**DVW: Annual Corporate Governance Report 2023**

On January 08, 2024, Dong Nai Water Supply Construction and Services Joint - Stock Company announced Report No. 01/2024/BC-HDQT-DVW on the corporate governance as follows:

* Name of Company: Dong Nai Water Supply Construction and Services Joint - Stock Company
* Head office address: No. 52 Cach Mang Thang 8, Quyet Thang Ward, Bien Hoa City, Dong Nai Province.
* Tel: (+84) 0251 3847241 Fax: (+84) 0251- 3840797
* Email: [dvxdcn@yahoo.com.vn](mailto:dvxdcn@yahoo.com.vn) Website: [www.dvxdcn.com](http://www.dvxdcn.com)
* Charter capital: VND 23,450,000,000
* Securities code: DVW
* Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Supervisory Board and Manager
* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders in 2023
2. The Board of Directors
3. Information about members of the Board of Directors in the term 2023-2028:

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| --- | --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Date of dismissal |
| The term of 2018-2023 | |  |  |  |
| 1 | Nguyen Anh Tuan | Chair of the Board of Directors | April 20, 2020 | March 31, 2023 |
| 2 | Tran Chien Thang | Member of the Board of Directors, Deputy General Manager | April 27, 2018 | March 31, 2023 |
| 3 | Dang Nguyen Thanh An | Member of the Board of Directors (Non-executive) | April 20, 2020 | March 31, 2023 |
| The term of 2023-2028 | |  |  |  |
| 1 | Nguyen Anh Tuan | Chair of the Board of Directors | March 31, 2023 |  |
| 2 | Tran Chien Thang | Member of the Board of Directors, Deputy General Manager | March 31, 2023 |  |
| 3 | Dang Nguyen Thanh An | Member of the Board of Directors (Non-executive) | March 31, 2023 |  |
| 4 | Pham Ngoc Tu | Member of the Board of Directors, Deputy General Manager | March 31, 2023 |  |
| 5 | Mr. Le Thanh Trung | Member of the Board of Directors (Non-executive) | March 31, 2023 |  |

1. Board Resolutions/Decisions in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 | 01/2023/NQ-HDQT-DVW | January 12, 2023 | Board Resolution on the approval of the production and business performance for Q4/2022, the production and business plan for the year 2023; direction and tasks for production and business in Q1/2023. |
| 2 | 02/2023/NQ-HDQT-DVW | February 03, 2023 | Board Resolution on: the record date to compile the list of shareholders entitled to attend the Annual General Meeting of Shareholders in 2023. |
| 3 | 03/2023/NQ-HDQT-DVW | March 28, 2023 | Board Resolution on the approval of the contents, documents submitted to the Annual General Meeting of Shareholders in 2023. |
| 4 | No. 01/2023/QD-HDQT-DVW | March 28, 2023 | Decision on establishing the Organizing Committee of the Annual General Meeting of Shareholders 2023 |
| 5 | No. 02/2023/QD-HDQT-DVW | March 28, 2023 | Decision on the establishment of the Shareholder's Eligibility Verification Committee to attend and the Election Committee for the Annual General Meeting of Shareholders in 2023. |
| 6 | 04/2023/NQ- HDQT-DVW | March 31, 2023 | Board Resolution on the election of the Chair of the Board of Directors of Dong Nai Water Supply Construction and Services Joint-Stock Company for the term 2023-2028. |
| 7 | 05/2023/NQ- HDQT-DVW | March 31, 2023 | Resolution on appointment, reappointment of the Manager, Deputy Manager, and Chief Accountant of Dong Nai Water Supply Construction and Services Joint-Stock Company for the term 2023-2028. |
| 8 | No. 03/2023/QD-HDQT-DVW | March 31, 2023 | Decision regarding the appointment of the Company's Manager. |
| 9 | No. 04/2023/QD-HDQT-DVW | March 31, 2023 | Decision on the reappointment of the Company's Deputy Manager. |
| 10 | No. 05/2023/QD-HDQT-DVW | March 31, 2023 | Decision on appointing the Deputy Manager of the Company |
| 11 | No. 06/2023/QD-HDQT-DVW | March 31, 2023 | Decision on the reappointment of the Company's Chief Accountant. |
| 12 | 06/2023/NQ- HDQT-DVW | April 17, 2023 | Resolution on: the increase in capacity of the Hoa An water plant by an additional 5,000m3/day-night. |
| 13 | 07/2023/NQ- HDQT-DVW | April 17, 2023 | Board Resolution on the approval of the production and business performance for Q1/2023, direction and tasks for production and business in Q2/2023 and the following 9 months of 2023. |
| 14 | No. 08/2023/QD-HDQT-DVW | April 17, 2023 | Resolution on the approval of the principle of approving the Company to enter into contracts and transactions with related organizations in 2023. |
| 15 | 09/2023/NQ- HDQT-DVW | April 24, 2023 | Board Resolution on the record date to compile the list of shareholders entitled to receive dividends for the year 2022. |
| 16 | 10/2023/NQ- HDQT-DVW | April 28, 2023 | Board Resolution on the appointment of the person in charge of administration-cum-secretariat of the Company. |
| 17 | 11/2023/NQ- HDQT-DVW | May 22, 2023 | Board Resolution on: Board Resolution on the settlement of the wage fund implemented by employees, managers in 2022 and the wage fund plan for 2023. |
| 18 | 12/2023/NQ- HDQT-DVW | June 06, 2023 | Board Resolution on: the selection of an independent audit company to conduct the audit of the financial statements for the year 2023. |
| 19 | 13/2023/NQ- HDQT-DVW | June 06, 2023 | Board Resolution on: the reward for executives, managers of the Company in 2022 according to the Annual General Mandate in 2023. |
| 20 | 14/2023/NQ- HDQT-DVW | July 19, 2023 | Board Resolution on: the approval of the production and business performance for Q2/2023, direction and tasks for production and business in Q3/2023 and the remaining 6 months of 2023. |
| 21 | 15/2023/NQ- HDQT-DVW | October 12, 2023 | Board Resolution on: the approval of the production and business performance for Q3/2023, direction, and solutions to implement production and business tasks in Q4/2023. |

1. The Supervisory Board (Annual Report 2021)
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | | Qualification |
| Appointment date | Date of dismissal |
| The term of 2018-2023 | | | | | |
| 1 | Do Thi Thuy Hang | Chief of the Supervisory Board | April 27, 2018 | March 31, 2023 | Bachelor |
| 2 | Ngo Thi Dai Trang | Member of the Supervisory Board | April 27, 2018 | March 31, 2023 | Bachelor |
| 3 | Dang Thi Tham | Member of the Supervisory Board | April 27, 2018 | March 31, 2023 | Bachelor |
| The term of 2023-2028 | | | | | |
| 1 | Nguyen Thi Mai Hanh | Chief of the Supervisory Board | March 31, 2023 |  | Master |
| 2 | Ngo Thi Dai Trang | Member of the Supervisory Board | March 31, 2023 |  | Bachelor |
| 3 | Tran Thi Hien | Members of the Supervisory Board | March 31, 2023 |  | Master |

1. The Executive Board

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Position | Qualification | Date of appointment/dismissal as member of the Executive Board | |
| Appointment date | Date of dismissal |
| 1 | Pham Ngoc Tu | October 17, 1984 | Manager | Bachelor |  | March 31, 2023 |
| 2 | Trinh Hung Son | October 13, 1975 | Manager | Master | March 31, 2023 |  |
| 3 | Tran Chien Thang | May 19, 1975 | Deputy Manager | Bachelor | March 31, 2023 | March 31, 2023 |
| 4 | Pham Ngoc Tu | October 17, 1984 | Deputy Manager | Bachelor | March 31, 2023 |  |
| 5 | Le Chi Nguyen Thang | May 16, 1974 | The Chief Accountant | Master | March 31, 2023 | March 31, 2023 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name of Chief Accountant | Date of birth | Qualification | Date of appointment/dismissal |
| Le Chi Nguyen Thang | May 16, 1974 | Master | March 31, 2023 |

1. Training on corporate governance None.
2. List of affiliated persons of the Company in 2023 and transactions of 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 and affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with Company | NSH No., Date of issue, Place of issue of NSH | 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 | Dong Nai Water Joint Stock Company |  | 3600259296 | No. 48, Cach Mang Thang Tam Street, Quyet Thang Ward, Bien Hoa City, Dong Nai | April 17, 2023 until replaced by another provisional contract. | Decision No. 08/2023/NQ-HDQT-DVW on the approval of the principle to authorize the Company to enter into contracts and transactions with related organizations in 2023 | Purchase of clean water, bottled drinking water, installation of water supply systems, water meters in Dong Nai province   * The company incurred transactions providing services to Dong Nai Water Supply Joint Stock Company in the amount of VND 1,946,142,074 * During the year, the company also had transactions purchasing goods from Dong Nai Water Supply Joint Stock Company in the amount of VND 191,318,005 |  |
| April 24, 2023 | Decision No. 09/2023/NQ-HDQT-DVW on the record date to compile the list of shareholders entitled to receive dividends for the year 2022 | The company paid dividends for the year 2022 to Dong Nai Water Joint Stock Company in the amount of VND 2,532,600,000 |  |

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None.
2. 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 Executive Manager (General Manager) have been founding members of 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) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, and the Executive Manager (General Manager). None.
3. Share transactions of PDMR and affiliated persons of PDMR
4. Company’s share transactions of PDMR and affiliated persons: None.
5. Other significant issues: None.