**BDW: Annual Corporate Governance Report 2023**

On January 29, 2024, Binhdinh Water Supply and Sewerage Joint Stock Company announced Report No. 15/BC-CTN on the corporate governance in 2023 as follows:

* Name of Company: Binhdinh Water Supply and Sewerage Joint Stock Company
* Head office address: 146, Ly Thai To, Quang Trung Ward, Quy Nhon City, Binh Dinh Province
* Tel: 0256 3646061
* Charter capital: VND 124,108,000,000.
* Securities code: BDW
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: The company is not subject to compliance with regulations.

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/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 03/NQ-DHDCD | April 24, 2023 | Annual General Mandate |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (Independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Van Chau | Chair of the Board of Directors | June 29, 2020 |  |
| 2 | Mr. Le Tien Dung | Member of the Board of Directors, Manager of the Company | June 29, 2020 |  |
| 3 | Mr. Le Thanh Cuong | Member of the Board of Directors, Deputy Manager of the Company | June 29, 2020 |  |
| 4 | Mr. Phan Dinh Tan | Non-executive member of the Board of Directors | June 29, 2020 |  |
| 5 | Ms. Ngo Thi Hong Van | Non-executive member of the Board of Directors | June 29, 2020 |  |

1. Board Resolutions/Board Decisions in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/NQ-HDQT | March 1, 2023 | Approve the plan to organize the Annual General Meeting of Shareholders 2023 |
| 2 | 02/NQ-HDQT | April 3, 2023 | Approve the agenda and contents of the documents for the Annual General Meeting of Shareholders 2023 |
| 3 | 04/NQ-HDQT | May 22, 2023 | Approve the selection of an independent audit company for the Financial Statement 2023 |
| 4 | 83/QD-CTN | April 26, 2023 | Regarding the approval of the final settlement of the salary, remuneration, and bonus funds implemented in 2022 and the salary, remuneration, and bonus funds plan in 2023 for employees and managers of the Company |
| 5 | 05/NQ-HDQT | July 21, 2023 | Approve the dividend payment in 2022 |
| 6 | 06/NQ-HDQT | November 7, 2023 | Approve the planning list of leaders and managers in the term of 2026 - 2031 |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the the Supervisory Board | Qualification |
| 1 | Ms. Tran Nguyen Hanh Lan | Chief | Appointed on June 29, 2020 | Bachelor of Economics in Accounting |
| 2 | Mr. Ha Phu Cuong | Member | Appointed on June 29, 2020 | Master of Economic Management, University of Accounting |
| 3 | Ms. Huynh Thi Giao | Member | Appointed on June 29, 2020 | Intermediate Accounting |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Name of the member | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Le Tien Dung | January 01, 1968 | Construction engineer | Appointed on July 1, 2020 |
| 2 | Mr. Le Thanh Cuong | November 4, 1976 | Bachelor of Economics in Accounting | Appointed on July 1, 2020 |
| 3 | Mr. Nguyen Nguyen Hoai Vien | May 28, 1979 | Master of chemical engineering | Appointed on July 1, 2020 |

1. The Chief Accountant:

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Dang Hoang Trung | October 13, 1980 | Bachelor of Economics in Accounting | Appointed on 7/1/2020 |

1. Training on corporate governance:
2. List of affiliated persons of the public Company (Semi-annual Report) and transactions between the 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.
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company: None.
5. 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.
   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 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 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 | | Reasons for increase or decrease (buy, sell, convert, reward, ...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Ngo Huy Chuong | Husband of Ms. Nguyen Thi Phuong Tra - Person in charge of the corporate governance | 3,400 | 0.027% | 5,300 | 0.043% | Purchase shares |

1. Other significant issues: None.