

No.: 01/2025/BC-DNP

Dong Nai, January 24th, 2025

**REPORT ON CORPORATE GOVERNANCE
(year 2024)**

To: - The State Securities Commission;
- Hanoi Stock Exchange

- Name of Company : DNP Holding Joint Stock Company
- Address of headoffice : Road No.9, Bien Hoa 1 Industrial Park, An Binh Ward, Bien Hoa City, Dong Nai Province
- Telephone : 0251.3836174 Website: www.dnpcorp.vn
- Charter capital : VND 1,409,748,460,000 (In words: One thousand four hundred and nine billion, seven hundred and forty-eight million, four hundred and sixty thousand Vietnamese Dong).
- Stock symbol : DNP
- Governance model:
 - ☐ General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director/ Director
 - ☒ General Meeting of Shareholders, Board of Directors, General Director/ Director and Audit Committee under the Board of Directors
- The implementation of internal audit: Implemented.

I. Activities of the General Meeting of Shareholders.

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

No.	Resolution No.	Date	Content
01	01/2024/NQ-ĐHĐCĐ	May 24, 2024	Resolution of 2024 Annual General Meeting of Shareholders approved the following contents: <ul style="list-style-type: none">- The report of the Board of Directors and the Board of Managers of the

No.	Resolution No.	Date	Content
			<p>Company on activities in 2023 and plan for 2024 (including the report on operations of the Audit Committee in 2023)</p> <ul style="list-style-type: none"> - The audited 2023 Financial Statements; - The plan of distribution of the Company's profits in 2023; - Remuneration of the Board of Directors in 2023 and remuneration plan of the Board of Directors for 2024; - The list of auditing firms to audit 2024 Financial Statements; - Dismissal of members of the Board of Directors for the term 2022-2027; - Adjustment of the numbers of members of the Board of Directors for the term 2022-2027; - Election of additional members of the Board of Director of the Company; - General issues within the authority of General Meeting of Shareholders.

II. Board of Directors (annual report):

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

No.	Board of Directors' members	Position Independent members of the Board of Directors, Non-executive members of the Board of Directors	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1.	Mr. Tran Duc Huy	Chairman of the Board of Directors	May 24, 2024	
2.	Mr. Vu Dinh Do	Chairman of the Board of Directors	April 26, 2022	May 24, 2024

3.	Mr. Ngo Duc Vu	Permanent Vice Chairman of the Board of Directors	April 26, 2022	
4.	Ms. Phan Thuy Giang	Member of the Board of Directors	April 26, 2022	May 24, 2024
5.	Mr. Akhil Jain	Independent Member of the Board of Directors	April 26, 2022	May 24, 2024
6.	Mr. Hoang Anh Tuan	Member of the Board of Directors	May 13, 2023	
7.	Ms. Nguyen Thi Huyen	Member of the Board of Directors	May 13, 2023	
8.	Mr. Bui Thanh Viet	Independent Member of the Board of Directors	May 13, 2023	

2. Meetings of the Board of Directors:

No.	Board of Directors' member	Numbers of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1.	Mr. Vu Dinh Do	01/01	100%	Dismissed from the position as a member of the Board of Directors from May 24, 2024
2.	Mr. Ngo Duc Vu	07/07	100%	
3.	Ms. Phan Thuy Giang	01/01	100%	Dismissed from the position as a member of the Board of Directors from May 24, 2024
4.	Mr. Akhil Jain	0/01	0%	Dismissed from the position as a member of the Board of Directors from May 24, 2024
5.	Mr. Hoang Anh Tuan	07/07	100%	

6.	Ms. Nguyen Thi Huyen	07/07	100%	
7.	Mr. Bui Thanh Viet	07/07	100%	
8.	Mr. Tran Duc Huy	06/06	100%	Elected as a member of the Board of Directors from May 24, 2024

3. Supervising the Board of Management by the Board of Directors:

- From May 24, 2024, pursuant to the Resolution no. 01/2024/NQ-DHĐCĐ of General Meeting of Shareholders of the Company, the Board of Directors has 5 members, including: 1 Chairman, 1 Vice Chairman, 1 Independent member and 1 None-Executive member (Previously, the Board of Directors had 7 members, including: 1 Chairman, 1 Vice Chairman, 2 Independent members and 1 None-Executive member)
- Members of the Board of Directors have represented the Board of Directors in meetings with the Board of Managers and in briefings to hear reports on business operations, while also providing prompt guidance on the followings:
 - + Inspecting the performance of passed resolutions of General Meetings of Shareholders and the Board of Directors.
 - + Summarizing business operations in 2023, analyzing the advantages and challenges affecting business activities and proposing remedial measures, and outline business directions.
 - + Inspecting the Board of Managers in managing the business operations to enhance the effectiveness of operation and achieve the business target according to the approvals of annual 2023 General Meeting of Shareholders and annual 2024 General Meeting of Shareholders.
 - + Inspecting and monitoring the performance of the Charter and internal regulations of the Company in accordance with development intention of the Company and the provisions of law.
 - + Other activities.

4. Activities of the Board of Directors' subcommittees (If any): None

5. Resolutions of the Board of Directors (annual report):

NO.	Resolution/Decision no.	Date	Content	Approval rate
1	01/2024/NQ-HĐQT	March 29, 2024	Approval of the report on business result in 2023 and business plan for 2024	100%
2	02/2024/NQ-HĐQT	March 29, 2024	Plan for convening and organizing annual 2024 General Meeting of	100%

			Shareholders	
3	03/2024/NQ-HĐQT	May 24, 2024	Election of the Chairman of the Board of Directors for the term 2022-2027	100%
4	04/2024/NQ-HĐQT	May 24, 2024	Approval of guidelines on performance of transactions with related persons in 2024	100%
5	05/2024/NQ-HĐQT	July 4, 2024	Approval of issuance of shares to convert bonds	100%
6	06/2024/NQ-HĐQT	July 5, 2024	Election of auditing firm to audit 2024 financial statements	100%
7	07/2024/NQ-HĐQT	September 4, 2024	Dismissal of Mr. Hoang Anh Tuan from his position as the General director of the Company	100%
8	08/2024/NQ-HĐQT	September 4, 2024	Appointment of Mr. Trinh Kien to position as the General Director of the Company	100%
9	09/2024/NQ-HĐQT	September 4, 2024	Change of the legal representative of the Company	100%
10	10/2024/NQ-HĐQT	September 27, 2024	Approval of the private bond issuance plan of DNP Holding Joint Stock Company in 2024	100%
11	11/2024/NQ-HĐQT	December 11, 2024	Decision on final registration date for the first bond interest payment	100%

III. Audit Committee (annual report):

1. Information about members of Audit Committee:

No	Members of the Audit Committee	Position	The date becoming/ceasing to be the member of the Audit Committee	Qualification
1	Mr. Bui Thanh Viet	Chairman	Appointed on May 29, 2023	Master of Investment Finance
2	Mr. Ngo Duc Vu	Member	Appointed on May 29,	Master of Financial

			2023	Executive
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2. Meetings of Audit Committee:

No	Members of Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Bui Thanh Viet	02/02	100%	100%	Appointed on May 29, 2023
2	Mr. Ngo Duc Vu	02/02	100%	100%	Appointed on May 29, 2023

3. Supervising Board of Directors, Board of Management and shareholders by Audit Committee:

Main duties in 2024 of the Audit Committee:

- To inspect the honesty of the financial statements of the Company and official public announcement relating to financial results of the Company;
- To revise internal inspection and risks control system;
- To revise transactions with related persons in authority of the Board of Directors or General Meeting of Shareholders and give advices on transactions which must be approved by the Board of Directors or General Meeting of Shareholders.
- To supervise the internal audit department of the Company;
- To assess independence and objectiveness of the auditing firm and efficiency of auditing process and other auditing services.
- To supervise to ensure the Company complies with the provisions of law, requests of managerial authority and other internal regulations of the Company.

4. The coordination among the Audit Committee, the Board of Management, Board of Directors and other managers:

In 2024, the Audit Committee held 2 meetings.

In addition to the meetings, members of the Audit Committee have also actively coordinated with the Board of Management in operations relating to compliance inspection and internal audit of the Company.

5. Other activities of the Audit Committee (if any): None

IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management /
1	Mr. Tran Huu Chuyen	11/01/1959	Electrochemical Engineer	20/07/2015
2	Mr. Hoang Anh Tuan	05/3/1989	Master of Accounting	06/02/2023
3	Ms. Phan Thuy Giang	26/11/1979	Master of finance	03/08/2021
4	Mr. Le Cat Hanh	10/07/1978	Bachelor of economics and Master of Administration	Dismissed form his position as the Deputy General Director form January 11, 2024

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Ms. Pham Thi Thu Hang	21/12/1986	Bachelor of audit and Chief accountant certificate	07/4/2023

VI. Training courses on corporate governance:

In 2024, members of the Board of Directors, the Board of Managers and other managers attended corporate governance seminars and sessions.

VII. The list of affiliated persons of the public company (annual report) and transactions of affiliated persons of the Company):

1. The list of affiliated persons of the Company: Details in Attached Appendix
2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: None.
3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: None.
4. Transactions between the Company and other objects:

4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): None.

4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): None.

4.3. Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: None.

VIII. Share transactions of internal persons and their affiliated persons (annual report)

1. The list of internal persons and their affiliated person: Details in Attached Appendix
2. Transactions of internal persons and affiliated persons with shares of the company: None

IX. Other significant issues: None

Recipients:

- Above;
- Archived.

CHAIRMAN OF THE BOARD OF DIRECTORS



TRẦN DUC HUY





DNP HOLDING JOINT STOCK
COMPANY
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THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

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Hanoi, January 24, 2025

APPENDIX

THE LIST OF INTERNAL PERSONS OF THE COMPANY AND THEIR AFFILIATED PERSONS
(Attached to the Report on corporate governance for 2024 dated January 24, 2025)

No	Full name	Securities trading account (if any)	Position at the Company (if any)	ID card No./Passport No	Date of issue	Place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Tran Duc Huy		Chairman of the Board of Directors					0	0%	Elected from May 24, 2024
1.1	Nguyen Nhat Linh							0	0%	Wife
1.2	Tran Nguyen Huy Anh							0	0%	Child
1.3	Tran Thuy Linh							0	0%	Child
1.4	Tran Duc Ban							0	0%	Father
1.5	Pham Thi Hong Vuong							0	0%	Mother
1.6	Nguyen Mong Giao							0	0%	Father-in-law
1.7	Bui Xuan Huong							0	0%	Mother-in-law
	Tran Thuan Phuoc							0	0%	Brother
	Tran Huyen							0	0%	Sister

1.8	CMC Joint Stock Company							0	0%	Mr. Tran Duc Huy is the chairman of the Board of Directors
1.9	Tasco Joint Stock Company							0	0%	Mr. Tran Duc Huy is Vice chairman of the Board of Directors
1.10	New Energy Holdings Company Limited							0	0%	Mr. Tran Duc Huy is chairman of Members' Council - Legal Representative
1.11	Tan Phu Viet Nam Joint Stock Company							0	0%	Mr. Tran Duc Huy is the chairman of the Board of Directors - Legal Representative
2	Ngo Duc Vu		Permanent Vice Chairman of the Board of Directors					36	0.00%	
2.1	Đinh Thi Thí							0	0%	Mother
2.2	Ngo Thi Thanh Van							0	0%	Sister
2.3	Ngo Đức Giang							0	0%	Brother
2.4	Nguyen Thuy Dung							0	0%	Wife
2.5	Ngo Viet Bao							0	0%	Child

2.6	Ngo Viet Thi						0	0%	Child
2.7	Nguyen Van Tri						0	0%	Father-in-law
2.8	Le Thi Hoa						0	0%	Mother-in-law
2.9	Dinh Cong Chinh						0	0%	Brother-in-law
2.10	Ngo Thi Huong						0	0%	Sister-in-law
2.11	DNP-Water Joint Stock Company						0	0%	Mr. Ngo Duc Vu is the chairman of the Board of Directors
2.12	Ninh Hoa Urban Joint Stock Company						0	0%	Mr. Ngo Duc Vu is a member of the Board of Directors
2.13	Cam Ranh Urban Joint Stock Company						0	0%	Mr. Ngo Duc Vu is a member of the Board of Directors
2.14	Sai Gon Water Infrastructure Corporation						0	0%	Mr. Ngo Duc Vu is a member of the Board of Directors
2.15	Saigon General Service Corporation						0	0%	Mr. Ngo Duc Vu is the Chairman of the Board of Directors
3	Hoang Anh Tuan		Member of the Board of Directors				6.038.524	4,28%	Dismissed from General Director from September 4, 2024
3.1	Hoang Xuan Tam						0	0%	Father
3.2	Truong Thi Khoa						0	0%	Mother
3.3	Hoang Thi Phi Nga						0	0%	Sister
3.4	Hoang Duc Manh						0	0%	Brother
3.5	Pham Kim Phuong						0	0%	Wife
3.6	Hoang An Nhlen						0	0%	Daughter (a kid)
3.7	Hoang Minh Khoi						0	0	Son (a kid)
3.7	Hoang Ngoc Tue Nhi						0	0	Daughter (a kid)

3.8	Pham Duy Hung							0	0%	Father-in-law
3.9	Nguyen Thi Loan							0	0%	Mother-in-law
3.10	Pham Minh Hue							0	0%	Sister-in-law
3.11	DNP Hawaco Joint Stock Company							0	0%	Mr. Hoang Anh Tuan is a member of the Board of Directors
4	Nguyen Thi Huyen		Member of the Board of Directors and Deputy General Director					105	0.00%	Appointed from August 7, 2024
4.1	Nguyen Dat Dam							0	0%	Husband
4.2	Nguyen Dat Hoang Phu							0	0%	Child
4.3	Nguyen Ngoc Linh							0	0%	Child
4.4	Nguyen Dat Dinh							0	0%	Father-in-law
4.5	Trinh Thi Ich							0	0%	Mother-in-law
4.6	Nguyen Tuan Khanh							0	0%	Brother
4.7	Nguyen Thi Hang							0	0%	Sister
4.8	Nguyen Thi Lan							0	0%	Sister
4.9	Nguyen Thi Hue							0	0%	Sister
4.10	Nguyen Thuy Hong							0	0%	Sister-in-law
4.11	Nguyen Thanh Tai							0	0%	Brother-in-law

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4.12	Dong Nai Plastic Joint Stock Company							0	0%	Ms. Nguyen Thi Huyen is Vice Chairman of the Board of Directors
4.13	CMC Joint Stock Company							0	0%	Ms. Nguyen Thi Huyen is the head of the Board of Supervisors
4.14	Tan Phu Viet Nam Joint Stock Company							0	0%	Ms. Nguyen Thi Huyen is Deputy General Director
5	Bui Thanh Viet		Independent Member of the Board of Directors					0	0%	
5.1	Vu Thi Yen							0	0%	Mother
5.2	Bui Manh Tam							0	0%	Father
5.3	Bui Viet Linh							0	0%	Sister
5.4	Pham Ngoc Xuyen							0	0%	Brother-in-law
5.5	Nguyen Thi Thuy Chi							0	0%	Wife
5.6	Bui Ha Thu							0	0%	Child
5.7	Bui Viet Anh							0	0%	Child
5.8	Bui Nguyen Le Vu							0	0%	Child

5.9	Nguyen Van An							0	0%	Father-in-law
5.10	Le Thi Thuy							0	0%	Mother-in-law
5.11	Binh Dinh Automobile Corporation Company							0	0%	Mr. Bui Thanh Viet is a member of the Board of Directors
5.12	Da Nang Automobile Company Limited							0	0%	Mr. Bui Thanh Viet is a member of the Board of Supervisors
6	Trinh Kien		General Director					7,000	0.00497 %	Appointed on 04/09/2024
6.1	Trinh Van Khiem							0	0%	Father
6.2	Nguyen Thi Vu							0	0%	Mother
6.3	Trinh Trung							6,600	0.00468 %	Brother
6.4	Phan Thi Thanh Binh							0	0%	Wife
6.5	Trinh Phan Truc Linh							0	0%	Child
6.6	Trinh Bao Nam							0	0%	Child
6.7	Trinh Phan Thuc Anh							0	0%	Child
6.8	DNP Hawaco Joint Stock Company							0	0%	Mr. Trinh Kien is a member of the Board of Directors
6.9	Dong Nai Plastic Joint Stock Company							0	0%	Mr. Trinh Kien is the Chairman of the Board of Directors

6.10	Bac Giang Clean Water Joint Stock Company							0	0%	Mr. Trinh Kien is a member of the Board of Supervisors
7	Tran Huu Chuyen		Deputy General Director					4	0.00%	
7.1	Tran Huu Trinh							0	0%	Father
7.2	Tran Thi Liem							0	0%	Mother
7.3	Tran Thi Thuy							0	0%	Mother
7.4	Tran Huu Ha							0	0%	Brother
7.5	Tran Huu Hieu							0	0%	Brother
7.6	Tran Huu Huyen							0	0%	Brother
7.7	Le Thi Loi							0	0%	Wife
7.8	Tran Quynh Nhu							0	0%	Daughter
7.9	Tran Manh Cuong							0	0%	Son
7.10	Dong Nai Plastic Joint Stock Company							0	0%	Mr. Tran Huu Chuyen is Vice Chairman of the Board of Directors
8	Phan Thuy Giang		Deputy General Director					0	0%	Dismissed from member of the Board of Directors from May 24, 2024
8.1	Phan Thi To Nga							0	0%	Mother
8.2	Phan Chi Hieu							0	0%	Brother
8.3	Phan Thi Thao							0	0%	Sister
8.4	Nguyen Viet Thu							0	0%	Husband
8.5	Nguyen Viet Trung Khai							0	0%	Child
8.6	Nguyen Phan Uyen Phuong							0	0%	Child

8.7	Lang Thi Thanh							0	0%	Sister-in-law
8.8	Vo Khanh Khoa							0	0%	Brother-in-law
8.9	Nguyen Viet Thinh							0	0%	Father-in-law
8.10	DNP-Water Joint Stock Company							0	0	Ms. Phan Thuy Giang is a member of the Board of Directors and Deputy General Director
8.11	Sai Gon Water Infrastructure Corporation							0	0%	Ms. Phan Thuy Giang is a member of the Board of Directors
8.12	Savico Ha Noi Corporation							0	0	Ms. Phan Thuy Giang is a member of the Board of Directors
8.13	Công ty Cổ phần Tasco							0	0	Ms. Phan Thuy Giang is Deputy General Director
8.14	Toyota East Saigon Joint Stock Company							0	0	Ms. Phan Thuy Giang is a member of the Board of Directors
9	Hoang Thi Soa		Person in charge of company administration and Authorized person to disclose information					0	0%	Bổ nhiệm ngày 14/6/2022

9.1	Hoang Phuc Binh							0	0%	Father (died)
9.2	Nguyen Thi Hien							0	0%	Mother
9.3	Luu Ngoc Quyet							0	0%	Husband
9.4	Luu Hoang Minh							0	0%	Child
9.5	Luu Hoang Minh Triet							0	0%	Child
9.6	Hoang Thi My Le							0	0%	Sister
9.7	Luu Vinh Quang							0	0%	Father-in-law
9.8	Ho Thi Danh									Mother-in-law (died)
9.9	Tasco Joint Stock Company							0	0%	Ms. Hoang Thi Soa is a member of the Board of Supervisors
10	Pham Thi Thu Hang		Chief accountant					0	0%	Appointed from August 7, 2023
10	Pham Van Hanh							0	0%	Father
10	Le Thi Hue							0	0%	Mother
10	Tran Tung Dien							0	0%	Husband
10	Tran Gia Linh							0	0%	Child
11	Tran Ha Linh							0	0%	Child
11	Tran Tuan Minh							0	0%	Child
11	Dong Nai Plastic Joint Stock Company							0	0%	Subsidiary

12	Tan Phu Viet Nam Joint Stock Company							0	0%	Subsidiary
13	DNP-Water Joint Stock Company							0	0%	Subsidiary
14	Clean Water System Operation & Management Joint Stock Company							0	0%	Subsidiary
15	DNP – Bac Giang Water Infrastructure Investement Company Limited							0	0%	Subsidiary
16	Ha Noi Water Manufacturing Joint Stock Company No 3							0	0%	Subsidiary
17	Binh Hiep Joint Stock Company							0	0%	Subsidiary
18	Binh Thuan Water Supply Sewerage Joint Stock Company							0	0%	Subsidiary
19	Dong Tam Water Corporation							0	0%	Subsidiary
20	Tay Ninh Water Supply Sewerage Joint Stock Company							0	0%	Subsidiary
21	DNP Hawaco Joint Stock Company							0	0%	Subsidiary
22	Ninh Hoa Urban Joint Stock Company							0	0%	Subsidiary

23	DNP Hawaco Southern Joint Stock Company							0	0%	Subsidiary
24	Son Thanh Water Supply And Sewerage Investment Construction Joint Stock Company							0	0%	Subsidiary
25	Binh Phuoc Water Supply And Sewerage Joint Stock Company							0	0%	Subsidiary
26	CMC Joint Stock Company							0	0%	Subsidiary
27	Binh An Water Investment Joint Stock Company							0	0%	Subsidiary
28	Ninh Hoa Measurement and Inspection Company Limited							0	0%	Subsidiary
29	Ninh Hoa Urban Construction Company Limited							0	0%	Subsidiary
30	Eco Vietnam Technology And Equipment Joint Stock Company							0	0%	Subsidiary
31	CVT Investment And Development Ltd Company							0	0%	Subsidiary
32	DNP - Tien River Raw Water Company Limited							0	0%	Subsidiary

33	PT Industrial Infrastructure Investment and Development Company Limited							0	0%	Subsidiary
34	Sai Gon Water Infrastructure Corporation							0	0%	Subsidiary
35	Saigon Dankia Water Supply Corporation							0	0%	Subsidiary
36	Cu Chi Water Supply Sewerage Joint Stock Company							0	0%	Subsidiary
37	Gia Lai Water Supply Sewerage Joint Stock Company							0	0%	Subsidiary
38	Institute of Water Science and Technology							0	0%	Related organization of the Company
39	VII Joint Stock Company							22,064,933	16%	Major shareholder owning over 10% of shares