**NBW: Annual Corporate Governance Report 2023**

On January 29, 2024, Nha Be Water Supply Joint Stock Company announced Report No. 0431/BC-CNNB-TCHC on corporate governance in 2023 as follows:

* Name of listed company: Nha Be Water Supply Joint Stock Company
* Head office address: No. 1179 Nguyen Van Linh, Street 4, Tan Phong Ward, District 7, Ho Chi Minh City
* Tel: 1900 1210 Fax: 028.054122500 Email:
* Charter capital: VND 109,000,000,000
* Securities code: NBW
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit function: Implemented

1. **ACTIVITIES OF THE GENERAL MEETING OF SHAREHOLDERS**
2. The Annual General Meeting of Shareholders

The Annual General Meeting of Shareholders of Nha Be Water Supply Joint Stock Company convened on April 18, 2023, and announced General Mandate No. 02/NQ-CNNB-DHDCD with the following approved contents:

1. Report on the production, business, and financial results of 2022 and the objectives, plans for 2023.
2. The Audited Financial Statements 2022
3. Report on the activities of the Board of Directors in 2022 and the direction of activities in 2023.
4. Report on the activities of the Supervisory Board in 2022 and the direction of activities in 2023.
5. The profit distribution plan for 2022:
6. Salary and remuneration scheme for the Board of Directors and the Supervisory Board in 2023.
7. Authorization for the Board of Directors to review and select the audit company for the financial statements 2023.
8. Report on the implementation of the wholesale water purchase contract in 2022; wholesale water purchase price for 2023 and continued authorization for the Board of Directors to negotiate and decide on wholesale water purchase contracts until the next Annual General Meeting of Shareholders in 2023.
9. Promulgation of Regulations on convening online General Meeting of Shareholders and electronic voting.
10. The collection of shareholders' opinions via a ballot approves:

The Annual General Meeting of Shareholders approved General Mandate No. 03/NQ-CNNB-DHDCD on September 11, 2023 on the replacement of the member of the Supervisory Board (collect opinion via a ballot) as follows: Dismissal of Mr. Nguyen Cong Thanh and appointment of Ms. Nguyen Ngoc Nga effective from September 11, 2023.

1. **BOARD OF DIRECTORS**
2. Members of the Board of Directors and the Board meetings

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| --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment/dismissal as member of the Board of Directors | | Number of attended meetings | Reason for absence |
| Appointment date | Dismissal date |
| 1 | Mr. Le Trong Hieu | Chair | September 01, 2021 |  | 5/ 5 |  |
| 2 | Mr. Ly Thanh Tai | Member -cum- the Manager | April 24, 2018 |  | 5/ 5 |  |
| 3 | Mr. Bui Thanh Giang | Member | April 24, 2017 |  | 2/5 | Occupied with personal matters, delegated authority. |
| 4 | Mr. Ly Buu Nghia | Member | April 24, 2019 |  | 5/5 |  |
| 5 | Mr. Luc Chanh Truong | Member | August 28, 2020 |  | 3/5 | Occupied with personal matters, delegated authority. |
| 6 | Mr. Nguyen Anh Tuan | Member | April 24, 2017 |  | 4/5 | Occupied with personal matters, delegated authority. |
| 7 | Mr. Vo Tan Bao Quang | Member | April 21, 2022 |  | 5/5 |  |

1. Board Resolutions:

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| --- | --- | --- | --- |
| No. | Item | No. and Content | |
| 1 | Resolution | No. 06/NQ-CNNB-HDQT dated March 01, 2023 | |
| Content | * Report on the production, business, and financial results of 2022 and the orientation, tasks, and plans for 2023. * Approve the adjustment of the wholesale water purchase price for 2022. * Approve the wholesale water purchase price for 2023. * Approve transactions between the Company and related parties in 2023. * Resolution on approving the plan to organize the Annual General Meeting of Shareholders 2023 | |
| 2 | Resolution | No. 07/NQ-CNNB-HDQT dated March 23, 2023 |
| Content | * Approve the realized salary fund of 2022 * Approve documents and tasks to organize the Annual General Meeting of Shareholders in 2023, including:   Report on the production, business, and financial results of 2023 and the orientation, tasks, and plans for 2023.  Report on activities of the Board of Directors in 2022 and the operational orientation for 2023;  Report on activities of the Supervisory Board in 2022 and operational orientation in 2023;  Audited Financial Statement of 2022.  Salaries and remuneration for Members of the Board of Directors and the Supervisory Board in 2023.  Report on the implementation of the wholesale water purchase contract in 2022; wholesale water purchase price for 2023 and continued authorization for the Board of Directors to negotiate and decide on wholesale water purchase contracts until the next Annual General Meeting of Shareholders in 2023.  Authorization for the Board of Directors to select the audit company for the financial statements 2023.  Promulgation of Regulations on convening online General Meetings of shareholders and electronic voting.   * Approve the appointment of Ms. Mai Ngoc Bich Hong as the Person in charge of corporate governance to replace Mr. Nguyen Tuong Triem. * Approve the internal audit report for the fiscal year ended December 31, 2022. |
| 3 | Resolution | No. 08/NQ-CNNB-HDQT dated March 28, 2023 |
| Content | Approve the following contents presented to the Annual General Meeting of Shareholders in 2023:  Some key targets for 2023.  Plan on profit distribution in 2022 |
| 4 | Resolution | No. 09/NQ-CNNB-HDQT dated June 07, 2023 |
| Content | * Report on the production, business, and financial results for Q1 and the orientation, tasks for Q2 of 2023.   Approve the selection of an audit company to audit the Financial Statement 2023   * Approve the change of names of the Company's specialized units. |
| 5 | Resolution | No. 10/NQ-CNNB-HDQT dated July 20, 2023 |
| Content | Approve on changing the name of the Data Visualization Management Department to the Water Supply Operations Management Department. |
| 6 | Resolution | No. 11/NQ-CNNB-HDQT dated August 07, 2023 |
| Content | Organization of collecting shareholders' opinions via a ballot to replace the Company's Supervisors. |
| 7 | Resolution | No. 12/NQ-CNNB-HDQT dated October 02, 2023 |
| Content | * Report on the production, business, and financial results for the first 6 months of the year and the orientation, tasks for the last 6 months of 2023. * Approve the labor plan, salary fund, and remuneration plan for 2023. * Addition of procurement list for 2023. * Review of legal framework, procedures for payment to the National Water Corporation at the time of privatization and water sales through master meters. * Approve the Information Disclosure Regulations on stock market |
| 8 | Resolution | No. 13/NQ-CNNB-HDQT dated November 16, 2023 |
| Content | * Report on the production, business, and financial results for the first 9 months of the year and the orientation, tasks for the last 3 months of 2023. * Adjustment of the basic construction investment plan for 2023. * Basic construction investment and procurement plan for 2024. |
| 9 | Resolution | No. 14/NQ-CNNB-HDQT dated November 29, 2023 |
| Content | Payment to the National Water Corporation at the time of privatization and water sales through master meters. |

1. **SUPERVISORY BOARD**
2. Information about the members of the Supervisory Board and meetings of the Supervisory Board:

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| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment/dismissal as member of the Supervisory Board | | Qualification | Number of attended meetings | Reason for not attending |
| Appointment date | Appointment date |
| 1 | Ms. Vo Thi Cam Tu | Chief | April 24, 2019 |  | Master of Economic Management/ Bachelor of Economics | 5/5 |  |
| 2 | Ms. Pham Thi Phuong Linh | Supervisor | April 24, 2017 |  | Bachelor of Accounting and Auditing | 5/5 |  |
| 3 | Ms. Nguyen Thi Ngoc Oanh | Supervisor | April 24, 2017 |  | Bachelor of Accounting and Auditing | 5/5 |  |
| 4 | Mr. Nguyen Cong Thanh | Supervisor | April 24, 2017 | September 11, 2023 | Bachelor of Economics | 3/5 |  |
| Ms. Nguyen Ngoc Nga | Supervisor | September 11, 2023 |  | Bachelor of Accounting | 2/5 |  |
| 5 | Mr. Nguyen Hoang Lam | Supervisor | April 24, 2021 |  | Master of Business Administration Bachelor of Accounting | 5/5 |  |

**IV. EXECUTIVE BOARD AND THE CHIEF ACCOUNTANT**

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| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Appointment date |
| The Executive Board: | | | | |
| 1 | Mr. Ly Thanh Tai | May 03, 1978 | Environmental Engineering Engineer, Bachelor of Politics, Master of Infrastructure Engineering, Master of Economic Management. | April 24, 2018 |
| 2 | Mr. Nguyen Ngoc Thanh | May 18, 1976 | Irrigation - Hydropower - Water supply and drainage engineer | January 24, 2022 |
| 4 | Ms. Nguyen Ngoc Trang | October 19, 1970 | Bachelor of Economics | June 20, 2022 |
| 5 | Mr. Nguyen Hoang Tuan | September 23, 1980 | Master of Management Information Systems | September 29, 2022 |
| The Chief Accountant | | | | |
| 1 | Ms. Vu Thi Thuy Nga | November 14, 1975 | Bachelor of Accounting and Auditing, Master of Economic Management. | June 15, 2017 |

1. Training on corporate governance
2. List of affiliated persons 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 and affiliated persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Relations with the Corporation | 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. approved | Content, quantity, total value of transaction | Note |
| 1 | Saigon Water Corporation | Holding Company | No. 4106000102, issued on July 26, 2005, place of issue: Ho Chi Minh City Department of Planning and Investment | No. 01, Cong Truong Quoc Te, Ward 6, District 3, Ho Chi Minh City. | 2023 | General Mandate No. 01/NQ-CNNB-DHDCD dated April 21, 2022, and No. 06/NQ-CNNB- DHDCD dated March 1, 2023 | Contract for the purchase of clean water in 2023; transaction value of VND 601.83 billion |  |
| 2 | Saigon Water Corporation | Holding Company | No. 4106000102, issued on July 26, 2005, place of issue: Ho Chi Minh City Department of Planning and Investment | No. 01, Cong Truong Quoc Te, Ward 6, District 3, Ho Chi Minh City. | March 07, 2023;  October 11, 2023 | Resoluton No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Transfer of 2,000 water meters 151y; transaction value of VND 1,498.13 million |  |
| 3 | Saigon Water Corporation | Holding Company | No. 4106000102, issued on July 26, 2005, place of issue: Ho Chi Minh City Department of Planning and Investment | No. 01, Cong Truong Quoc Te, Ward 6, District 3, Ho Chi Minh City. | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Supply of bottled drinking water: transaction value of VND 278.85 million |  |
| 4 | Saigon Water Corporation | Holding Company | No. 4106000102, issued on July 26, 2005, place of issue: Ho Chi Minh City Department of Planning and Investment | No. 01 International Square, District 6,  Dictrict 3  Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Media cooperation, VND 158.49 million |  |
| 5 | Water Mechanical Construction Joint Stock Company | Joint venture of the Holding Company | No. 0304772551, issued on July 26, 2005, place of issue: Ho Chi Minh City Department of Planning and Investment | C12 Thong Nhat 1 Hamlet, Tan Thoi Nhi Commune, Hoc Mon District, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Inspection, repair of mechanical water meters; transaction value of VND 140.80 million |  |
| 6 | Water Design And Consultancy Joint Stock Company | Joint venture of the Holding Company | No. 0304796129, issued on January 12, 2007, place of issue: Ho Chi Minh City Department of Planning and Investment | 54A Tran Binh Trong, Ward 5, Binh Thanh District, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Consultancy for surveying, preparing economic and technical reports for construction projects: transaction value of VND 159.46 million |  |
| 7 | Thu Duc Water Supply Joint Stock Company | Subsidiary of Saigon Water Corporation | No. 0304803610, issued on January 18, 2007, at Ho Chi Minh City Department of Planning and Investment | 8 Khong Tu, Binh Tho Ward, Thu Duc District, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Supply of bottled drinking water: transaction value of VND 120.94 million |  |
| 8 | Ben Thanh Water Supply Joint Stock Company | Subsidiary of Saigon Water Corporation | No. 0304789925, issued on May 8, 2012, at Ho Chi Minh City Department of Planning and Investment | 194 Pasteur, Ward 6, District 3, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Supply of bottled drinking water: transaction value of VND 0.69 million |  |
| 9 | Cho Lon Water Supply Joint Stock Company | Subsidiary of Saigon Water Corporation | No. 0304797806, issued on January 16, 2007, at Ho Chi Minh City Department of Planning and Investment | 97 Pham Huu Chi, Ward 12, District 5, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Supply of bottled drinking water: transaction value of VND 85.44 million |  |
| 10 | Phu Hoa Tan Water Supply Joint Stock Company | Subsidiary of Saigon Water Corporation | No. 0304796249, issued on August 09, 2013, at Ho Chi Minh City Department of Planning and Investment | 86 Tan Hung, Ward 12, District 5, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Supply of bottled drinking water: transaction value of VND 22 million |  |
| 11 | Gia Dinh Water Supply Joint Stock Company | Subsidiary of Saigon Water Corporation | No. 0304806225, issued on January 17, 2007, at Ho Chi Minh City Department of Planning and Investment | 2 BIS No Trang Long, Ward 14, Binh Thanh District, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Supply of bottled drinking water: transaction value of VND 27.59 million |  |
| 12 | Trung An Water Supply Joint Stock Company | Subsidiary of Saigon Water Corporation | No. 0310350082, issued on January 13, 2015, at Ho Chi Minh City Department of Planning and Investment | No. 5, 9 Street, Ward 9, Go Vap District, Ho Chi Minh City | 2023 | Resolution No. 06/NQ-CNNB-HDQT dated March 1, 2023 | Supply of bottled drinking water: transaction value of VND 31.71 million |  |

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company

None

1. Transactions between the Company and other entities/
2. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, the Executive Manager have been founding members or members of the Board of Directors, the Executive Manager for the past three (03) years (calculated at the time of reporting): None
3. Transactions between the Company and company that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Executive Manager are members of the Board of Directors, the Executive Manager: None
4. Other transactions of the Company (if any) which can bring material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Executive Manager: None
5. Share transactions of PDMR and affiliated persons of PDMR:
6. Transaction of PDMR and affiliated persons related to the Company’s shares:

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| --- | --- | --- | --- | --- | --- | --- | --- |
| 1 | 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 | Ly Thanh Tai | Member of the Board of Directors-cum-Manager | 6,700 | 0.061 | 8,000 | 0.073 | Buy |
| 2 | Bui Nhat Lam | Wife of Manager of the Company | 25,900 | 0.24 | 49,000 | 0.45 | Buy |