863
* Charter capital: VND 60,000,000,000
* Securities code: NUE
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Implemented

1. Activities of the General Meeting of Shareholders:

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

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | 05/NQ-HDQT | June 9, 2023 | Annual General Mandate |

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

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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 of the Board of Directors in the term of 2020-2025 | |
| Appointment date | Dismissal date |
| 01 | Mr. Nguyen Hung Thanh | Chair of the Board of Directors | June 2, 2020 |  |
| 02 | Mr. Ho Ngoc An | Member of the Board of Directors | June 2, 2020 |  |
| 03 | Mr. Nguyen Thanh Tay | Member of the Board of Directors | June 2, 2020 | June 9, 2023 |
| 04 | Mr. Tran Van Huong | Member of the Board of Directors | June 2, 2020 |  |
| 05 | Ms. Tran Thi Kim Chi | . Member of the Board of Directors | June 2, 2020 |  |
| 06 | Mr. Vo Tuong Trong | Non-executive member of the Board of Directors | June 2, 2020 |  |
| 07 | Mr. Pham Vinh Nghiep | Member of the Board of Directors | June 9, 2023 |  |
| 08 | Ms. Dao Thi Thu Ha | Non-executive member of the Board of Directors | June 25, 2022 |  |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 01 | 01/NQ-HDQT | March 23, 2023 | * Approve the extension of the time to organize the Annual General Meeting of Shareholders 2023 of Nha Trang Urban Environmental Joint Stock Company before June 15, 2023. * Approve the Audited Financial Statements for the fiscal year ending on December 31, 2022. |
| 02 | 02/NQ-HDQT | April 12, 2023 | * Approve the Realized salary fund in 2022 and the salary fund plan for 2023. * Approve the production and business plan   for 2023.   * Approve the amendments and supplements to the Internal Expenditure Regulations of Nha Trang Urban Environmental Joint Stock Company according to Circular No. 24/2022/TT-BLDTBXH dated November 30, 2022 of the Ministry of Labor, War Invalids and Social Affairs * Approve the selection of May 11, 2023 as the record date for the list of shareholders attending the Annual General Meeting of Shareholders 2023. |
| 03 | 03/NQ-HDQT | May 10, 2023 | Approve the program, content, and time to organize the Annual General Meeting of Shareholders 2023 |
| 04 | 04/NQ-HDQT | May 23, 2023 | Approve the amended and supplemented procedures and regulations: Labor regulations, Salary regulations, Regulations on evaluating the level of work completion, Regulations on emulation and rewards. |
| 05 | 05/NQ-HDQT | June 9, 2023 | Annual General Mandate 2023 |
| 06 | 06/NQ-HDQT-2023 | June 12, 2023 | * Approve the selection of the A&C Auditing and Consulting Company Limited, address: No. 02 Truong Son Street, Ward 2, Tan Binh District, Ho Chi Minh City. Nha Trang Branch LSTH 06A.01 Le Hong Phong Urban Area, Phuoc Hai Ward, Nha Trang City, Khanh Hoa Province as the unit to implement the Financial Statements 2023 of Nha Trang Urban Environmental Joint Stock Company. * Regarding the dividend payment time in 2022 for shareholders: Approve June 30, 2023 as the record date to exercise the right to pay dividends in cash in 2022 and July 17, 2023 as the dividend payment date. |
| 07 | 07/NQ-HDQT-2023 | July 03, 2023 | * Approve the Contract and authorize the General Director to sign and be responsible for: Credit contracts, Guarantee contracts with the value of VND 35,000,000,000 at Joint Stock Commercial Bank for Investment and Development of Vietnam - Nha Trang Branch and Contracts to provide public services in 2023 with the value from 35% or more of total assets recorded in the audited Financial Statements 2022. |
| 08 | 08/NQ-HDQT-2023 | August 21, 2024 | Approve the investment policy of purchasing crane trucks with lifting baskets with a total estimated investment of no more than VND 2,050,000,000 including VAT implemented from Q4/2023. |
| 07 | 09/NQ-HDQT-2023 | December 12, 2024 | Approve the Contract and authorize the General Director to sign and be responsible for: Credit contracts, Guarantee contracts with the value of VND 35,000,000,000 at Joint Stock Commercial Bank for Investment and Development of Vietnam - Nha Trang Branch and Contracts to provide public services in 2024 with the value from 35% or more of total assets recorded in the audited Financial Statements 2023; Authorization time: from January 01, 2024 to December 31, 2024. |

1. The 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 |
| The term of 2020 - 2025 | | | | |
| 01 | Nguyen Thi Ngoc Bau | Chief | Appointed on  June 9, 2023 | Bachelor of Economics |
| 02 | Ms. Nguyen Thi Thanh Xuan | Member | June 2, 2020 | Bachelor of Business Accounting |
| 03 | Ms. Ta Thi Trung Trinh | Member | June 2, 2020 | Bachelor of Accounting |
| 04 | Mr. Nguyen Thanh Phu |  | Dismissed on June 09, 2023 |  |

1. The Executive Board

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| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Position | Qualification | Appointment date |
| The term of 2020-2025 | | | | | |
| 01 | Mr. Ho Ngoc An | May 29, 1963 | General Manager | Bachelor of Laws | June 2, 2020 |
| 02 | Mr. Pham Vinh Nghiep | February 14, 1984 | Deputy General Manager | Master of Urban and Construction Management.  Architect | June 9, 2023 |
| 03 | Ms. Tran Thi Kim Chi | September 15, 1972 | Deputy General Manager | Bachelor of Economics | June 2, 2020 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Professional Qualification | Appointment date |
| 01 | Mr. Luong Hai Thien | October 1, 1986 | * Bachelor of Economics * Master of Business Administration | June 2, 2020 |

1. Training on corporate governance:
2. List of affiliated persons of the public Company and transactions of affiliated persons 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: No transaction incurred
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: No transaction incurred
5. Transactions between the Company and other entities: None.
   1. Transactions between the Company and the companies where 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 (as at the time of reporting): None.
   2. Transactions between the Company and companies executed by the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers who are members of the Board of Directors, the Executive Manager (the General Manager): None.
   3. 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.
6. Share transactions of PDMR and affiliated persons of PDMR:
7. Company’s share transaction of PDMR and affiliated persons

No transaction incurred

1. Other significant issues: None