**NTW: Annual Corporate Governance Report 2023**

On January 29, 2024, Nhon Trach Water Supply Joint Stock Company announced Report No. 01/2024/BC-HDQT-NTW on corporate governance in 2023 as follows:

* Name of public company: Nhon Trach Water Supply Joint Stock Company
* Head office address: Nhon Trach Industrial Park, Tran Phu Street, Hiep Phuoc Town, Nhon Trach District, Dong Nai Province.
* Tel: (84-61) 3.560.574 Fax: (84-61)3.560.031
* Website: [www.ntw.com.vn](http://www.ntw.com.vn) Email: capnuocnhontrach.ntw@email.com
* Charter capital: VND 100,000,000,000.
* Securities code: NTW
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: Unimplemented.
1. Activities of the General Meeting of Shareholders:

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| No. | General Mandate No. | Date | Content |
| 1 | 01/2023/NQ-DHDCD-NTW | March 30, 2023 | The Annual General Mandate 2023 of Nhon Trach Water Supply Joint Stock Company:* Approve the production and business results in 2022 and the production and business plan for 2023.
* Approve the Audited Financial Statements 2022.
* Approve the Report on the governance and activities results of the Board of Directors and each member of the Board of Directors in 2022 and the period of 2028-2023; the operational plans for 2023 and the period of 2023-2028.
* Approve the Report on activities results of the Supervisory Board and each member of the Supervisory Board in 2022 and the period of 2018-2023; the operational plan of the Supervisory Board in 2023; Self-assessment Report on the activities of the Supervisory Board in 2022 and the period of 2018-2023.
* Approve the plan on profit distribution, appropriation for funds and dividend payment; the plan on profit distribution, appropriation for funds and dividend payment for 2023.
* Approve the salary and remuneration settlement of the Board of Directors and the Supervisory Board in 2022; the remuneration and salary plan of the Board of Directors and the Supervisory Board in 2023.
* Approve the selection of an audit company for the Financial Statements 2023.
* Approve the number and the list of candidates to elect members of the Board of Directors for the period of 2023-2028.
* Approve the number and the list of candidates to elect members of the Supervisory Board for the period of 2023-2028.
* The Board of Directors and Supervisory Board held a meeting to elect the positions of Chair of the Board of Directors, the Chief of the Supervisory Board and the Manager of the Company for the period of 2023-2028.
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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 | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Date of appointment | Date of dismissal |
| 1 | Nguyen Van Lich | Chair | April 22, 2020 | March 30, 2023 |
| 2 | Mr. Ngo Duong Dai | Chair | March 30, 2023 |  |
| 3 | Mr. Tran Van Thuy | Executive member of the Board of Directors | March 30, 2023 |  |
| 4 | Mr. Vu Van Luyen | Non-executive member of the Board of Directors | April 26, 2021 | March 30, 2023 |
| 5 | Mr. Nguyen Viet Hung | Non-executive member | April 26, 2018 | March 30, 2023 |
| 6 | Ms. Nguyen Thu Trang | Non-executive member of the Board of Directors | March 30, 2023 |  |
| 7 | Mr. Khuong Thanh Hao | Non-executive member of the Board of Directors | March 30, 2023 |  |
| 8 | Mr. Nguyen Anh Tan | Non-executive member of the Board of Directors | March 30, 2023 |  |

1. Board Resolutions/Decisions:

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| No. | Resolution/Decision No. | Date | Content |
| 1 | 01/2023/NQ-HDQT-NTW | February 06, 2023 | Resolution on the record date for the list of shareholders to attend the Annual General Meeting of Shareholders 2023 of Nhon Trach Water Supply Joint Stock Company |
| 2 | 02/2023/NQ-HDQT-NTW | March 21, 2023 | Resolution on approving the contents and documents submitted to the Annual General Meeting of Shareholders 2023 of Nhon Trach Water Supply Joint Stock Company |
| 3 | 03/2023/NQ-HDQT-NTW | March 30, 2023 | Resolution on electing the Chair of the Board of Directors and appointing the Manager of Nhon Trach Water Supply Joint Stock Company for the period of 2023-2028 |
| 4 | 04/2023/NQ-HDQT-NTW | March 30, 2023 | Resolution on reappointing the Deputy Manager and appointing the Person in charge of accounting of Nhon Trach Water Supply Joint Stock Company for the period of 2023-2028 |
| 5 | 05/2023/NQ-HDQT-NTW | March 30, 2023 | Resolution on bonus payment for the Management Board and the Executive Board of the Company in 2022 |
| 6 | 06/2023/NQ-HDQT-NTW | June 09, 2023 | Resolution on selecting an audit company for the Financial Statements 2023 |
| 7 | 07/2023/NQ-HDQT-NTW | July 05, 2023 | Resolution on selecting the record date to exercise the rights of dividend payment of 2022 |
| 8 | 08/2023/NQ-HDQT-NTW | August 25, 2023 | Resolution on the 2nd Board of Directors Meeting of Nhon Trach Water Supply Joint Stock Company in the period of 2023-2028 |
| 9 | 01/2023/QD-HDQT-NTW | March 21, 2023 | Decision on establishing the Shareholder's Eligibility Verification Committee for the Annual General Meeting of Shareholders 2023 |
| 10 | 02/2023/QD-HDQT-NTW | March 30, 2023 | Decision on appointing Mr. Tran Van Thuy as the Manager of the Company |
| 11 | 03/2023/QD-HDQT-NTW | March 30, 2023 | Decision on reappointing Mr. Nguyen Luong Thang as the Deputy Manager of the Company |
| 12 | 04/2023/QD-HDQT-NTW | March 30, 2023 | Decision on appointing Ms. Vu Thi Oanh as the Person in charge of accounting of the Company |
| 13 | 05/2023/QD-HDQT-NTW | March 30, 2023 | Decision on appointing Mr. Nguyen Ngoc Hien as the Person in charge of Corporate Governance |

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/dismissal as member of the Supervisory Board | Qualification |
| 1 | Nguyen Thi Mai Hanh | Chief | Dismissed onMarch 30, 2023 | Master in Business Administration |
| 2 | Mr. Tran Hoang Anh Phuong | Chief | Appointed onMarch 30, 2023 | Bachelor of Accounting and Auditing |
| 3 | Nguyen Ba Hai | Member | Dismissed onMarch 30, 2023 | Bachelor of Accounting |
| 4 | Dang Nguyen Thanh Liem | Member | Dismissed onMarch 30, 2023 | Master of Accounting and Auditing |
| 5 | Ms. To Thi Thanh Ha | Member | Appointed onMarch 30, 2023 | Master of Accounting |
| 6 | Ms. Dang Thi Tu | Member | Appointed onMarch 30, 2023 | Master of Accounting |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of The Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Tran Van Thuy | August 08, 1979 | Bachelor of Accounting | March 30, 2023 |
| 2 | Mr. Nguyen Luong Thang | December 22, 1975 | Electrical - Electrification Engineer; Bachelor of Law | March 30, 2023 |

1. The Chief Accountant/Person in charge of accounting

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Vu Thi Oanh | February 24, 1973 | Bachelor of Economics | March 30, 2023 |

1. Training on Corporate Governance:
2. List of affiliated persons of the public company (Annual Report) and transactions between the affiliated persons of the Company and 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:

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No.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 | General Mandate/Decision of General Meeting of Shareholders No. or Board Resolution/Decision No. | Content, quantity, total value of transactions | Note |
| 1 | Dong Nai Water Joint Stock Company | The Holding Company accounts for 52.437% of Charter capital | 3600259296, Date of issue: September 26, 2022, Place of issue: Department of Planning and Investment of Dong Nai Province | No. 48 Cach Mang Thang 8 Street, Quyet Thang Ward, Bien Hoa City, Dong Nai Province | 2023 | 15CQ/CNLT/ 2017/HD-CN | Purchase clean water through the Meter for a total of VND 51,456,671,000 |  |
| 2 | Dong Nai Water Joint Stock Company | The Holding Company accounts for 52.437% of Charter capital | 3600259296, Date of issue: September 26, 2022, Place of issue: Department of Planning and Investment of Dong Nai Province | No. 48 Cach Mang Thang 8 Street, Quyet Thang Ward, Bien Hoa City, Dong Nai Province | 2023 |  | Purchase bottled water for VND 14,240,000 |  |
| 3 | Dong Nai Water Joint Stock Company | The Holding Company accounts for 52.437% of Charter capital | 3600259296, Date of issue: September 26, 2022, Place of issue: Department of Planning and Investment of Dong Nai Province | No. 48 Cach Mang Thang 8 Street, Quyet Thang Ward, Bien Hoa City, Dong Nai Province | 2023 | 07/2023/NQ-HDQT-NTW | Dividend payment 2022: VND 5,243,736,000 |  |
| 4 | Sonadezi An Binh Joint Stock Company | Subsidiary of the same Holding Company | 3600449307; Date of issue: April 17, 2023, Place of issue: Department of Planning and Investment of Dong Nai Province | No. 113-116 Lot C2, Street 9, An Binh Residential Area, Bien Hoa City, Dong Nai Province | 2023 | From Contract No. 64/2021/HD-NTW to Contract No. 73/2021/HD-NTW | Construction warranty expenses: VND 154,196,671 |  |
| 5 | Sonadezi Services Joint Stock Company | Subsidiary of the same Holding Company | 3600890938Place of issue: Department of Planning and Investment of Dong Nai Province | No. 22B Road 3A, Bien Hoa 2 Industrial Park, Bien Hoa City, Dong Nai Province | 2023 | 131/HD-NTWA | Collect money for water purchases in 2023: VND 77,557,725 |  |

1. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None.
2. Transactions between the Company and other entities: None.
	1. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three years (as at the time of reporting): None.
	2. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers 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) and other managers: None.
3. Share transactions of PDMR and affiliated persons of PDMR in 2023:
4. Company’s share transactions of PDMR and affiliated persons: None.
5. Other significant issues: None.