**TOW: Annual Corporate Governance Report 2023**

On January 30, 2024, Tra Noc - O Mon Water Supply Joint Stock company announced Report No. 01/BC-HDQT on the corporate governance situation in 2023, as follows:

Company's name: Tra Noc - O Mon Water Supply Joint Stock company

Address of Head office: Lot 12A, Tra Noc 2 Industrial park, Phuoc Thoi Ward, O Mon District, Can Tho City

Tel: (0292) 3843392 - (0292) 2471227 - (0292) 6532533

Fax: (0292) 3744 126

Email: capnuoctranoc.omon@gmail.com

Charter capital: VND 79,781,500,000

Securities code: TOW

Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Manager.

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 | 01/NQ-DHDCD | April 26, 2023 | Annual General Mandate 2023 of Tra Noc - O Mon Water Supply Joint Stock company |

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 members/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Nguyen Huu Loc | Chair of the Board of Directors | April 28, 2022 | - |
| 2 | Mr. Huynh Minh Trung | Member of the Board of Directors | April 28, 2022 | - |
| 3 | Mr. Trinh Cong Doan | Member of the Board of Directors | April 28, 2022 | - |
| 4 | Ms. Lam Nguyet Thanh | Non-executive member of the Board of Directors | April 28, 2022 | - |
| 5 | Mr. Nguyen Minh Phuong | Non-executive member of the Board of Directors | April 28, 2022 | - |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| 1 | 01/NQ-HDQT | January 30, 2023 | Board Resolution on authorizing the Executive Board to sign internal transaction contracts and affiliated persons contracts |
| 2 | 02/NQ-HDQT | January 30, 2023 | Board Resolution in Q4/2022 |
| 3 | 03/NQ-HDQT | April 06, 2023 | Board Resolution in Q1/2023 |
| 4 | 04/NQ-HDQT | April 06, 2023 | Board Resolution on approving loans and credit guarantees at Vietinbank |
| 5 | 05/NQ-HDQT | July 25, 2023 | Board Resolution in Q2/2023 |
| 6 | 05a/NQ-HDQT | July 25, 2023 | Board Resolution on approving the plan to transfer assets - safe water supply pipeline project in Co Do district - Vinh Thanh with Thot Not Water Supply Joint Stock Company |
| 7 | 05b/NQ-HDQT | July 25, 2023 | Board Resolution on approving the water supply plan through the master meter with Thot Not Water Supply Joint Stock Company |
| 8 | 06/NQ-HDQT | September 26, 2023 | Board Resolution on implementation of electronic technology application research project |
| 9 | 07/NQ-HDQT | October 27, 2023 | Board Resolution in Q3/2023 |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Ms. Ngo Hong Hanh | Chief of the Supervisory Board | Appointment date: April 28, 2022 | Bachelor |
| 2 | Mr. Hoang Van Khiem | Supervisor | Appointment date: April 28, 2022 | Master |
| 3 | Mr. Vo Anh Tuan | Supervisor | Appointment date: April 28, 2022 | Bachelor |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Huynh Minh Trung | January 21, 1976 | Master | Appointed on August 01, 2022 |
| 2 | Mr. Trinh Cong Doan | August 16, 1982 | Master | Appointed on August 01, 2022 |
| 3 | Mr. Thai Minh Luc | December 12, 1970 | Bachelor | Appointed on August 01, 2022 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Le Thi Thanh Phuong | July 25, 1978 | Bachelor of Finance and Accounting | Appointed on August 01, 2022 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Annual report) and transactions between the 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, or affiliated persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | 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 or Board Resolution/Decision (if any, specify the issuance date) | Content, quantity, total value of transaction | Note |
| 1 | Can Tho Water Supply - Sewerage Joint Stock Company | Major shareholder; | Business Registration Certificate No. 0200108811 changed for the 12th time, issued by the Department of Planning and Investment of Can Tho City on July 15, 2022. | No. 2A Nguyen Trai, Tan An Ward, Ninh Kieu District, Can Tho city. | 2023 | 01/NQ-HDQT dated January 30, 2023 on authorizing the Executive Board to sign internal transaction contracts and affiliated persons contracts | Buy chlorine, test water samples Total transaction value VND 34,702,000 |  |
| 2 | Thot Not Water Supply Joint Stock Company | Under the same Holding Company CTW | Business Registration Certificate No. 1800635554 changed for the 6th issued by the Department of Planning and Investment of Can Tho City on May 11, 2021. | 392, National Highway 91, Long Thanh A, Thot Not Ward, Thot Not District, Can Tho City | 2023 | 01/NQ-HDQT dated January 30, 2023 on authorizing the Executive Board to sign internal transaction contracts and affiliated persons contracts | Water supply through master meter & Transfer of assets - safe water supply pipeline works in Co Do District - Vinh Thanh District (from Sau Bong bridge to Lang Chim bridge) Total value of transaction: VND 171,708,783 |  |

1. Transactions between the 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 the companies in which members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been being 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.
   2. Transactions between the Company and the company that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors, the Executive 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 and the Supervisory Board, the Manager and other managers: None.
3. Share transactions of PDMR and affiliated persons of PDMR (Annual report):
4. Company’s share transaction 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, bonus, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Mr. Huynh Minh Trung (Member of the Board of Directors, Manager) |  | 84,761 | 1.06% | 89,161 | 1.12% | Buy and sell |
| 2 | Mr. Trinh Cong Doan (Member of the Board of Directors, Deputy Manager) |  | 13,737 | 0.17% | 21,537 | 0.27% | Buy |
| 3 | Ms. Nguyen Thi Nguyet Que | Mr. Nguyen Huu Loc (Chair of the Board of Directors) | 0 | 0% | 55,466 | 0.69% | Buy |
| 4 | Mr. Tran Quang Anh Tuan (Assistant to Secretariat) |  | 13,666 | 0.17% | 0 | 0% | Sell |
| 5 | Ms. Khuu Thi Ngan Huynh | Mr. Tran Quang Anh Tuan (Assistant to Secretariat, No longer an affiliated person on July 4, 2023) | 41,800 | 0.52% | 0 | 0% | Sell |
| 6 | Mr. Thai Van Hong | Mr. Thai Minh Luc (Deputy Manager) | 2,500 | 0.03% | 0 | 0% | Sell |

1. Other significant issues None.