**MND: Annual Corporate Governance Report 2023**

On January 29, 2024, Nam Dinh Environment Joint Stock Company announced Report No. 40/MND on the corporate governance in 2023 as follows:

* Name of company: Nam Dinh Environment Joint Stock Company
* Head office address: No. 52/93 Quang Trung Street, Quang Trung Ward, Nam Dinh City, Nam Dinh Province
* Tel: 0350.3848.141 Fax: 0350.3836.894
* Charter capital: VND 21,944.750,000
* Securities code: MND
* Exchange: UPCoM
* Corporate governance model: The General Meeting, Board of Directors, Supervisory Board and Managing Director
* Internal audit execution: Not executed.
1. Activities of the General Meeting:

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| No. | General Mandate  | Date | Contents |
| 1 | Annual General Mandate 2023 No. 139/2023/NQ-DHDCD | April 21, 2023 | 1. Approve the Report of the the Board of Managing Directors on the business results in 2022 and the business plan for 2023.
2. Approve the Report on activities of the Board of Directors of Nam Dinh Environment Joint Stock Company in 2022.
3. Report on the supervision of the Company activities of the Supervisory Board in 2022.
4. Approve the Audited Financial Statements 2022 of the Company.
5. Approve the production and business results, the plan on profit distribution, dividend payment of 2022, and the plan for 2023.
6. Approve the plan to distribute the remaining accumulated profits of the years (August 1, 2016—December 31, 2020)
7. Approve the salary and remuneration plan for the Board of Directors and the Supervisory Board in 2022 and the plan for 2023.
8. Approve the proposal on criteria for selecting an audit company for the Financial Statements in 2023 and authorize the Board of Directors to select an appropriate audit company;
9. Approve amendments and supplements to the Charter of organization and operation of the Company; the Internal Regulations on Corporate Governance; the Operational Regulation of the Supervisory Board of Nam Dinh Environment Joint Stock Company.
10. Approve to increase the number of Supervisors of the Company to 04 people.
11. Approve the election of additional Supervisors.
12. The General Meeting agreed to authorize the Board of Directors to implement this Resolution, based on the objectives, tasks and plans approved by the Annual General Meeting 2022 of Nam Dinh Environment Joint Stock Company under applicable laws and the Company's Charter.
13. Terms of enforcement:
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1. Activities of 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 |
| Appointment date | Dismissal date |
| 1 | Mr. Trieu Duc Kiem | Chair of the Board of Directors | April 19, 2021 |  |
| 2 | Mr. Truong Cong Dinh | Member of the Board of Directors-cum- Managing Director | April 19, 2021 |  |
| 3 | Ms. Nguyen Thi Hien | Non-executive member of the Board of Directors | April 19, 2021 |  |
| 4 | Mr. Vu Dinh Ngoc | Non-executive member of the Board of Directors | April 19, 2021 |  |

1. Board Resolutions/Board Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Board Decision  | Date | Contents |
| 1 | 04 | January 9, 2023 | 4 resolutions were implemented in Q1/2023 |
| 2 | 70 | February 27, 2023 | Approve the record date for the list of shareholders to exercise the right of attending the Annual General Meeting 2023. |
| 3 | 03 | April 11, 2023 | 3 resolutions were implemented in Q2/2023 |
| 4 | 158 | April 26, 2023 | Dividends payment in 2022 and dividends for the year from August 01, 2016 to December 31, 2020 |
| 5 | 176 | May 15, 2023 | Consolidate personnel on the position of the Person in charge of Corporate Governance cum the Secretary of the Board of Directors of the Company |
| 6 | 185 | May 23, 2023 | Consolidate personnel on the position of member of the Board of Directors of Nam Dinh Environment Joint Stock Company for the term 2021 - 2026 |
| 7 | 03 | July 20, 2023 | 3 resolutions were implemented in Q3/2023 |
| 8 | 04 | October 12, 2023 | 4 resolutions were implemented in Q4/2023 |

1. 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. | Qualification |
| 1 | Ms. Nguyen Thi Minh Nguyet | Chief of the Supervisory Board | October 2, 2023 | Bachelor in Laws |
| 2 | Ms. Vu Thi Phuong Thuy | Supervisor | April 19, 2021 | Bachelor in Accounting |
| 3 | Ms. Vu Thu Huong | Supervisor | April 19, 2021 | Bachelor in Accounting |

1. Executive Board

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment as member of the Executive Board |
| 1 | Mr. Truong Cong Dinh | June 8, 1963 | Bachelor in Business Administration | September 1, 2016 |
| 2 | Ms. Trieu Thi Mo | February 24, 1973 | Bachelor in Accounting and Auditing | December 12, 2019 |

1. Chief Accountant:

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification: | Appointment date |
| Ms. Nguyen Thi Hien | June 5, 1979 | Bachelor in Accounting and Auditing | April 26, 2018 |

1. Training on corporate governance
2. List of related persons of the public company and transactions between the related persons of the Company and the Company itself:
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, or related persons of PDMR: None
4. Transactions between PDMR of the Company, related persons of PDMR and subsidiaries, companies under the authority of the Company: None
5. Transactions between the Company and other entities: None
	1. Transactions between the Company and the companies in which members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers have been being founding members or members of the Board of Directors or Managing Director for the past three (03) years (calculated at the date of reporting): None
	2. Transactions between the Company and the companies in which related persons of members of the Board of Directors, members of the Supervisory Board, Managing Director and other managers who are members of the Board of Directors or Managing Director: None
	3. 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, Managing Director and other managers: None
6. Share transactions of PDMR and related persons of PDMR:
7. Transactions of PDMR and related persons of PDMR for shares of listed companies

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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 | Reason for increase, decrease |
| Number of shares | Rate | Number of shares | Rate |
| 1 | People Committee of Nam Dinh |  | 1,409,318 | 64.22% | 1,119,268 | 51% | State capital divestment under Decision No. 1232/QD-TTg |

1. Other significant issues: None