**HPW: Annual Corporate Governance Report 2023**

On January 30, 2024, Hai Phong Water Joint Stock Company announced Report No. 88/CNHP-BTK on the corporate governance in 2023 as follows:

* Name of company: Hai Phong Water Joint Stock Company
* Head office address: No. 54 Dinh Tien Hoang Street, Hoang Van Thu Ward, Hong Bang District, Hai Phong City
* Tel: 0225.3.745377 Fax: 0225.3.823748; Email: cnhp@vnn.vn
* Charter capital: VND 742,069,400,000
* In which, the state shareholders (Hai Phong City People's Committee) hold 59,797,840 shares, accounting for 80.58% of charter capital.
* Securities code: HPW
* Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Managing Director.
1. Activities of the General Meeting:

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

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| No. | General Mandate/Decision of the General Meeting  | Date | Contents |
|  | Annual General Mandate 2023 No. 161/NQ-DHDCD-2023 | April 20, 2023 | * Approve the Report on production and business results in 2022 and the production and business plan for 2023 of the Company;
* Approve the Audited Financial Statements 2022 audited by AASC Auditing Firm Company Limited;
* Approve the Report of the Board of Directors on the governance and activities results of the Board of Directors and each member of the Board of Directors in 2021; the operation plan for 2022;
* Approve the Report of the Supervisory Board on production and business results of the Company, on the activities results of the Board of Directors, the Managing Director and the Supervisory Board in 2021 and the operation plan for 2022;
* Approve the plan on the profit distribution, appropriation for funds and dividend payment rate in 2022;
* Approve the remuneration of the Board of Directors and the Supervisory Board:
* Approve the selection of an audit company to review the Semi-annual Financial Statements and audit the Financial Statements 2022 of Hai Phong Water Joint Stock Company;
* Approve the dismissal and election of additional members to the Board of Directors in the term 2020-2025.
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1. Board of Directors
2. Information about members of the Board of Directors:

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| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors |
| Date of appointment | Date of dismissal |
| 1 | Mr. Tran Viet Cuong | Chair of the Board of Directors | June 03, 2020 |  |
| **2** | Mr. Tran Van Duong | Vice Chair of the Board of Directors, Managing Director, Person in charge of corporate governance | June 03, 2020 |  |
| 3 | Mr. Dang Huu Dung | Member of the Board of Directors | April 20, 2023 |  |
| 4 | Mr. Cao Van Quy | Member of the Board of Directors, Deputy Permanent Managing Director of the Company | April 20, 2023 |  |
| 5¬ | Mr. Trinh Anh Tuan | Member of the Board of Directors, Deputy Permanent Managing Director of the Company | April 20, 2023 |  |
| 6 | Mr. Vu Hong Duong | Member of the Board of Directors |  | April 20, 2023 |
| 7 | Mr. Nguyen Dang Ninh | Member of the Board of Directors, Chief Accountant cum Head of Finance and Accounting Department |  | April 20, 2023 |

1. Board Resolutions/Board Decisions:

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| No. | Resolution/Decision  | Date | Contents |
| 1 | No. 147/QD-HDQT | March 03, 2023 | Decision on establishing the Organizing Committee of the Annual General Meeting 2023 and related subcommittees |
| 2 | No. 148/QD-HDQT | March 03, 2023 | Decision on establishing the Shareholder's Eligibility Verification Committee for the Annual General Meeting 2023 |
| 2 | No. 164/QD-HDQT | April 24, 2023 | Decision on the dismissal and appointment of an authorized representative to manage investment capital and transfer representative shares at Hai Phong Number Two Water Business Joint Stock Company |
| 3 | No. 168/QD-HDQT | April 25, 2023 | Decision on remuneration settlement for the Board of Directors, the Supervisory Board and the Secretariat in 2023 |
| 4 | No. 169/QD-HDQT | April 25, 2023 | Decision on assigning tasks to members of the Board of Directors. |
| 5 | No. 173A/QD-HDQT | May 31, 2023 | Decision on establishing the Debt Settlement Council |
| 6 | No. 180/QD-HDQT | July 20, 2023 | Decision to assign the concurrent task of director of An Duong Water Production Enterprise to Mr. Nguyen Danh Quan - Deputy Managing Director of the Company |
| 7 | No. 184/QD-HDQT | September 25, 2023 | Decision on the promulgation of Regulations on management of operation and use of the Company's U-BCF project assets. |
| 8 | No. 186/QD-HDQT | October 03, 2023 | Decision on terminating operations of Công ty cổ phần Cấp nước Hải Phòng - Chi nhánh cấp nước Hải Phòng 6 (tentatively translated as Hai Phong Water Supply Joint Stock Company - Hai Phong Water Supply Branch 6) |
| 9 | No. 187/QD-HDQT | October 03, 2023 | Decision on terminating operations of Công ty cổ phần Cấp nước Hải Phòng - Xí nghiệp Xây lắp (tentatively translated as Hai Phong Water Supply Joint Stock Company - Construction Enterprise) |
| 10 | No. 190/QD-HDQT | October 09, 2023 | Decision on the liquidation of assets of 5 fully depreciated old cars |
| 11 | No. 193/QD-HDQT | November 25, 2023 | Decision on changing the name of Chi nhánh Công ty cổ phần Cấp nước Hải Phòng - Xí nghiệp Đồng hồ & Xây lắp (tentatively translated as Hai Phong Water Supply Joint Stock Company Branch - Watch & Construction Enterprise) |

1. Supervisory Board;

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| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Le Thi Huong | Chief of the Supervisory Board: | June 03, 2020 | Bachelor in Economics, major in Accounting |
| 2 | Do Thi Thanh Diep | Members of the Supervisory Board | June 03, 2020 | Bachelor in Economics |
| 3 | Nguyen Minh Hoang | Members of the Supervisory Board | June 03, 2020 | Bachelor in Finance - Banking |

1. Executive Board (Not including the Chief Accountant)

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment |
| 1 | Mr. Tran Van DuongManaging Director | March 07, 1970 | Master of Business Administration - Construction Engineer in Water Supply and Sewerage - Water Environment | October 01, 2022 |
| 2 | Mr. Cao Van Quy - Deputy Permanent Managing Director  | September 10, 1973 | Master of Engineering in Water and Wastewater Technology - Construction Engineer in Water Supply and Sewerage | October 10, 2022 |
| 3 | Mr. Trinh Anh Tuan - Deputy Managing Director | October 03, 1971 | Civil engineer - Water environment Water supply and drainage - Construction engineer - industrial civil construction | April 01, 2020 |
| 4 | Mr. Nguyen Danh Quan - Deputy Managing Director | October 03, 1971 | Master of Business Administration - Construction Engineer in Water Supply and Sewerage - Water Environment | November 15, 2022 |

1. Chief Accountant

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| No. | Full name | Date of birth | Qualification: | Appointment date |
| 1 | Mr. Nguyen Dang Ninh | October 29, 1976 | Master of Business Administration - Bachelor in Economics and Accounting - Bachelor in Economics in Business Administration - Bachelor in Foreign Languages in English | April 01, 2020 |

1. Training on corporate governance
2. List of related persons of the public Company and transactions between the related persons of the Company with the Company itself
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, related persons of PDMR

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| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH\* No., Date of issue, Place of issue of NSH | Head office address/Contact address | Time of transaction with the Company | Content, quantity, total value of transaction | Note |
| 1 | Hai Phong Number Two Water Business Joint Stock Company | Subsidiary | Business Registration Certificate No. 0200933035, issued by the Hai Phong Authority for Planning and Investment, registered for the first time on June 5, 2009; registered for the 12th change on October 18, 2023 | Do Nha Village, Tan Tien Commune, An Duong District, Hai Duong City | In 2023 | Water trading and water testing, total transaction value of VND 5,607,501,480 (VAT included) |  |

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company None
2. Transactions between the Company and other entities
3. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers have been founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting): None
4. Transactions between the Company and companies where related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors or Executive Manager (Managing Director): None
5. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers: None
6. Share transactions of PDMR and related persons of PDMR
7. Company’s share transaction of PDMR and related persons.

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| --- | --- | --- | --- | --- | --- |
| 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.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Nguyen Dang Ninh | Chief Accountant | 121,100 shares | 0.16% | 100,000 shares | 0.14% | Sell |

1. Other significant issues: None.