**NVP: Annual Corporate Governance Report 2023**

On January 10, 2024, Vinh Phuc water supply joint stock company announced Report No. 03/BC-HDQT on the corporate governance in 2023 as follows:

* Name of company: Vinh Phuc water supply joint stock company
* Head office address: No. 220, Tran Phu Street, Phuc Thang Ward, Phuc Yen City, Vinh Phuc Province
* Tel: 02113 868 661 Fax: 02113 868 663
* Email: nuocsachvp@gmail.corn
* Charter capital: VND 109,630,000,000
* Securities code: NVP
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: Not executed.
1. Activities of the General Meeting of Shareholders

Information about the meetings and the General Mandates/Decisions of the General Meeting of Shareholders (including the General Mandates approved by collecting opinions via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision No.  | Date | Contents |
| 1  | 01/NQ-DHDCD | April 18, 2023 |  |

1. The Board of Directors (Annual Report 2023)
2. Information about the 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 | Mr. Ngo Truong Giang | Chair of the Board of Directors | January 10, 2014 |  |
| 2 | Mr. Nguyen Thanh Tung | Member of the Board of Directors | April 25, 2022 |  |
| 3 | Mr. Nguyen Tien Son | Member of the Board of Directors | April 25, 2022 |  |
| 4 | Mr. Bui Tien Dung | Member of the Board of Directors | January 19, 2011 |  |
| 5 | Mr. Vu Manh Ha | Member of the Board of Directors | April 25, 2022 |  |

1. Board Resolutions/Board Decisions (Annual Report 2023)
2. Decisions

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| --- | --- | --- | --- |
| No. | Board Decision No. | Promulgation date | Contents |
| 1 | 01/QD-HDQT | January 30, 2023 | Decision on completing the organization and staffing of the self-defense force in 2023 |
| 2 | 02/QD-HDQT | February 3, 2023 | Decision on sending employees on business trips |
| 3 | 03/QD-HDQT | February 03, 2023 | Decision on sending employees on a business trip (Ha Tinh and Cua Lo - Nghe An) |
| 4 | 01/QD-HDQT | February 3, 2023 | Decision on policy of investing in project of moving water supply pipelines, serving the construction of construction investment projects to cross Lam Bo Stream, downstream of Thanh Lanh Lake |
| 5 | 05/QD-HDQT | February 6, 2023 | Decision on approving policy of investing in water supply transmission pipeline for Dao Duc Town, Binh Xuyen District, Section from Dao Duc A Primary School to Tay Trai Residential Group |
| 6 | 06/QD-HDQT | February 22, 2023 | Decision on approving policy of investing in buying DN500 electric valve and DN250 linear valve for Phuc Yen water plant 20,000 m3/day and night |
| 7 | 07/QD-HDQT | February 22, 2023 | Decision on approving policy of investing in water supply pipeline projects for Ngoc Bao Village - Son Loi Commune |
| 8 | 08/QD-HDQT | March 1, 2023 | Decision on approving policy of investing in the renovation of water supply pipelines DN 100, D50, 40, 32 along National Highway 2 from the road to Dong Son Urban Area to the intersection of National Highway 2 - National Highway 23B |
| 9 | 09/QD-HDQT | March 10, 2023 | Decision on approving policy of investing buying repair and construction materials in March 2023 |
| 10 | 10/QD-HDQT | March 10, 2023 | Decision on establishing the Organizing Committee of the Sports Festival to celebrate the success of the Company's General Meeting of Shareholders, International Women's Day March 8, and the founding day of the Ho Chi Minh Communist Youth Union (March 26) |
| 11 | 11/QD-HDQT | March 13, 2023 | Decision on consolidating personnel of ISO 17025:2017 Board |
| 12 | 12/QD-HDQT | March 27, 2023 | Decision on approving policy of investing in water supply pipeline projects along DT 302, phase 1, 2023 (from km0+580-km1 +170) |
| 13 | 13/QD-HDQT | March 28, 2023 | Decision on approving policy of investing in water supply pipeline projects for Cho Noi Village- Tam Hop Commune, round 1 of 2023 |
| 14 | 14/QD-HDQT | March 28, 2023 | Decision on establishing the Organizing Committee of the Annual General Meeting of Shareholders 2023 |
| 15 | 15/QD-HDQT | April 04, 2023 | Decision on approving policy of investing in water supply pipeline projects for Ba Cau Village - Son Loi Commune |
| 16 | 16/QD-HDQT | April 11, 2023 | Decision on approving policy of investing in buying materials to serve the construction of projects in Q2/2023 |
| 17 | 17/QD-HDQT | May 5, 2023 | Decision on approving policy of investing in HDPE water supply pipeline project on Ring Road 4, section from km0 (starting point of National Highway 2) to km0+200 |
| 18 | 18/QD-HDQT | May 16, 2023 | Decision on distributing funds from accumulated profits as of December 31, 2022 |
| 19 | 19/QD-HDQT | May 19, 2023 | Decision on approving policy of investing in public water supply pipeline projects along DDT from km0+230 - km2+570 |
| 27 | 27/QD-HDQT | September 08, 2023 | Decision on sending employees on a business trip in Ho Chi Minh City - Binh Duong - Binh Thuan |
| 28 | 28/QD-HDQT | October 05, 2023 | Decision on approving policy of investing in buying materials to serve the construction and renovation of water supply pipeline at Chua Cam Street (section from Phuc Yen bypass to in front of TCDO Factory) |
| 29 | 29/QD-HDQT | October 12, 2023 | Decision on approving the investment policy of project: Renovating CB pipeline DN 315 Chua Cam Street (section from Phuc Yen bypass to the intersection of Chua Cam Street and Thap Mieu Street) |

1. Resolutions

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| --- | --- | --- | --- |
| No. | Board Resolution No. | Promulgation date | Contents |
| 1 | 01/NQ-HDQT | January 11, 2023 | Resolution on the regular meeting in Q1/2023 |
| 2 | 02/NQ-HDQT | February 24, 2023 | Board Resolution on approving the plan to organize the Annual General Meeting of Shareholders 2023 |
| 3 | 03/NQ-HDQT | March 28, 2023 | Board Resolution on approving the signing of a contract to buy and sell clean water between Vinh Phuc water supply joint stock company and Setfil Vinhphuc Water Supply Joint Stock Company |
| 4 | 04/NQ-HDQT | March 29, 2023 | Board Resolution on approving salary fund, and planned salary unit price of Vinh Phuc water supply joint stock company  |
| 5 | 05/NQ-HDQT | April 17, 2023 | Board Resolution on nominating candidates to elect additional members of the Supervisory Board for the remaining period of the 2022-2027 term |
| 6 | 06/NQ-HDQT | April 27, 2023 | Board Resolution on promulgating amended and supplemented charters of Vinh Phuc water supply joint stock company  |
| 7 | 07/NQ-HDQT | May 8, 2023 | Board Resolution on approving dividend payment in 2022 in cash and distribution of bonus fund for managers according to the profit distribution plan approved by the Annual General Meeting of Shareholders 2023 |
| 8 | 08/NQ-HDQT | June 16, 2023 | Board Resolution on sending leaders to participate in an advanced management course on the topic of Prevention and risk management in the water sector in Finland and Sweden |
| 9 | 09/NQ-HDQT | June 16, 2023 | Board Resolution on organizing a Workshop on solutions to promote the Company's digital transformation |
| 10 | 10/NQ-HDQT | July 10, 2023 | Resolution on the regular meeting in Q3/2023 |
| 11 | 11/BQ-HDQT | July 17, 2023 | Board Resolution on approving the list of proposed salary increases for managers in 2023 of Vinh Phuc water supply joint stock company |
| 12 | 12/NQ-HDQT | October 09, 2023 | Resolution on the regular meeting in Q4/2023 |
| 13 | 13/NQ-HDQT | October 09, 2023 | Board Resolution on assigning the business and production plan for 2023 |
| 14 | 14/NQ-HDQT | October 26, 2023 | Board Resolution on sending leaders to attend study and research in China |
| 15 | 15/NQ-HDQT | November 06, 2023 | Board Resolution on adjusting policy investing in the clean water supply pipeline project D315 along the central axis of Me Linh New Urban Area (Road 100) (section from Hanoi Office boundary to National Highway 2a) |
| 16 | 16/NQ-HDQT | November 13, 2023 | Send leaders to participate in the program to exchange experiences in management and development of the water sector in Thailand |

1. The Supervisory Board (Semi-annual Report 2023) Information about the members of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Board of Directors | Qualification |
| Appointment date | Dismissal date |
| 1 | Duong Canh Hung | Chief of the Supervisory Board | April 25, 2022 |  | Bachelor of Economics |
| 2 | Dao Thi Huong | Member of the Supervisory Board | April 25, 2022 |  | Bachelor of Economics |
| 3 | Pham Huy Hung | Member of the Supervisory Board | April 18, 2023 |  | Bachelor of Economics |
| 4 | Do Duc Thinh | Member of the Supervisory Board | January 19, 2011 | April 18, 2023 |  |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Nguyen Thanh Tung - Manager | September 02, 1970 | Master of Business Administration | Appointed on April 25, 2022 |
| 2 | Bui Tien Dung - Deputy Manager | April 28, 1974 | Drainage Engineer | Appointed on April 25, 2022 |
| 3 | Mr. Nguyen Tien Son - Deputy Manager | August 18, 1979 | Environmental Technology Engineer | Appointed on April 25, 2022 |
| 4 | Ms. Ngo Thi Vinh - Chief Accountant | March 11, 1980 | Bachelor of Economics | Appointed on April 25, 2022 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Ngo Thi Vinh | March 11, 1980 | Bachelor of Economics | Appointed on April 25, 2022 |

1. Training on corporate governance (none)
2. List of affiliated persons of the public company (Annual Report 2023) and transactions between 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, affiliated persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., Date of issue, Place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Setfil Vinhphuc Water Supply Joint Stock Company | Joint venture/ Affiliated organization of PDMR | Business Registration Certificate No.: 2500305959Date of issue: January 21, 2022, Place of issue: Department of Planning and Investment of Vinh Phuc Province | Ba Huong Residential Group, Ba Hien Town, Binh Xuyen, Vinh Phuc | Clean water wholesale purchase contract (The clean water wholesale purchase period is 5 years from March 2023 to January 2028) | 03/NQ-HDQT dated March 28, 2023 | The clean water supply contract has the volume depending on the use plan of Vinh Phuc water supply joint stock company and has the selling price adjusted annually when the Vinh Phuc Provincial People's Committee adjusts the unit price of clean water. |   |

Notes: NSH\* No.: ID Card/Passport No. (for individuals) or Business Registration Certificate No., License on Operations No. or equivalent legal documents (for institutions)

1. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, 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 or the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting):

Declared in section VII.2.

* 1. Transactions between the Company and companies where affiliated persons 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 Corporation (if any) that can bring about 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

1. Share transactions of PDMR and affiliated persons of PDMR (Annual Report 2023)
2. Company’s share transactions of 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, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| No transaction in 2023 |

1. Other significant issues: None