**NLS: Annual Corporate Governance Report 2023**

On January 30, 2024, Lang Son Water Supply and Drainage Joint stock Company announced Report No. 03/BC-HDQT on the corporate governance in 2023 as follows:

* Name of company: Lang Son Water Supply and Drainage Joint stock Company
* Head office address: No. 14/10 Le Dai Hanh Street, Dong Kinh Ward, Lang Son City
* Tel: 02053.870 073 Fax: 02053.873657
* Email: [capnuocls@gmail.com](mailto:capnuocls@gmail.com)
* Charter capital: VND 50,098,000,000
* Securities code: NLS
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Board of Management

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 | General Mandate No. 01/2023/NQ-DHDCD/NLS | April 21, 2023 | * Approve the Report on the activities of the Board of Directors in 2022 and the operational orientation in 2023; * Approve the Report of the Supervisory Board on the business results of the Company and the performance results of the Board of Directors and the General Manager   Report on Self-assessment Report of the Supervisory Board and Supervisors   * Approve the Audited Financial Statements 2022 * Approve the Proposal on profit distribution in 2022. * Approve the Proposal on selecting an audit company for 2023. * Approve the Proposal on business plan for 2023. * Approve the Remuneration for members of the Board of Directors, the Supervisory Board in 2022 and the remuneration plan for members of the Board of Directors and the Supervisory Board for 2023. * Approve the dismissal of members for the Board of Directors. * Approve the additional election of members for the Board of Directors for the term 2019-2024. * Approve the Proposal on authorizing the Board of Directors to decide on transactions which generate revenue and expenses with related parties. |

1. The Board of Directors
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (independent member of Board of Directors, non-executive member of the Board of Directors)  Non-executive member of the Board of Directors | Date of appointment/dismissal as members/independent members of the Board of Directors | |
| Date of appointment | Dismissal date |
| 1 | Mr. Le Vinh Son | Chair of the Board of Directors | May 27, 2020 |  |
| 2 | Mr. Nguyen Van Quyet | Permanent Vice Chair of the Board of Directors | May 27, 2020 |  |
| 3 | Mr. Nguyen Dinh Quy | Member of the Board of Directors | June 10, 2016 |  |
| 4 | Ms. Linh Thi Hue | Member of the Board of Directors | April 27, 2021 |  |
| 5 | Ms. Nong Thi Hong Nhung | Member of the Board of Directors | April 21, 2023 |  |
| 6 | Mr. Pham The Hung | Member of the Board of Directors | April 21, 2023 |  |
| 7 | Mr. Thai Duc Long | Member of the Board of Directors | April 21, 2023 |  |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision No.  No. | Date | Content |
| 1 | Board Resolution No. 01/2023/NQ-NLS | February 28, 2023 | Board Resolution on approving to organize the Annual General Meeting of Shareholders in 2023. |
| 2 | Board Resolution No. 02/2023/NQ-NLS | April 12, 2023 | Board Resolution on implement tasks related to agenda, preparation for the Annual General Meeting of Shareholders 2023 and business targets in 2023 |
| 3 | Board Resolution No. 03/2023/NQ-NLS | May 26, 2023 | Board Resolution on the dividend payment of 2022 in cash |

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

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| --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. |
| 1 | Ms. Nguyen Thi Thanh Thuy | Chief of the Supervisory Board | April 22, 2022 |
| 2 | Mr. Nguyen Thanh Tung | Member of the Supervisory Board | April 27, 2021 |
| 3 | Ms. Tran Thi Thuy | Member of the Supervisory Board | April 27, 2021 |

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 | Mr. Nguyen Dinh Quy - General Manager | September 12, 1983 | Bachelor | December 30, 2022 |
| 2 | Mr. Phung Manh Hao - Deputy General Manager | August 06, 1979 | Bachelor | June 10, 2020 |
| 3 | Mr. Tran Quang Huy - Deputy General Manager | October 17, 1975 | Bachelor | June 10, 2020 |

1. Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment |
| Ms. Linh Thi Hue | October 16, 1981 | Bachelor | November 25, 2015 |

1. Training on corporate governance
2. List of affiliated persons of the public Company 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, or affiliated persons of PDMR

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 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 | General Mandate/Decision of the General Meeting of Shareholders No. or Board Resolution/Board Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Sonha International Corporation | Major shareholder | 0100776445 | No. 2 Thanh Lam, Minh Khai, Bac Tu Liem, Ha Noi | March 2023  June 2023  September, 2023  December 2023 | Resolution No. 01/2023/NQ-DHDCD/NLS | Use services  March, 2023: VND 200,000,000  June, 2023: VND 200,000,000 September, 2023: VND 200,000,000  December 2023  VND 308,536,364 |  |

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
2. Transactions between the Company and other entities: None
3. Share transactions between PDMR and PDMR’s affiliated persons
4. Transaction of PDMR and affiliated persons related to the Company’s shares: None

IX. Other significant issues: None