**VIW: Annual Corporate Governance Report 2023**

On January 16, 2024, Vietnam Water and Environment Investment Corporation announced Report No. 416/BC-HDQT on the corporate governance in 2023 as follows:

* Name of company: Vietnam Water and Environment Investment Corporation
* Head office address: No. 52 Quoc Tu Giam Street, Van Mieu Ward, Dong Da District, Hanoi
* Tel: 024.37473576/37472982; Fax: 024. 3843134
* Email: info@viwaseen.com.vn
* Charter capital: VND 580,186,000,000.
* Securities code: VIW
* Corporate governance model: The General Meeting, Board of Directors, Supervisory Board and Managing Director
* Internal audit execution: Implemented
1. Activities of the General Meeting

On June 23, 2023, Vietnam Water and Environment Investment Corporation organized the Annual General Meeting 2023.

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| No. | General Mandate/Decision No. | Date | Contents |
| 1 | 01/2023/NQ-DHDCD | June 23, 2023 | General Mandate  |

1. Board of Directors in 2023:
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 member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Le Minh Duc | Chair of the Board of Directors | February 26, 2021 |  |
| 2 | Ngo Van Dung | Member of the Board of Directors, Managing Director | June 25, 2014 |  |
| 3 | Nguyen Duc Bon | Member of the Board of Directors  | July 16, 2015 |  |
| 4 | Vu Doan Chung | Member of the Board of Directors, Deputy Managing Director | February 26, 2021 |  |
| 5 | Nguyen Anh Tung | Member of the Board of Directors | February 26, 2021 |  |

1. Board Resolutions/Decisions in 2023

The Board of Directors organized 07 meetings and 24 collections of opinions via a ballot to approve the issues under the authority of the Board of Directors.

In 2023, the Board of Directors promulgated 11 Resolutions and 12 Decisions as follows:

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| --- | --- | --- | --- |
| No. | Resolution/Decision  | Date | Contents |
| A | Resolutions |
| 1 | 352/NQ-HDQT | April 12, 2023 | Resolution on the personnel work of the Corporation. |
| 2 | 365/NQ-HDQT | April 19, 2023 | Resolution on the 21st meeting of the Board of Directors held on April 14, 2023. |
| 3 | 366/NQ-HDQT | April 27, 2023 | Resolution on the expected time to organize the Annual General Meeting 2023 |
|  4 | 368/NQ-HDQT | February 28, 2023 | On peronnel work (Mr. Vu Tat Thang holds the position of Head of the Resource Management Board VIWASEEN; Mr. Le Minh Thanh holds the position of Deputy Head of the department in charge of Investment; and Ms. Nguyen Dang Phuong Thao holds the position of Deputy Chief Office in charge of the Corporation’s office) |
| 5 | 377/NQ-HDQT | May 24, 2023 | Resolution on the 22nd meeting of the Board of Directors held on May 19, 2023 |
| 6 | 388/NQ-HDQT | June 08, 2023 | Resolution on approving the Audited Financial Statements and approving the time, agenda, and documents for the Annual General Meeting 2023. |
| 7 | 391/NQ-HDQT | June 23, 2023 | Resolution on approving line of credit, collateral, and authorizing the Managing Director to sign contracts and documents related to loan and guarantee dossiers at banks. |
| 8 | 401/NQ-HDQT | July 31, 2023 | Resolution on the 24th meeting of the Board of Directors held on July 18, 2023. |
| 9 | 402/NQ-HDQT | July 31, 2023 | Resolution on the announcement and implementation of the inspector's conclusion. |
| 10 | 406/NQ-HDQT | October 20, 2023 | Resolution on the 25th meeting of the Board of Directors held on October 27, 2023. |
| 11 | 414/NQ-HDQT | December 27, 2023 | Resolution on the settlement of the salary fund for 2023 and the salary plan for 2024. |
| B | Decisions |
| 1 | 345/QD-HDQT | February 28, 2023 | Decision on approving the adjustment and extension of the implementation period for the investment project of the VIWASEEN Corporation office building at 52 Quoc Tu Giam Street, Van Mieu, Dong Da, Hanoi. |
| 2 | 354/QD-HDQT | April 18, 2023 | Decision on appointing a Representative of the Corporation's contributed capital and introduction to the Board of Directors of PVOIL Phu Tho Joint Stock Company for the term 2023-2028. |
| 3 | 356/QD-HDQT | April 19, 2023 | Decision on appointing a Representative of the Corporation's contributed capital and introduction to the Board of Directors of The Water Supply & Sewerage Construction and Investment Joint Stock Company for the term 2023-2028. |
| 4 | 359/QD-HDQT | April 19, 2023 | Decision on appointing a Representative of the Corporation's contributed capital and introduction to the Board of Directors, Supervisory Board, the Board of Management of Công ty CP VIWASEEN6 (tentatively translated as VIWASEEN6 Joint Stock Company). |
| 5 | 360/QD-HDQT | April 19, 2023 | Decision on appointing a Representative of the Corporation's contributed capital and introduction to the Board of Directors of Công ty CP VIWASEEN14 (tentatively translated as VIWASEEN14 Joint Stock Company) for the term 2023 - 2028. |
| 6 | 362/QD-HDQT | April 19, 2023 | Decision on appointing a Representative of the Corporation's contributed capital and introduction to the Board of Directors of Công ty CP Đầu tư xây dựng CTN Suối Dầu (tentatively translated as Suoi Dau Nhiem Water Supply and Sewerage Construction Investment Joint Stock Company) for the term 2023 - 2028. |
| 7 | 364/QD-HDQT | April 19, 2023 | Decision on appointing a Representative of the Corporation's contributed capital and introduction to the Board of Directors of Công ty CP VIWASEEN TMC (tentatively translated as VIWASEEN TMC Joint Stock Company) for the term 2022-2027. |
| 8 | 369/QD-HDQT | April 28, 2023 | Decision on establishing the Organizing Committee of the Annual General Meeting in 2023 |
| 9 | 370/QD-HDQT | April 28, 2023 | Decision on establishing the Shareholder's Eligibility Verification Committee at the Annual General Meeting 2023. |
| 10 | 372/QD-HDQT | May 11, 2023 | Decision on re-appointing Mr. Truong Huy Hai as the Deputy Managing Director of VIWASEEN Corporation |
| 11 | 376/QD-HDQT | May 24, 2023 | Decision on re-appointing Mr. Doan Vu Tien as the Chief Accountant of VIWASEEN Corporation |
| 12 | 400/QD-HDQT | July 31, 2023 | Decision on approving the result of selection of audit company for the Financial statements in 2023 |

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 | Bui Khanh Linh | Chief | June 22, 2018 | Master of International Accounting, Bachelor in International Commerce, Bachelor in Accounting |
| 2 | Nguyen Sinh Kien | Member | June 25, 2018 | Construction-Economics Engineer |
| 3 | Nguyen Thi Ngoc Diep | Member | February 26, 2021 | Bachelor in Economics |

1. 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 |
| 1 | Ngo Van Dung | December 07, 1973 | Electronic Engineer | June 25, 2014 |
| 2 | Le Minh Duc | June 13, 1966 | Economic engineer, Bachelor in Accounting | February 26, 2021 |
| 3 | Truong Van Hai | October 01, 1971 | Drainage and Environmental Engineer | May 11, 2023 |
| 4 | Vu Doan Chung | November 24, 1973 | Master of Engineering | August 15, 2017 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Doan Vu Tien | June 16, 1983 | Master of Economics | May 24, 2023 |

1. List of related persons of the listed company as prescribed in Clause 34, Article 6 of the Law on Securities and transactions of related persons of the Corporation with the Corporation itself
2. Transactions between the Corporation and related persons of the Corporation; or between the Corporation and major shareholders, PDMR, and related person of PDMR

None.

1. Transactions between PDMR of the Corporation, related persons of PDMR and subsidiaries, companies controlled by the Corporation:

None.

1. Transactions between the Corporation and other entities:
	1. Transactions between the Corporation and the companies where members of the Board of Directors, members of the Supervisory Board or Executive Manager (Managing Director) who have been founding members or members of the Board of Directors and Executive Manager (Managing Director) for the past three (03) years (as at the time of reporting).

None.

* 1. Transactions between the Corporation and companies where the related persons of members of the Board of Directors, members of the Supervisory Board and Executive Manager (Managing Director) who are members of the Board of Directors or Executive Manager (Managing Director):

None.

* 1. 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 and Executive Manager (Managing Director):

None.

VII. Share transactions of PDMR and related persons of PDMR in 2023:

None.

VIII. Other significant issues:

None.