**STW: Annual Corporate Governance Report 2023**

On January 30, 2024, Soc Trang Water Supply Joint Stock Company announced Report No. 75/BC-HDQT on the corporate governance 2023 as follows:

* Name of listed company: Soc Trang Water Supply Joint Stock Company
* Head office address: No. 16 Nguyen Chi Thanh Street, Ward 6, Soc Trang City, Soc Trang Province.
* Tel: (0299) 3820943
* Fax: (0299) 3821278
* Email: info@soctrangwaco.vn
* Charter capital: VND 158,631,330,000
* Securities code: STW.
* Corporate Governance Model:
* The General Meeting of Shareholders;
* The Supervisory Board;
* The Board of Directors;
* The Executive Board (General Manager, Deputy General Manager, Chief Accountant)
* Professional Departments, Divisions
* Internal audit execution: Not executed
1. Activities of the General Meeting of Shareholders

On June 29, 2023, Soc Trang Water Supply Joint Stock Company successfully organized the Annual General Meeting of Shareholders 2023.

At the meeting, 100% of the attended shareholders/ representatives of the shareholders agreed on approving the Minutes, General Mandate announced on Company’s information disclosure system and portal

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| No. | General Mandate No. | Date | Contents |
| 1 | No. 01/2023 NQ-DHDCD (Annual General Mandate 2023) | June 29, 2023 | * Approve the following Reports submitted to the Annual General Meeting of Shareholders 2023:
1. Approve Report of the General Manager on production and business activities in 2022; and orientations and tasks for 2023.
2. Approve Report of the Board of Directors in 2022.
3. Approve Report of the Supervisory Board on activities of the Supervisory Board, and summary of the Audited Financial Statements in 2022;
4. Approve Proposal No. 176/TTr-HDQT dated June 07, 2023 of the Board of Directors on approving the Audited Financial Statements for 2022.
5. Approve Proposal No. 177/TTr-HDQT dated June 07, 2023, of the Board of Directors on approving the production and business plan for 2023.
6. Approve Proposal No. 178/TTr-HDQT/2021 dated June 07, 2023 of the Board of Directors on the remuneration settlement in 2022 and the remuneration plan for 2023 of the Board of Directors and the Supervisory Board.
7. Approve the Proposal on investment portfolio: Approve the investment portfolio according to Proposal No. 79/TTr-CN dated March 10, 2023 of the General Manager on the Investment Plan of works and projects. The investment portfolio as per Proposal No. 179/TTr-HDQT dated June 7, 2023 of the Board of Directors is outside the investment portfolio as per Proposal No. 79/TTr-CN dated March 10, 2023 of the General Manager, the General Meeting of Shareholders approves the authorization and assigns tasks to the Board of Directors to actively balance capital sources to decide on the investment portfolio, plans, policies, scale, value, nature and capacity and other relevant contents during the implementation of works, investment projects, projects calling for investment, investment cooperation and other projects and fields of investment from time to time depending on the available capital sources, suitable to the actual status and needs, order and procedures for investment in accordance with the provisions of law. In the course of implementing the above tasks, the Board of Directors has the right to: (i) Decide the contents within the scope of authorized tasks and assign tasks (ii) Implement and/or direct, assign tasks and authorize relevant units and individuals: Implement necessary tasks in accordance with the law; Sign relevant documents, papers and documents; Working with competent authorities and related parties; Implement all other necessary work and procedures to implement the assigned and authorized tasks in accordance with the law.
8. Proposal No. 02/TTr-BKS dated April 02, 2023 of the Supervisory Board on selecting an audit company for the Financial Statements 2023 of the Company.
9. Proposal on approving the plan on profit distribution in 2022 and the plan on profit distribution for 2023. The General Meeting of Shareholders authorizes the Board of Directors to review the appropriation for funds, the Board of Directors will submit it to the Meeting for the expected term of August 2023 for a vote.
10. Proposal No. 181/TTr-HDQT dated June 7, 2021 of the Board of Directors on the supplement of business lines of solar power
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1. The Board of Directors
2. Information about members of the Board of Directors until December 31, 2023

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| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Nguyen Quang Mai | Appointed as Chair of the Board of Directors from August 24, 2023 | December 28, 2017 |  |
| 2 | Nguyen Trong Hieu | Dismissed from being Chair of the Board of Directors from August 24, 2023 | December 28, 2017 |  |
| 3 | Dang Van Ngo |  | August 20, 2021 |  |
| 4 | Tran Anh Hoa |  | December 28, 2017 |  |
| 5 | Ong Hai Phuoc |  | August 24, 2023 |  |
| 6 | Phan Vinh Tung |  | December 16, 2020 | August 24, 2023 |

1. Board Resolutions/Board Decisions:

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| No. | Board Resolution/Board Decision No. | Date | Contents |
| 1 | Resolution No. 01/NQ-HDQT | January 18, 2023 | Approve the Salary fund 2022. |
| 2 | Resolution No. 02/NQ-HDQT | February 20, 2023 | Convene the Annual General Meeting of Shareholders 2023 |
| 3 | Resolution No. 02A/NQ-HDQT | February 15, 2023 | Implement the policy on investing in Water plant according to the Annual General Meeting of Shareholders’ Minutes 2022 and Proposal No. 44/TTr-CN date February 08, 2023 of the General Manager on investing in Water plant with the capacity of 200,000 m3 per day and night |
| 4 | Resolution No. 03/NQ-HDQT | April 11, 2023. | Re-appoint the General Manager of the Company |
| 5 | Resolution No. 04/NQ-HDQT | June 07, 2023. | Organization of the Annual General Meeting of Shareholders 2023 |
| 6 | Resolution No. 05/NQ-HDQT | June 29, 2023. | Approve the application of General Manager to go abroad |
| 7 | Resolution No. 06/NQ-HDQT | July 31, 2023. | Convene the first Extraordinary General Meeting of Shareholders 2023 |
| 8 | Resolution No. 07/NQ-HDQT | August 22, 2023. | Approve the investment in project/ construction arising outside the investment portfolio 2023 |
| 9 | Resolution No. 08/NQ-HDQT | August 24, 2023. | Dismiss Mr. Nguyen Trong Hieu from the position of the Chair of the Board of DirectorsElect Mr. Nguyen Quang Mai as the Chair of the Board of Directors |
| 10 | Resolution No. 09/NQ-HDQT | August 24, 2023. | * Dismiss Mr. Phan Vinh Tung from the position of a member the Board of Directors
* Recognize Mr. Ong Hai Phuoc as a member of the Board of Directors
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| 11 | Decision No. 10/QD-HDQT | August 30, 2023. | * Dismiss Mr. Nguyen Thanh Tuan from the position of the Head of the Secretariat
* Appoint Mr. Le Quang Hai to the position of the Head of the Secretariat
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| 12 | Resolution No. 11/NQ-HDQT | October 26, 2023. | Convene the Extraordinary General Meeting of Shareholders 2023 |
| 13 | Resolution No. 12/NQ-HDQT | December 12, 2023. | Approve the policy on investing in the renovation of the cluster of surface water treatment with the capacity of 5,000 m3/ day and night for Nguyen Chi Thanh Water Plant and An Nghiep Industrial Zone Water Plant and investing in Amoni, Mangan, etc. treatment system for Water Plants under controlled |
| 14 | Resolution No. 13/NQ-HDQT | December 12, 2023. | Approve the policy in investing in the renovation of the cluster of surface water treatment with the capacity of 5,000 m3/ day and night at Nga Nam town |
| 15 | Resolution No. 14/NQ-HDQT | December 29, 2023. | Approve Proposal No. 476/TTr-CN dated December 21, 2023 of the General Manager on payment for workers for the New Year 2024 and Proposal No. 477/TTr-CN dated December 21, 2023 of the General Manager on approving the spendings for buying gifts for the Lunar New Year 2024 |

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

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| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| Appointment date | Dismissal date |
| 1 | Vu Tien Bo | Chief | December 28, 2017 |  | Bachelor of Finance - Accounting |
| 2 | Tran Thanh Nhan | Deputy Chief | September 1, 2023 |  | Bachelor of Information Technology. Intermediate of Enterprise Accounting, Intermediate of Drainage |
| 3 | Nguyen Trong Kien | Member | April 25, 2022 |  | Bachelor of Economics |
| 4 | Lieu Thu Truc | Deputy Chief | October 1, 2020 | August 31, 2023 | Master of Economics |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment |
| 1 | Dang Van Ngo | June 10, 1965 | Water supply & drainage Engineer | December 28, 2017 |
| 2 | Nguyen Quang Mai | July 19, 1977 | Master of Engineering Planning and Construction Management; Water Resources Engineer | January 10, 2018 |
| 3 | Tran Anh Hoa | Decmber 12, 1972 | Bachelor of LawsWater supply & drainage Engineer | January 10, 2018 |
| 4 | Ong Hai Phuoc | November 5, 1965 | Water supply & drainage Engineer | January 10, 2018 |

1. Chief Accountant

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| Full name | Date of birth | Qualification | Date of appointment |
| Vo Thi Phuong Dieu | June 8, 1981 | Bachelor of Accounting, Bachelor of Law | January 10, 2018 |

1. Training on corporate governance None.
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 and affiliated persons of PDMR

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| No. | Name of organizations/individuals | Affiliated relation 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 No. or Board Resolution/Decision No. (including date of promulgation, if any) | Content, quantity, total value of transaction | Note |
| 1 | Soc Trang Water Joint Stock Company | Affiliated company | 2200680885 | D4 Street, An Nghiep Industrial Zone, Ward 7, Soc Trang City | 2023 | Resolution No. 02/NQ-HDQT dated January 10, 2020 on approving the adjustment of the price of purchasing fresh water of Soc Trang Water Supply Joint Stock Company | Contract for purchasing and selling fresh water with the total transaction value 2023 of VND 16.247 billion  |  |

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
	1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) have been founding members or members of the Board of Directors, the Executive Manager (General Manager). None.
	2. Transactions between the Company and the companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Executive Manager (General Manager) are members of the Board of Directors, the Executive Manager (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 Supervisory Board, the Manager (General Manager): None.
3. Share transactions of PDMR and affiliated persons of PDMR
4. Listed company’s share transactions of PDMR and affiliated persons of PDMR

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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, ...) |
| Number of shares | Rate | Number of shares | Rate |  |
| 1 | Công ty cổ phần Hawaco (tentatively translated as Hawaco JSC) | Strategic shareholder | 6,345,253 | 40% | 0 | 0% | Sell |
| 2 | Nghiem Thi Le Hang | Major shareholder; | 0 | 0% | 3,807,152 | 24% | Buy |
| 3 | Nguyen Minh Phuong | Major shareholder; | 0 | 0% | 2,538,101 | 16% | Buy |
| 4 | Nguyen Minh Phuong | Major shareholder; | 2,538,101 | 16% | 809,101 | 5.101% | Sell |
| 5 | VBIC Vietnam Joint Stock Company | Major shareholder; | 1,284,213 | 8.096% | 3,013,213 | 18.995% | Buy |
| 6 | Dang Nhu Y | Daughter of Mr. Dang Van Ngo | 98,100 | 0.618% | 218,100 | 1.375% | Buy |

1. Other significant issues: None.