**QHW: Annual Corporate Governance 2023**

On January 30, 2024, Quang Ninh Mineral Water Corporation announced Report No. 04/2024/CV-QNW on the corporate governance in 2023 as follows:

* Name of company: Quang Ninh Mineral Water Corporation
* Head office address: Group 3A, Block 4, Suoi Mo Street, Bai Chay Ward, Ha Long City, Quang Ninh Province
* Tel: 0203 3844196 Fax: 0203 3847311
* Charter capital: VND 80,000,000,000
* Securities code: QHW
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, (including the Audit Committee under the Board of Directors), and the General Manager
* Internal audit execution: Unimplemented (not compulsory)

1. Activities of the General Meeting of Shareholders 2023:

Information about the meetings and General Mandates (including General Mandates approved by collecting shareholders' opinions via a ballot):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD/QHW | April 07, 2023 | Approve the following main contents of the Annual General Meeting of Shareholders 2023 of the Company:   1. Report of the Board of Directors on its operation results in 2022; 2. Report of the General Manager on the corporate governance in 2022 and the development orientation of the Company; 3. Report on activities of independent members of the Board of Directors in the Audit Committee in 2022; 4. The Company’s Financial Statements 2022 audited by KPMG Limited; 5. Production and business plan for 2023 of the Company; 6. The Company's profit distribution plan for 2022; 7. Dividend prepayment in 2023; 8. Authorization of the Board of Directors’ Chair or the Company’s General Manager to decide on the selection of an audit company for the Financial Statements of the fiscal year 2023; 9. Plan on remuneration payment for the Board of Directors in 2023; 10. Investment transactions of the Company; 11. Dismissal of Mr. Nguyen Chi Thanh from being a member of the Board of Directors in the 2020-2025 term; 12. The number of additional elected members of the Board of Directors for the 2020-2025 term to replace is 01 member; 13. Mr. Duong Manh Cuong's election to the Board of Directors for the 2020-2025 term. |

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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Date of appointment | Date of dismissal |
| 1 | Mr. Nguyen Thieu Nam | Chair of the Board of Directors | June 22, 2020 | - |
| 2. | Mr. Dam Son | Member of the Board of Directors | June 22, 2020 | - |
| 3. | Mr. Huynh Viet Thang | Member of the Board of Directors | June 22, 2020 | - |
| 4. | Mr. Tran Tuan Cuong | Member of the Board of Directors | June 22, 2020 | - |
| 5. | Mr. Tran Phuong Bac | Member of the Board of Directors | June 22, 2020 | - |
| 6. | Mr. Nguyen Chi Thanh | Member of the Board of Directors | June 22, 2020 | April 07, 2023 |
| 7. | Mr. Duong Manh Cuong | Member of the Board of Directors | April 07, 2023 | - |

1. Board Resolutions/Decisions in 2023:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Main content |
| 1 | 01/2023/NQ-HDQT | February 15, 2023 | Approve the recorded list of shareholders (record date) to attend the Annual General Meeting of Shareholders 2023 |
| 2 | 02/2023/NQ-HDQT | March 17, 2023 | Approve the issues submitted to the Annual General Meeting of Shareholders 2023 for approval |
| 3 | 03/2023/NQ-HDQT | April 07, 2023 | Appoint Mr. Duong Manh Cuong as a member of the Audit Committee to replace Mr. Nguyen Chi Thanh because he is no longer a member of the Company's Board of Directors |

1. The Audit Committee (Annual Report 2023)
2. Information about members of the Audit Committee:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Audit Committee | Position | Date of appointment as member of the Audit Committee | Qualification |
| 1 | Mr. Huynh Viet Thang | Chair | April 09, 2021 | Bachelor of Economics |
| 2 | Mr. Nguyen Chi Thanh | Member | April 9, 2021 (Dismissed from April 7, 2023) | Bachelor of Laws, Master of Economics |
| 3 | Mr. Duong Manh Cuong | Member | April 7, 2023 (newly appointed) | Master in Economic Management |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment |
| 1 | Mr. Dam Son - General Manager (also a member of the Board of Directors) | July 22, 1959 | Electrification Engineer | December 26, 2015 |
| 2 | Mr. Nguyen Huu Chinh | March 9, 1966 | Bachelor of Economics | December 26, 2015 |
| 3 | Mr. Huynh Ngoc Bao | April 29, 1974 | Mechanical Engineer Specialized in Automation; Master of Industrial and Manufacturing Engineering, major in Supply Chain Management | April 20, 2016 |

1. The Chief Accountant:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Qualification | Date of appointment |
| 1 | Ms. Pham Thi Thu Huong | October 18, 1974 | Bachelor of Science in Informatics, Bachelor of Economics in Accounting | December 26, 2015 |

1. Training on corporate governance:
2. List of affiliated persons of the Company (Annual Report 2023) and transactions between 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, affiliated persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organization/individual | Relations with the Company | NSH No., date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | Approved General Mandate/ Decision No. of General Meeting of Shareholders or Board Resolution/ Board Decision No. | Content, quantity, total transaction value (VND) | Note |
| 1 | Masan Consumer Corporation | Affiliated person of PDMR | 0302017440 issued by Ho Chi Minh City Authority for Planning and Investment on May 31, 2000 | No. 23 Le Duan Street, Ben Nghe Ward, District 1, Ho Chi Minh City | In 2023 | Board Resolution No. 01/2018/NQ-HDQT dated February 12, 2018 | Sell goods and services: 244,886,322,986  Buy goods: 86,863,312 |  |
| 2 | Vinacafé Bienhoa Joint Stock Company | Affiliated person of the Company | 3600261626 issued in Dong Nai on December 29, 2004 | Bien Hoa Industrial Park, Dong Nai Province | In 2023 | Board Resolution No. 01/2018/NQ-HDQT dated on February 12, 2018 | Sell goods: 8,563,776 |  |
| 3 | Vinh Hao Mineral Water Joint Stock Company | 3400178402 issued in Binh Thuan on March 9, 1995 | Vinh Son village, Vinh Hao Commune, Tuy Phong District, Binh Thuan Province | In 2023 | Board Resolution No. 01/2018/NQ-HDQT dated on February 12, 2018 | Sell goods and services: 1,536,523,232 |  |
| 4 | Wincommerce General Commercial Services Joint Stock Company | Affiliated person of PDMR | 0104918404 issued by Ho Chi Minh City Authority for Planning and Investment on September 20, 2010 | No. 23 Nguyen Du, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam | In 2023 | Board Resolution No. 01/2018/NQ-HDQT dated February 12, 2018 | Buy goods: 55,537,392 |  |

Notes:

1. Transactions between the Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None.
2. Transactions between the Company and other entities:
   1. Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the General Manager, and other managers have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (as of the time of reporting): Appendix 2 attached.
   2. Transactions between the Company and the companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board/Audit Committee, General Manager, and other managers are members of the Board of Directors, Executive General Manager: None.
   3. Other transactions of the Company (if any) which can bring about material or non-material benefits to members of the Board of Directors, members of the Audit Committee, General Manager, and other managers: None.
3. Share transactions of PDMR and affiliated persons of PDMR (Annual Report 2023):
4. Company’s share transactions of PDMR and affiliated persons of PDMR: None.
5. Other significant issues: None.

Appendix 2: Transactions between the Company and the companies where members of the Board of Directors, members of the Supervisory Board, the General Manager, and other managers have been founding members or members of the Board of Directors, the Executive General Manager for the past three (03) years (as of the time of reporting):

1. In 2021

|  |  |  |
| --- | --- | --- |
| Related party (having transactions with the Company) | Relations with the Company | Transaction |
| Masan Consumer Corporation | The Company's member of the Board of Directors is the related party’s Financial Manager | Buy and sell goods and services |
| Masan Brewery Distribution One Member Company Limited | The Company's member of the Board of Directors is the Company’s Chair and the related party’s Manager | Buy goods |

1. In 2022

|  |  |  |
| --- | --- | --- |
| Related party (having transactions with the Company) | Relations with the Company | Transactions |
| Masan Consumer Corporation | The Company's member of the Board of Directors is the related party’s Financial Manager | Buy and sell goods and services |
| Masan Brewery Distribution One Member Company Limited | The Company's member of the Board of Directors is the Company’s Chair and the related party’s Manager | Buy goods |

1. In 2023

|  |  |  |
| --- | --- | --- |
| Related party (having transactions with the Company) | Relations with the Company | Transactions |
| Masan Consumer Corporation | The Company's member of the Board of Directors is the related party’s Financial Manager | Buy and sell goods and services |
| Wincommerce General Commercial Services Joint Stock Company | The Company's member of the Board of Directors is the related party’s member of the Board of Directors | Buy goods |