**THU: Annual Corporate Governance Report 2023**

On January 22, 2024, Thanh Hoa Urban Environment and Works Joint Stock Company announced Report No.01/2024/BC-QTCT on the corporate governance in 2023 as follows:

* Name of company: Thanh Hoa Urban Environment and Works Joint Stock Company
* Head office address: No. 467 Le Hoan Street, Ngoc Trao Ward, Thanh Hoa City, Thanh Hoa Province.
* Tel: 02373.852.228 Email: [urencothanhhoa@gmail.com](mailto:urencothanhhoa@gmail.com)
* Charter capital: VND 32,977,900,000
* Securities code: THU
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Executive Manager.
* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders:

Information about Meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot): In 2023, the Company organized the Annual General Meeting of Shareholders 2023, specifically:

Date: May 22, 2023

Venue: Company’s Head office, No. 467 Le Hoan Street, Ngoc Trao Ward, Thanh Hoa City.

Details:

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Contents |
| 1 | General Mandate No. 01/NQ-DHDCD/2023 | May 22, 2023 | Annual General Mandate 2023 of Thanh Hoa Urban Environment and Works Joint Stock Company |

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 as a member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Tran Chinh | Chair of the Board of Directors | June 28, 2021 |  |
| 2 | Ms. Do Thi Minh Hai | Vice Chair of the Board of Directors | June 28, 2021 |  |
| 3 | Mr. Ho Viet Lan | Member of the Board of Directors | June 28, 2021 |  |
| 4 | Mr. Thieu Van San | Member of the Board of Directors | June 28, 2021 |  |
| 5 | Mr. Le Manh Thang | Member of the Board of Directors | June 28, 2021 |  |

1. Board Resolutions/Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Contents |
| 1 | Resolution No. 01/NQ-HDQT | March 15, 2023 | On the personnel work, appointing the positions of Head of Administrative Organization Department, Manager of the Motorcycle Transport Enterprise, Manager of the Environmental Treatment Enterprise, Deputy Leader of the Cleaning Fee Collection Team |
| 2 | Resolution No. 02/NQ-HDQT | March 20, 2023 | On the time extension to hold the Annual General Meeting of Shareholders |
| 3 | Resolution No. 03/NQ-HDQT | March 20, 2023 | On the record list of shareholders attending the Annual General Meeting of Shareholders 2023 |
| 4 | Resolution No. 04/NQ-HDQT | March 20, 2023 | On the approval of the policy of short-term credit loans to supplement working capital to serve production and business activities |
| 5 | Resolution No. 05/NQ-HDQT | April 26, 2023 | On the approval of the contents, agenda of the Annual General Meeting of Shareholders 2023 |
| 6 | Resolution No. 06/NQ-HDQT | June 08, 2023 | On the approval of the policy of investing in specialized transport vehicles and garbage compactors; Liquidation of some depreciated and damaged assets and adjustment of salaries for management and indirect office departments |
| 7 | Resolution No. 06.1/NQ-HDQT | July 05, 2023 | On the approval of salary payment plans and regimes for managers and indirect staff of the office department. |
| 8 | Resolution No. 07/NQ-HDQT | August 04, 2023 | On the recorded list of shareholders to pay dividends in 2022. |
| 9 | Resolution No. 08/NQ-HDQT | October 16, 2023 | On the selection of an audit company for the Financial Statements for the fiscal year ending December 31, 2023 of the Company |
| 10 | Resolution No. 09/NQ-HDQT | December 26, 2023 | On the dismissal of the Company’s Deputy Manager |
| 11 | Resolution No. 10/NQ-HDQT | December 27, 2023 | On the assignment and direction of production and business activities in 2024 |
| 12 | Decision No. 01/QD-HDQT | July 10, 2023 | On the approval of the investment plan to purchase garbage compactors with a capacity of 14.5m3 to improve the capacity of transporting domestic waste in Thanh Hoa City. |
| 13 | Decision No. 02/QD-HDQT | August 08, 2023 | On the approval of the plan to renovate the working areas of indirect factories under the Company. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Truong Thi Thanh Binh | Chief of the Supervisory Board | June 28, 2021 | Bachelor of Business Management majoring in Business Management |
| 2 | Tong Thi Tho | Member of the Supervisory Board | June 28, 2021 | Bachelor’s degree of VNU University of Economics and Business majoring in Budget Management |
| 3 | Nguyen Tien Hai | Member of the Supervisory Board | June 28, 2021 | Bachelor of Business Administration, Bachelor of Information Technology |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Ho Viet Lan | April 20, 1970 | Vietnam National University of Forestry - Master of Business Administration | July 01, 2021 |
| 2 | Thieu Van San | March 20, 1963 | University of Transport and Communications - Engineer | Dismissed on December 31, 2023 |

1. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Le Thi Thu Ha | May 15, 1983 | Academy of Finance - Accountant | July 01, 2021 |

1. Training on corporate governance
2. List of affiliated persons of public companies and transactions between 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:

* None

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company:

* None

1. Transactions between the Company and other entities:
   1. Transactions between the Company and 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
  1. Transactions between the Company and companies where 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
  1. 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, and the Manager (General Manager) and other managers:
* None

1. Share transactions of PDMR and persons related person of PDMR:
2. Company’s share transactions between PDMR and affiliated persons:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | | Reason for increase/decrease (purchase, sell, or award,...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Ho Viet Lan | PDMR | 54,700 | 1.66% | 72,400 | 2.19% | Purchase |
| 2 | Thieu Van San | PDMR | 12,600 | 0.38% | 0 | 0% | Sale |

1. Other significant issues:

* None