**CMW: Annual Corporate Governance Report 2023**

On January 19, 2024, Ca Mau Water Supply Joint Stock Company announced Report No. 01/BC-CMW on the corporate governance in 2023 as follows:

* Name of company: Ca Mau Water Supply Joint Stock Company
* Head office address: No. 204, Quang Trung Street, Hamlet 3, Ward 5, Ca Mau City, Ca Mau Province.
* Tel: 0290 3836723, Fax: 0290 3836723
* Charter capital: VND 155,349,000,000
* Securities code: CMW
* Securities type: Common share
* Exchange: UpCom
* 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:

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | General Mandate No. 07/NQ-DHDCD | June 29, 2023 | Annual General Mandate 2023 |
| 2 | General Mandate No. 09/NQ-DHDCD | December 15, 2023 | General Mandate on approving the amendment and supplement of the Salary Scale and Wage Table according to the job positions of employees. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Ho Tan Luat | Chair of the Board of Directors | December 15, 2017 |  |
| 2 | Tran Hoang Khen | Member of the Board of Directors | February 02, 2016 |  |
| 3 | Pham Phuoc Tai | Member of the Board of Directors | February 02, 2016 |  |
| 4 | Trinh Kien | Member of the Board of Directors (Non-executive) | June 28, 2020 |  |

1. Board Resolutions/Board Decisions

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/ Decision No. | Date | Content |
| 1 | No. 01/NQ-HDQT | March 20, 2023 | Resolution on extending the time to organize the General Meeting of Shareholders 2023 |
| 2 | No. 02/NQ-HDQT | March 20, 2023 | Resolution on approving the contents of the Board of Directors meeting on March 17, 2023 |
| 3 | No. 03/NQ-HDQT | March 24, 2023 | Resolution on approving the contents of documents of the Annual General Meeting of Shareholders 2023 |
| 4 | No. 04/NQ-HDQT | September 26, 2023 | Resolution on approving the contents of the Board of Directors meeting on September 26, 2023 |
| 5 | No. 05/NQ-HDQT | November 30, 2023 | Resolution on opening line of credit to borrow capital for production and business investment at the Company |
| 6 | No. 06/NQ-HDQT | November 30, 2023 | Resolution on approving the Business and Production Plan in 2024 |
| 7 | No. 07/NQ-HDQT | November 30, 2023 | Resolution on approving Mr. Tran Hoang Khen's voluntary redundancy application |
| 8 | No. 08/NQ-HDQT | December 15, 2023 | Resolution on approving Mr. Trinh Kien's resignation from the position of member of the Board of Directors |
| 9 | No. 01/QD-HDQT | March 20, 2023 | Decision on terminating the operations of the Electrical and Mechanical Workshop |
| 10 | No. 02/QD-HDQT | March 20, 2023 | Decision on establishing a branch - Mechanical and Electrical Construction Enterprise |
| 11 | No. 03/QD-HDQT | March 22, 2023 | Decision on promulgating the Operating Regulations of Ca Mau Water Supply Joint Stock Company's Executive Board |
| 12 | No. 04/QD-HDQT | March 22, 2023 | Decision on promulgating Regulations prescribing the functions and tasks of Ca Mau Water Supply Joint Stock Company’s specialized departments and subordinate units (management and operation) |
| 13 | No. 05/QD-HDQT | March 22, 2023 | Decision on promulgating Personnel Management and Organization Regulations of Ca Mau Water Supply Joint Stock Company |
| 14 | No. 06/QD-HDQT | March 22, 2023 | Decision on promulgating Internal Spending Regulations of Ca Mau Water Supply Joint Stock Company |
| 15 | No. 07/QD-HDQT | March 22, 2023 | Decision on promulgating Emulation, Reward and Disciplinary Regulations of Ca Mau Water Supply Joint Stock Company |

1. The Supervisory Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Mai Thi Hien | Chief | February 02, 2016 | Bachelor of Economics |
| 2 | Phan Thi Ha Thanh | Member | February 02, 2016 | Intermediate Degree of Accounting |
| 3 | Van Hai Ly | Member | June 15, 2018 | Bachelor of Accounting |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of Executive Board | Date of birth | Qualification | Date of appointment of members of the Executive Board |
| 1 | Tran Hoang Khen | August 07, 1964 | Fishery Engineer, Bachelor of Law | February 17, 2016 |
| 2 | Pham Phuoc Tai | October 09, 1974 | Master of Economics, Construction Engineer | February 18, 2016 |
| 3 | Pham Tan Phong | January 10, 1978 | Master of Business Administration, Drainage engineer | April 13, 2018 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Huynh Thien Tri | July 08, 1972 | Bachelor of Economics | February 18, 2016 |

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

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reasons for increase or decrease (buy, sell, convert, reward, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | DNP Holding Joint Stock Company |  | 3,769,700 | 24.266% | 0 | 0% | Decreased due to selling |

\* Notes:

On June 5, 2023, Ca Mau Water Supply Joint Stock Company received Report No. 33/2023/BC-DNPW dated June 1, 2023, from DNP Holding Joint Stock Company (DNPW) on the change in ownership of a major shareholder and Report No. 35/2023/BC-DNPW dated June 2, 2023, about the date of no longer being a major shareholder. Accordingly, DNPW has transacted to sell all its shares in Ca Mau Water Supply Joint Stock Company.

1. Other significant issues: None.