**GLW: Annual Corporate Governance Report 2023**

On January 29, 2024, Gia Lai Water Supply Sewerage Joint Stock Company announced Report No. 01/2024/BC/GLW on the Corporate Governance in 2023 as follows:

* Name of listed company: Gia Lai Water Supply Sewerage Joint Stock Company
* Head office address: No. 388, Ly Thai To Street, Pleiku City, Gia Lai Province
* Tel: 02693 871068 Fax: Email:
* Charter capital: VND 180,000,000,000
* Securities code: GLW
* Corporate Governance Model:   
  The General Meeting of Shareholder, the Board of Directors, the Supervisory Board, and the General Manager/Manager
* Internal audit execution: Unimplemented.

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):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 01 | 01/2023/NQ-DHDCD | April 14, 2023 | * Approve the Regulations on organizing the Annual General Meeting of Shareholders 2023 of Gia Lai Water Supply Sewerage Joint Stock Company; * Report on activities in 2022 and the operational plan for 2023 of the Executive Board * Approve the Report on the operational activities of the Board of Directors and the Supervisory Board in 2022 and Operating Plan for 2023; * Approve the Audited Financial Statements 2022 and the plan on distribution in 2022 * Proposal on approving the production and dividend payment plan for 2023; * Approve the selection of an audit company for the Financial Statements in 2023; * Approve the dismissal of members of the Board of Directors and the appointment of members of the Board of Directors in the term of 2022-2027 of Gia Lai Water Supply and Sewerage Joint Stock Company. |

1. The Board of Directors (Report of 2023)
2. Information about members of the Board of Directors;

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member of Board of Directors, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors | |
| Appointment date | Dismissal date |
| 01 | Mr. Pham Ngoc Tien | Chair of the Board of Directors | April 15, 2022 |  |
| 02 | Mr. Nguyen Van Thanh | Member of the Board of Directors | April 15, 2022 | January 08, 2024 |
| 03 | Le Van Nam | Member of the Board of Directors | April 15, 2022 | January 08, 2024 |
| 04 | Mr. Nguyen Dinh Vinh | Member of the Board of Directors | April 15, 2022 |  |
| 05 | Mr. Chau Ngoc Trong | Member of the Board of Directors | April 15, 2022 | April 14, 2023 |
| 06 | Mr. Vu Van Tuan | Member of the Board of Directors | April 14, 2023 | January 08, 2024 |

1. Board Resolutions/Board Decisions (Report of 2023):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 01/2023/NQ/HDQT | February 20, 2023 | Approve the time, venue and agenda to organize the Annual General Meeting of Shareholders 2023 |
| **2** | 02/2023/NQ/HDQT | March 22, 2023 | Approve the contents submitted to the General Meeting of Shareholders 2023 |
| 3 | 03/2023/NQ-HDQT | October 30, 2023 | Approve the dismissal of Mr. Le Van Nam from the position of Deputy General Manager  Approve the appointment of Mr. Le Van Luyen to the position of Deputy General Manager from November 1, 2023 |
| 4 | 04/2023/NQ/HDQT | November 27, 2023 | Approve the time, venue and agenda to organize the Extraordinary General Meeting of Shareholders on January 8, 2024  Approve the dismissal of Mr. Nguyen Van Thanh from the position of General Manager from January 9, 2024.  Approve the reappointment of Mr. Nguyen Dinh Vinh to the position of Deputy General Manager (from January 1, 2024 until retirement according to the regime on November 1, 2024), and reappointment of Mr. Vu Hoanh Thien to the position of Deputy General Manager (from January 1, 2024 to December 31, 2025)  Approve the dismissal of Mr. Vu Hoanh Thien from the position of Chief Accountant from January 1, 2024.  Approve the appointment of Ms. Truong Thi Thanh to the position of chief accountant from February 1, 2024 to December 31, 2025 |

1. The Supervisory Board/ Audit Committee (Report of 2023):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 01 | Nguyen Thi Hong Hanh | Chief of the Supervisory Board | Member of the Supervisory Board from April 15, 2022 (No longer a member of the Supervisory Board from January 8, 2024) | Master of Business Administration |
| 02 | Le Huy Hoang | Member of the Supervisory Board | Member of the Supervisory Board from April 15, 2022 | Bachelor of Foreign Trade Business |
| 03 | Nguyen Thi Quynh | Member of the Supervisory Board | Member of the Supervisory Board from April 15, 2022 | College of Economics |

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 Van Thanh | June 9, 1965 | Bachelor of Economics | May 18, 2018 |
| **2** | Nguyen Dinh Vinh | October 25, 1963 | Bachelor of Economics, major in Business Administration | November 27, 2023 |
| 3 | Pham Xuan Hao | May 25, 1987 | Environmental Engineering Engineer | November 27, 2023 |
| 4 | Le Van Nam | June 12, 1976 | Bachelor of Economic Law/Hanoi Law University | Appointed on April 29, 2022, dismissed on November 01, 2023 |
| 5 | Le Van Luyen | January 01, 1973 | Master of International Business Administration | November 01, 2023 |

V. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Date of appointment /dismissal |
| Vu Hoanh Thien | September 05, 1964 | University of Finance and Accounting | Appointed on December 26, 2022, dismissed from January 01, 2024 |

1. Training on corporate governance
2. List of affiliated persons of the public company (Report of 2023) 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: None

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

1. Transactions between the Company’s PDMRs, affiliated people of PDMRs and subsidiaries, companies controlled by the Company: None.
2. Transactions between the Company and other entities
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting).

|  |  |
| --- | --- |
| From January 1, 2023 to December 31, 2023 | Unit: VND |
| Transaction with Sai Gon - Pleiku Water Supply Corporation |  |
| * Interest from capital support of Gia Lai Water Supply Sewerage Joint Stock Company for Sai Gon - Pleiku Water Supply Corporation in the reporting period | 181,240,288 |
| * In which, Amount of interest added to the principal in the reporting period: | 0 |
| * Amount of principal paid by Sai Gon - Pleiku Water Supply Corporation in the reporting period: | 14,964,056,438 |
| * Cost of buying wholesale water from Saigon – Pleiku Water Supply Corporation | 13,499,550,696 |
| * Wholesale water debt payment of GLW GLW to Saigon - Pleiku Water Supply Corporation | 16,460,798,442 |

* 1. Transactions between the Company and companies in which affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers are members of the Board of Directors, the Executive Manager (the General Manager): None
  2. Other transactions of the Company (if any) that can bring 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 (Report of 2023)
2. Company’s share transactions of PDMR and affiliated persons: None
3. Other significant issues.