**HWS: Annual Corporate Governance Report 2023**

On January 30, 2024, Thua Thien Hue Water Supply Joint Stock Company announced Report No. 154/BC-HWS on the Annual Corporate Governance 2023 as follows:

Thua Thien Hue Water Supply Joint Stock Company

* Headquarters address: No. 103, Bui Thi Xuan Road, Phuong Duc Ward, Hue City
* Tele (84-234) 3.815555
* Email: info@huewaco.com.vn
* Charter capital: VND 876,000,000,000
* Securities code: HWS
* Corporate governance model: The General Meeting, the Board of Directors, the Supervisory Board and the Executive Board.
* Internal audit execution: Implemented in compliance with applicable laws.

As per the Law on Securities, Circular No. 96/2020/TT-BTC dated November 16, 2020 of Ministry of Finance guiding the information disclosure on the securities market, Thua Thien Hue Water Supply Joint Stock Company shall report as follows:

1. Activities of the General Meeting

Information about the meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting shareholders' ballots)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolutions/Decision | Date | Contents |
| 1 | 60/NQ-DHDCD- | May 30, 2023 | The Annual General Mandate 2023 on matters within the authority of the General Meeting. |
| 2 | 61/NQ-DHDCD- | May 30, 2023 | The Annual General Mandate 2023 on dismissal of members of the Board of Directors. |
| 3 | 62/NQ-DHDCD- | May 30, 2023 | The Annual General Mandate 2023 on dismissal of members of the Supervisory Board. |
| 4 | 63/NQ-DHDCD- | May 30, 2023 | The Annual General Mandate in 2023 on Election of members of the Board of Directors. |
| 5 | No. 64/NQ-DHDCD | May 30, 2023 | The Annual General Mandate 2023 on Election of members of the Supervisory Board. |

1. Board of Directors
2. Information about the members of the Board of Directors and meetings:

At the Annual General Meeting of Thua Thien Hue Water Supply Joint Stock Company on May 30, 2023, three members of the Board of Directors were dismissed, including Mr. Nguyen Manh Tuan, Mr. Tran Van Tho and Mr. Trinh Kien; One additional member of the Board of Directors was elected - Mr. Nguyen Trong Hieu.

Currently, the Board of Directors of Thua Thien Hue Water Supply Joint Stock Company consists of 05 members, including: 01 Chair of the Board of Directors; 01 member of the Board of Directors -cum- Managing Director, 01 member of the Board of Directors -cum- Deputy Managing Director, 01 member cum Chief Accountant of the Company; specifically as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | Number of Board Meetings attended | Attendance rate | Reason for not attending |
| 1 | Mr. Le Quang Minh | Chair of the Board of Directors | December 24, 2022 | 4/4 | 100% |  |
| 2 | Mr. Duong Quy Duong | Member of the Board of Directors, Managing Director | January 01, 2017 | 4/4 | 100% |  |
| 3 | Mr. Truong Cong Han | Member of the Board of Directors of the Company  Deputy Managing Director | January 01, 2017 | 4/4 | 100% |  |
| 4 | Mr. Tran Van Tho | Member of the Board of Directors of the Company | January 01, 2017 -  May 30, 2023 | 1/4 | 25% | Dismissal of members of the Board of Directors according to Resolution No. 61/NQ-HDQT dated May 30, 2023 |
| 5 | Mr. Nguyen Manh Tuan | Member of the Board of Directors of the Company | January 01, 2017  May 30, 2023 | 1/4 | 25% | Dismissal of members of the Board of Directors according to Resolution No. 61/NQ-  HDQT dated May 30, 2023 |
| 6 | Mr. Vuong Dinh Nam | Member of the Board of Directors, the Chief Accountant | June 17, 2022 | 4/4 | 100% |  |
| 7 | Mr. Trinh Kien | Member of the Board of Directors of the Company | June 17, 2022-  May 30, 2023 | 1/4 | 25% | Dismissal of members of the Board of Directors according to Resolution No. 61/NQ-HDQT dated May 30, 2023 |
| 8 | Mr. Nguyen Trong Hieu | Member of the Board of Directors of the Company | May 30, 2023 | 3/4 | 75% | Elected as a member of the Board of Directors according to Resolution No. 63/NQ-HDQT dated May 30, 2023 |

1. Board Resolutions/Decisions

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| --- | --- | --- | --- |
| No. | Resolutions/Decision | Date | Contents |
| I. Board Resolutions | | | |
| 1 | 27/NQ-HDQT | March 15, 2023 | Approve the plan for transporting the volume of soil generated from the construction of the Van Nien clean water treatment plant with a capacity of 120,000 m3/day-night |
| 2 | 37/NQ-HDQT | April 05, 2023 | On the extension of the Annual General Meeting 2023 |
| 3 | 42/NQ-HDQT | May 04, 2023 | Approve the supplementary plan for leadership and management personnel planning of the Company Phase 2022-2023, vision 2030 |
| 4 | 90/NQ-HDQT | June 10, 2023 | On the amendment of Resolution No. 625/NQ-HDQT dated July 19, 2022, on the assignment of tasks to members of the Board of Directors for the term 2022-2023 |
| 5 | 91/NQ-HDQT | June 10, 2023 | On the adjustment of the medium-term development plan 2022-2026 |
| 6 | 96/NQ-HDQT | June 14, 2023 | On the assignment of tasks to the Company's Executive Board for the term 2022-2026 |
| 7 | 108/NQ-HDQT | July 26, 2023 | On the distribution of dividends for the year 2022 in cash |
| 8 | 124/NQ-HDQT | August 15, 2023 | Approve the adjustment plan for transporting the volume of mixed soil and rock used as landfill material generated from the construction of the Van Nien clean water treatment plant with a capacity of 120,000 m3/day-night |
| 9 | 129/NQ-HDQT | August 31, 2023 | On the resignation of Mr. Truong Cong Han from the position of Vice Chair of the Company's Board of Directors |
| 10 | 131/NQ-HDQT | August 31, 2023 | On sponsorship to support the poor in Thua Thien Hue province for the period 2023-2025 |
| 11 | 143/NQ-HDQT | September 14, 2023 | On the adjustment and supplementation of the resolution of unresolved carry-forwards before December 31, 2021 |
| 12 | 154/NQ-HDQT | September 28, 2023 | On the adjustment of the investment project for the Van Nien clean water treatment plant with a capacity of 120,000 m3/day-night |
| 13 | 163/NQ-HDQT | October 25, 2023 | On the assignment of tasks to members of the Company's Executive Board for the term 2022-2026 |
| 14 | 183/NQ-HDQT | December 18, 2023 | On the production and business plan targets for the period 2024 - 2026. |
| II. Board Decisions | | | |
| 1 | 4/QD/HDQT | January 03, 2023 | Amend and supplement some content regarding the decentralization regulations in the operational management accompanying Decision No. 1067/QD-HWS dated October 7, 2022. |
| 2 | 5/QD/HDQT | January 03, 2023 | Promulgation of regulations on expenditure, utilization of the Science and Technology Development Fund. |
| 3 | 6/QD/HDQT | January 03, 2023 | Promulgate the Regulations on internal expenditure |
| 4 | 11/QD/HDQT | February 21, 2023 | Approve the personnel planning list for Team (Squad) leaders of the Company for the period 2022-2026, vision to 2023. |
| 5 | 17/QD-HDQT | February 28, 2023 | On the establishment of the Company's Secretariat Team. |
| 6 | 23/QD/HDQT | February 28, 2023 | On the approval of the organizational plan of the Water Supply Enterprises. |
| 7 | 35/QD/HDQT | April 03, 2023 | On the adjustment of the project orientation for the Van Nien Clean Water Treatment Plant with a capacity of 120,000 m3/day-night. |
| 8 | 38/QD/HDQT | April 10, 2023 | Approve the realized Salary Fund 2023. |
| 9 | 43/QD/HDQT | May 04, 2023 | Approve the supplementary plan for leadership and management personnel planning of the Company Phase 2022-2023, vision 2030 |
| 10 | 69/QD/HDQT | May 30, 2023 | Appointment of Deputy Managing Director of the Company, Mr. Cao Huy Tuong Minh. |
| 11 | 70/QD/HDQT | May 30, 2023 | Appointment of Deputy Managing Director of the Company, Mr. Nguyen Lien Minh. |
| 12 | 72/QD/HDQT | May 30, 2023 | Dismissal of the title of Deputy Managing Director of the Company and termination of the labor contract of Mr. Tran Van Tho. |
| 13 | 92/QD/HDQT | June 10, 2023 | Approve the Company's development strategy until 2030, vision to 2045. |
| 14 | 98/QD-HDQT | June 20, 2023 | On the amendment and supplementation of some content regarding the decentralization regulations in the management and operation tasks of the Company's Board of Directors. |
| 15 | 99/QD/HDQT | June 28, 2023 | On the restructuring of the Commendation and Reward Council. |
| 16 | 105/QD/HDQT | July 10, 2023 | On the restructuring of the ISO 9001 Committee. |
| 17 | 106/QD/HDQT | July 10, 2023 | On the restructuring of the Company's Salary Council. |
| 18 | 130/QD/HDQT | August 31, 2023 | Appointment of Deputy Managing Director of the Company, Mr. Truong Cong Han. |
| 19 | 135/QD/HDQT | August 31, 2023 | Establishment of the hydropower operation center for the water supply system. |
| 20 | 138/QD/HDQT | September 11, 2023 | Establishment of the Inspection and Supervision Team for the implementation of tasks in the last 04 months of the year; flood and storm prevention work of 07 Enterprises and 02 related Centers. |
| 21 | 144/QD/HDQT | September 20, 2023 | Restructuring of the Commendation and Reward Council. |
| 22 | 145/QD/HDQT | September 20, 2023 | On the restructuring of the Company's Salary Council. |
| 23 | 153/QD-HDQT | September 28, 2023 | Assignment of tasks to members of the Board of Directors for the term 2022 - 2026. |

1. Supervisory Board:

Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment/dismissal as member of the Supervisory Board | Number of attended meetings | Qualification |
| 1 | Mr. Truong Ngu Binh | Chief of Supervisory Board | May 30, 2023 | 3/4 | Bachelor in Business Administration |
| 2 | Ms. Nguyen Thi Lien Ngoc | Chief of Supervisory Board | January 01, 2017  May 30, 2023 | 1/4 | Master of Economics, Bachelor in Accounting |
| 3 | Ms. Tran Thi Be | Member of the Supervisory Board | June 17, 2022 | 4/4 | Bachelor in Finance - Accounting |
| 4 | Ms. Dao Thi Hoang Oanh | Member of the Supervisory Board | June 17, 2022 | 4/4 | Bachelor in Economics; |

1. Executive Board

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Position | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Mr. Duong Quy Duong | Managing Director; | October 22, 1978 | Master of Economics, Bachelor in Human Resources Management, Bachelor in English | June 17, 2022 |
| 2 | Mr. Truong Cong Han | Deputy Managing Director | May 30, 1982 | Master's Degree in Economics and Engineer in Construction Engineering | September 01, 2023 |
| 3 | Mr. Cao Huy Tuong Minh | Deputy Managing Director | October 18, 1970 | Mechanical Engineer | May 30, 2023 |
| 4 | Mr. Nguyen Lien Minh | Deputy Managing Director | May 19, 1981 | Master of water supply management, Master of architecture | May 30, 2023 |
| 5 | Mr. Tran Van Tho | Deputy Managing Director | September 25, 1980 | Master of Economics, Construction Engineering, Bachelor in IT | January 01, 2017  May 30, 2023 |
| 6 | Mr. Nguyen Manh Tuan | Deputy Managing Director | October 10, 1962 | Electronic engineer | January 01, 2017  May 30, 2023 |

1. Chief Accountant

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment/dismissal |
| 1 | Mr. Vuong Dinh Nam | April 24, 1981 | Master of Economics | June 17, 2022 |

1. Training on corporate governance
2. Transactions of related person of the Company and the Company itself: According to Appendix 02
3. Share transactions of PDMR and related persons of PDMR (report for the first 6 months of the year). Appendix 3 attached.
4. Other significant issues None.

Appendix 1: Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, related persons of PDMR: OTHER BOARD DECISIONS IN 2023 (Attached to the Corporate Governance Report of the year 2023, report number 154/BC-HWS dated January 30, 2024)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution | Time | Contents |
| 1 | 1/QD/HDQT | January 03, 2023 | On the transfer of the bottled drinking water production department under the Business and Service Center. |
| 2 | 2/QD/HDQT | January 03, 2023 | On renaming the Materials - Motorcycles Enterprise - Bach Ma to Materials - Motorcycles Enterprise. |
| 3 | 7/QD/HDQT | January 31, 2023 | On the addition of functions and tasks to the Construction Enterprise. |
| 4 | 8/QD/HDQT | January 31, 2023 | On the adjustment of functions and tasks of the Design - Project Department. |
| 5 | 100/QD/HDQT | June 30, 2023 | On rewarding groups and individuals with outstanding achievements in implementing the key project of the Van Nien Project. |
| 6 | 101/QD-HDQT | June 30, 2023 | On rewarding groups and individuals with outstanding achievements in carrying out tasks in the first 6 months of 2023. |
| 7 | 102/QD/HDQT | June 30, 2023 | On rewarding individuals with outstanding and exemplary achievements in carrying out tasks in the first 6 months of 2023. |
| 8 | 109/QD/HDQT | July 26, 2023 | On the transfer of the regulatory function of the Legal Affairs Office to the Planning Team, Planning - Economics Department. |
| 9 | 116/QD/HDQT | August 01, 2023 | On the promulgation of standards for the salary level of Operator - Water Treatment Technician positions. |
| 10 | 156/QD/HDQT | October 02, 2023 | On rewarding groups and individuals with outstanding achievements in carrying out tasks in Q3/2023. |
| 11 | 159/QD/HDQT | October 04, 2023 | On the establishment of an Organizer Committee for activities commemorating the 115th anniversary of the Company's establishment and the inauguration of the Van Nien 3 Plant. |
| 12 | 161/QD/HDQT | October 13, 2023 | On the establishment of a Labor Discipline Council for individuals regarding responsibilities related to Conclusion No. 1209/KH-TTr dated November 4, 2022. |
| 13 | 165/QD/HDQT | October 25, 2023 | On the disciplinary action against Mr. Truong Cong Nam, former member of the Board of Directors, Chair of the Board of Directors of the Company for the term 2017 - 2021. |
| 14 | 166/QD/HDQT | October 25, 2023 | On the disciplinary action against Mr. Tran Van Tho, former member of the Board of Directors of the Company for the term 2017 - 2021. |
| 15 | 167/QD-HDQT | October 25, 2023 | On the disciplinary action against Mr. Truong Minh Chau, former member of the Board of Directors of the Company for the term 2017 - 2021. |
| 16 | 177/QD/HDQT | November 24, 2023 | On the transfer of the function and task of managing electric water metering from the Electro-Mechanical Enterprise to the Network Management Enterprise. |
| 17 | 184/QD/HDQT | December 18, 2023 | On the transfer of the function and task of real estate management from the Administration - Management Department to the Project Design Department. |
| 18 | 185/QD/HDQT | December 18, 2023 | On the transfer of the function and task of planning for the relocation and upgrade of electric water meters from the Electro-Mechanical Enterprise to the Materials - Motorcycles Enterprise. |
| 19 | 186/QD/HDQT | December 18, 2023 | On the transfer of the function and task of treasurer from the Finance - Accounting Department to the Administration - Management Department. |
| 20 | 188/QD/HDQT | December 28, 2023 | Acknowledgment and permission for the implementation of reasonable production innovation and improvement initiatives in 2023 at Thua Thien Hue Water Supply JSC - Construction of HueWACO water supply system automatic operation center. |

Appendix 2: Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR, related persons of PDMR: List of related persons of the public company and transactions of the related persons of the Company with the Company itself.

(Report on corporate governance No. 154/BC-HWS dated January 30, 2024)

1. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR and related persons of PDMR

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Products | Bill No. | Thousand HĐ | Payment for goods |
| \* | HAWACO Joint Stock Company |  |  | 9,490,719,400 |
| 1 | Water meter 15 Actaris - Grade C | 1 | January 03, 2023 | 3,775,000 |
| 2 | Water meter 15 Actaris - Grade C | 117 | February 08, 2023 | 56,575,000 |
| 3 | Water meter 25 Actaris | 205 | February 28, 2023 | 392,000,000 |
| 4 | Water meter 15 Actaris - Grade C | 204 | February 28, 2023 | 392,000,000 |
| 5 | Water meter 15 Actaris - Grade C | 299 | March 14, 2023 | 112,084,000 |
| 6 | Water meter 15 Actaris - Grade C | 365 | March 23, 2023 | 392,000,000 |
| 7 | Water meter 15 Actaris - Grade C | 411 | March 31, 2023 | 46,840,000 |
| 8 | Water meter 15 Actaris - Grade C | 567 | April 26, 2023 | 392,000,000 |
| 9 | Water meter 15 Actaris - Grade C | 784 | May 30, 2023 | 392,000,000 |
| 10 | Water meter 15 Actaris - Grade C | 845 | June 07, 2023 | 392,000,000 |
| 11 | Water meter 15 Actaris - Grade C | 998 | June 29, 2023 | 82,375,000 |
| **12** | Water meter 40 Actaris | 1049 | July 05, 2023 | 5,505,000 |
| 13 | Water meter coupling 40 | 1050 | July 05, 2023 | 392,000,000 |
| 14 | Water meter 15 Actaris - Grade C | 1195 | July 28, 2023 | 392,000,000 |
| 15 | Water meter 15 Actaris - Grade C | 1307 | August 16, 2023 | 392,000,000 |
| 16 | Water meter 15 Actaris - Grade C | 1360 | August 24, 2023 | 47,985,000 |
| 17 | Water meter coupling 25 | 1489 | September 18, 2023 | 3,145,000 |
| 18 | Water meter 25 Actaris | 1488 | September 18, 2023 | 392,000,000 |
| 19 | Water meter 15 Actaris - Grade C | 1696 | October 18, 2023 | 392,000,000 |
| 20 | Water meter 15 Actaris - Grade C | 1980 | November 29, 2023 | 25,180,000 |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company: None

Appendix 3: Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR, related persons of PDMR: Share transactions of PDMR and related persons of PDMR:

(Report on corporate governance No. 154/BC-HWS dated January 30, 2024)

Company’s share transactions of PDMR and related 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) | Transaction time |
| Number of shares | Rate (%) | Number of shares: | Rate (%) |
| 1 | Tran Van Tho | Member of the Board of Directors | 129,900 | 0.15 | 5,000 | 0.0057 | Sell shares | April 26, 2023 |
| 2 | Truong Nu Nhu Ngoc | Person in charge of corporate governance: | 530,400 | 0.61 | 452,800 | 0.52 | Sell shares | August 08, 2023 |