**PJS: Annual Corporate Governance Report 2023**

On January 18, 2024, Phu Hoa Tan Water Supply Joint Stock Company announced Report No. 082/BC-PHT-HDQT on the corporate governance 2023 as follows:

* Name of public company: PHU HOA TAN WATER SUPPLY JOINT STOCK COMPANY
* Head office address: No. 86 Tan Hung Street, Ward 12, District 5, Ho Chi Minh City
* Tel: (84-028) 38 558 410; 1900 1019
* Email: phuhoatan@phuwaco.com.vn
* Charter capital: VND 90,000,000,000
* Securities code: PJS
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: unimplemented
1. Activities of the General Meeting of Shareholders:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | 058/NQ-PHT-DHDCD | April 20, 2023 | Annual General Mandate 2023 |

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 | Date of appointment/dismissal asmember of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Le Thi Thanh Tam | Chair | April 22, 2019 |   |
| 2 | Duong Van Hoa | Member and Manager | September 1, 2021 |   |
| 3 | Vuong Vu | Member | April 12, 2021 |   |
| 4 | Nguyen Thanh Su | Member | April 14, 2022 |   |
| 5 | Le Hoang Son | Member | April 14, 2022 |   |
| 6 | Vo Tan Bao Quang | Member | April 14, 2022 |   |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 042/NQ-PHT-HDQT | March 2, 2023 | Settle the realized salary and remuneration fund in 2022 |
| 2 | 050/NQ-PHT-HDQT | March 8, 2023 | Meeting of the Board of Directors in Q1/2023:1. Approve the Report on the result of the implementation the production and business plan for 2022 and the production and business plan for 2023;2. Approve the Report on the result of the implementation the Financial plan for 2022;3. Approve the Financial plan for 2023 and the Profit distribution plan for 2022.4. Approve the Labor plan for 2023 and the salary plan for employees, the salary, remuneration plan for managers in 2023;5. Approve the selection of an independent auditing company to submit to the General Meeting of Shareholders for approval (according to the draft Contract) according to the proposal of the Supervisory Board;6. Approve the draft contract of purchasing wholesale clean water and the agreement with the Corporation with a value of 35% or more of the Company's total asset recorded in the most recent Financial Statements and submitted to the General Meeting of Shareholders for approval;7. Approve the dossiers and documents for the organizing work for the Annual General Meeting of Shareholders 2023 on April 20, 2023. |
| 3 | 061/NQ-PHT-HDQT | April 20, 2023 | Reward for the completion of the production and business plan for 2022 of the Managers of the Company. |
| 4 | 069/NQ-PHT-HDQT | April 2, 2023 | Meeting of the Board of Directors in Q3/2023:1. Approve the results of implementing the production and business plan for the first 6 months of 2023 and directions for implementing the production and business plan for the last 6 months of 2023;2. Approve the financial results for the first 6 months of 2023 and implementation directions for the last 6 months of 2023;3. Approve the adjustment of the Construction Investment Plan 2023;4. Approve and assign the Manager to pilot the investment preparation steps for the Capital Construction Plan 2024 in accordance with the law;5. Approve the policy to establish an Internal Audit Committee under the Board of Directors and assign the Chair of the Board of Directors to implement in accordance with the law, ensuring the improvement in the operational efficiency of the Company;6. Approve the policy of extraordinary spending on reducing water loss in the first 6 months of 2023 to recognize the collective efforts of the Executive Board and employees. |
| 5 | 070/NQ-PHT-HDQT | September 11, 2023 | Labor plan; Company salary and remuneration fund plan for 2023. |
| 6 | 079/NQ-PHT-HDQT | September 19, 2023 | Meeting of the Board of Directors in Q4/2023:1. Approve the results of implementing the production and business plan for the first 9 months of 2023, estimates for implementation for 2023 and directions for implementation for the end of the year;2. Approve the financial results for the first 10 months of 2023 and estimates for implementation for 2023;3. Approve the implementation of the State Audit of Vietnam’s recommendations in 2022 (Fiscal year 2021): Payment of VND 11,136,844,970 to purchase wholesale clean water for Saigon Water Corporation including:Amount to purchase wholesale clean water to Saigon Water Corporation in the period when the Company officially operated in the form of shares (February 1, 2007): VND 2,926,296,194;Amount to purchase wholesale clean water to Saigon Water Corporation in the period when the Company purchased wholesale clean water through the total meter (since January 2015): VND 8,210,548,776 (unit price: VND 6,444.20/m3).4. Approve the adjustment to the Construction Investment Plan for 2023 (2nd time). |

1. The Supervisory Board:
2. Information about the 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 |
| Appointment date | Dismissal date |   |
| 1 | Nguyen Minh Dat | Chief | April 17, 2017 |   | Bachelor of Economics majoring in Accounting |
| 2 | Le Trong Thanh | Member | April 17, 2017 |   | Bachelor of Economics majoring in Accounting and Auditing |
| 3 | Pham Thi Phuong Linh | Member | April 17, 2017 |   | Bachelor of Economics majoring in Accounting and Auditing |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| Appointment date | Dismissal date |
| 1 | Duong Van Hoa | April 13, 1976 | Urban Engineer specializing in water supply and drainage Senior political officer | September 1, 2021 |   |
| 2 | Tran Cong Le | October 16, 1969 | Bachelor of Laws | August 1, 2021 |   |
| 3 | Bui Duc Sinh | January 1, 1975 | Construction Engineer | April 10,2017 |   |

1. Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal asmember of the Executive Board |
| Appointment date | Dismissal date |
| Duong Thi My Quy | August 11, 1977 | Bachelor of Economics majoring in Accounting | April 10, 2012 |   |

1. Training on corporate governance:
2. List of affiliated persons of the Company and transactions of affiliated persons of the Company with the Company itself:

1. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, or affiliated persons of PDMR:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/institution | Relations with the Company | NSH No., Date of issue, Place of issue | Head office address | Time of transaction | Approved General Mandate/ Decision of General Meeting of Shareholders or Board Resolution/ Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Saigon Water Corporation | Major shareholder (State shareholder), Parent Company | 41060000102July 26, 2005Department of Planning and Investment, HCMC | No. 01 Cong Truong Quoc Te Street, District 3, Ho Chi Minh City | 2023 | 058/NQ-PHT - DHDCD dated April 20, 2023 | 240,712 (million VND) | Contract to purchase wholesale clean water through the total meter in 2023 |
| 2 | Saigon Water Corporation | Major shareholder (State shareholder), Parent Company | 41060000102July 26, 2005Department of Planning and Investment, HCMC | No. 01 Cong Truong Quoc Te Street, District 3, Ho Chi Minh City | October 17, 2023 | 027/NQ-PHT- HDQT dated November 28, 2022 | 1,113 (million VND) | Contract to transfer water industry materials |
| 3 | Saigon Water Corporation | Major shareholder (State shareholder), Parent Company | 41060000102July 26, 2005Department of Planning and Investment, HCMC | No. 01 Cong Truong Quoc Te Street, District 3, Ho Chi Minh City | October 25, 2023 | 027/NQ-PHT-HDQT dated November 28, 2022 | 31,200,000 | 02 Training contract |
| 4 | Nha Be Water Supply Joint Stock Company | With Parent Company (Saigon Water Corporation) | 0304789298January 2, 2007Department of Planning and Investment, HCMC | H2 Lot A Phu My Hung, Nguyen Van Linh, Tan Phong Ward, District 7, Ho Chi Minh City | 2023 | 027/NQ-PHT-HDQT dated November 28, 2022 | 21,270,000 | Contract to purchase bottled water in 2023 |

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None.
2. Transactions between the Company and other entities:
	1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (as at the time of reporting): None.
	2. Transactions between the Company and the companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive Manager: None
	3. Other transactions of the Company (if any) that can bring about material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Manager and other managers: None.

VIII. Share transactions of PDMR and affiliated persons of PDMR:

1. Company’s share transactions of PDMR and affiliated persons:

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| --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares at the beginning of the period | Number of shares at the end of the period | Reason for increase/decrease |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Duong Thi My Quy | Chief Accountant | 2,500 | 0.028 | 600 | 0.007% | Sale |

1. Other significant issues: None./.