

No : 17/2025/HĐQT-SDB

Hanoi, January 18th, 2025

**REPORT ON CORPORATE GOVERNANCE
In 2024**

**To: - The State Securities Commission
- The Stock Exchange**

- Name of company: **Hanoi Synthetic Paint JS Company**
- Address: Thanh Liet Commune, Thanh Tri District, Hanoi City
- Telephone: 024.3688008 Fax: 024.36880087
- Email: mail@sondaibang.com.vn
- Charter capital: 120,270,860,000 VND
- Securities symbol: HSP
- Corporate governance model:
 - + General Meeting of Shareholders.
 - + Board of Directors
 - + Supervisory Board
 - + General Director.
- Regarding the implementation of the internal audit function: Not yet implemented

I. Activities of the General Meeting of Shareholders.

| No | Resolution/Decision No. | Date | Content |
|----|--|--------------------|---|
| 1 | Resolution of the 2024 Annual General Meeting of Shareholders No. 24/2024/NQ-GENERAL MEETING OF SHAREHOLDERS - STH | Date 28/03/2024 | The contents were approved at the Congress. <ul style="list-style-type: none">- Through the report of the Board of Directors.- Summary of production and business in 2023, plan for 2024.- The 2023 financial statements have been audited.- Profit sharing plan.- Report of the Supervisory Board.- Authorize the Board of Directors to select a financial statement auditing company in 2024.- Remuneration expenditure in 2023 and spending plan in 2024.- Through authorizing the Board of Directors of the Company to decide on |



| | | | |
|--|--|--|---|
| | | | issues related to Minh Duc (Hung Yen), Hao Nam (Hanoi) campuses. (Investment, lease, transfer...) |
|--|--|--|---|

II. Board of Directors:

1. Information about the members of the Board of Directors (BOD):

| No | Board of Directors' members | Position | The date becoming/ceasing to be the member of the Board of Directors | |
|----|-----------------------------|--|--|-------------------|
| | | | Date of Appointment | Date of dismissal |
| 1 | Mr. Nguyen Thien Ai | Chairman of the Board of Directors for the term 2021-2026 | 2006 | |
| 2 | Mr. Nguyen Ngoc Anh | Vice Chairman of the Board of Directors for the term 2021-2026 | 2013 | |
| 3 | Mr. Nguyen Xuan Cuong | Member Board of Directors Term 2021-2026 | 2011 | |
| 4 | Mr. Nguyen Manh Duc | Member Board of Directors Term 2021-2026 | 2011 | |
| 5 | Mr. Trinh Le Minh | Independent member Board of Directors Term 2021-2026 | 2020 | |

2. Meetings of the Board of Directors

| No | Board of Directors' member | Number of meetings attended by the Board of Directors | Attendance rate | Reasons for absence |
|----|----------------------------|---|-----------------|---------------------|
| 1 | Mr. Nguyen Thien Ai | 7 | 100 % | |
| 2 | Mr. Nguyen Ngoc Anh | 7 | 100 % | |
| 3 | Mr. Nguyen Xuan Cuong | 7 | 100 % | |

| | | | | |
|---|---------------------|---|-------|--|
| 4 | Mr. Nguyen Manh Duc | 7 | 100 % | |
| 5 | Mr. Trinh Le Minh | 7 | 100 % | |

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

- Implement the Resolution of the 2024 Annual General Meeting of Shareholders.
- Supervise the executive activities of the General Director in accordance with the provisions of law and the Company's charter.
- Adopt the Resolutions of the Board of Directors to propose solutions to complete the set targets and plans.

4. Activities of the Board of Directors' subcommittees: None

5. Resolutions/Decisions of the Board of Directors:

| No | Resolutions/Decisions No | Date | Content |
|----|-----------------------------------|-----------------|--|
| 1 | Resolution No. 12/2024/HDQT - STH | Date 26/02/2024 | <ul style="list-style-type: none"> - Approved the production and business results of the fourth quarter of 2023. - Approved financial statements for 2023 have not been audited. - Approve the production and business plan in 2024. - Approval of the 2024 Annual General Meeting of Shareholders |
| 2 | Resolution No. 18/2024/HDQT - STH | Date 07/03/2024 | <ul style="list-style-type: none"> - The 2023 financial statements have been audited by CPA Vietnam Auditing Co., Ltd. - Approval of the profit sharing plan in 2023 - Approve the operating remuneration of the Board of Directors, the Supervisory Board in 2023 and the spending plan in 2024. - Approved the selection of an auditing company for financial statements in 2024. |
| 3 | Resolution No.: 27/2024/HDQT-STH | Date 11/04/2024 | <ul style="list-style-type: none"> - Approved the production and business results in the first quarter of 2024. - Adopting solutions to operate production and business in 2024. - The Board of Directors assigned the General Director to implement the Resolution of the General Meeting of Shareholders in 2024. - The Board of Directors assigns the General Director to decide on the ratio |

| | | | |
|---|--------------------------------------|--------------------|--|
| | | | of salary to annual revenue based on production and business plans, revenue and consumption. |
| 4 | Resolution No.: 38/2024/HDQT-STH | Date 14/05/2024 | - Approved the dividend payment plan in 2023. |
| 5 | Resolution No.: 72/2024/HDQT-STH | Date 16/08/2024 | - Approved the production and business results of the second quarter. - Approved the reviewed 2024 semi-annual financial statements. - Adopting production and business management solutions in the last 6 months of 2024. |
| 6 | Resolution No.: 103/2024/HDQT-STH | Date 23/10/2024 | - Approved the production and business results of the third quarter. - Approved the financial statements for the third quarter of 2024. - Approved the selection of CPA Auditing Co., Ltd. to audit the financial statements in 2024. - Adopting production and business management solutions in the last 3 months of 2024. |
| 7 | Resolution No.: 104/2024/HDQT-STH | Date 24/10/2024 | - Dismissal of the Chief Accountant of the Company for Mr. Tran The Giang. - Appointing Ms. Pham Thu Ha, Deputy Head of Finance and Accounting Department in charge of Accounting of the Company. |

III. Board of supervisors:

1. Information about members of the Board of Supervisory:

| No | Members of Board of Supervisors | Position | The date becoming/ceasing to be the member of the Board of Supervisors | Qualifications |
|----|---------------------------------|--|--|----------------|
| 1 | Mr. Nguyen Minh Duc | Head of the Board for the term 2021-2026 | 2006 | |
| 2 | Mr. Vuong Tuan Anh | Member Term 2021-2026 | 04/2023 | |
| 3 | Ms. Pham Thi Huyen | Member Term 2021-2026 | 2016 | |

2. Meetings of Board of Supervisors

| No | Members of the Supervisory Board | Number of Meetings Attended | Meeting attendance rate | Voting Rate | Reasons for absence |
|----|----------------------------------|-----------------------------|-------------------------|-------------|---------------------|
| 1 | Mr. Nguyen Minh Duc | 4 | 100 % | | |
| 2 | Mr. Vuong Tuan Anh | 4 | 100% | | |
| 3 | Ms. Pham Thi Huyen | 4 | 100 % | | |

3. Supervising Board of Directors, Board of Management and Shareholders by Board of Supervisors .

Members of the Supervisory Board attend meetings of the Board of Directors; The Supervisory Board supervises the corporate governance of the Board of Directors through compliance with laws, the company's charter and the company's regulations.

The Supervisory Board supervises the implementation of the contents approved by the Annual General Meeting of Shareholders.

The Supervisory Board supervises the exercise of the rights and obligations of shareholders.

4. The coordination among the Board of Supervisors, Board of Management, Board of Directors, Board of Directors and other managers.

The Supervisory Board has performed the following tasks: Contributing opinions to the Board of Directors and the Board of Directors in directing and administering production and business activities, implementing the provisions of law.

5. Other activities.

IV. Board of Management

| No | Members of Board of Management | Date of birth | Position | Qualification | Date of appointment/dismissal of members of the Board of Management |
|----|--------------------------------|---------------|-------------------------|---|---|
| 1 | Mr. Nguyen Ngoc Anh | 23-07-1979 | General Director | Master of Business Administration in the UK | 01-05-2018 |
| 2 | Mr. Nguyen Manh Duc | 04-04-1962 | Deputy General Director | Bachelorization | 02-05-2018 |

V. Chief Accountant

| Full name | Date of birth | Duty | Professional qualifications | Date of appointment/dismissal |
|-------------|---------------|--------------------------------------|-----------------------------|-------------------------------|
| Pham Thu Ha | 24/09/1980 | Deputy Head of Accounting Department | Bachelor of Economics | 01-11-2024 |

VI. Training course on corporate governance.

VII. List of affiliated persons of the public company and transactions of affiliated persons of the Company.

1. List of affiliated persons of the company.

| No | Organisation Name/ individual | Securities Trading Account | Position at the company | NSH No*, date of issue, place of issue | Address | Time of starting to be affiliated person | Time of ending to be affiliated person | Reasons |
|-----|----------------------------------|----------------------------|-------------------------|--|---------|--|--|-------------|
| 1 | Tran The Giang | | Summit | 0360620239 35 | | | 01-11-2024 | Dismissal |
| 1.1 | Nguyen Thi Hoan | | Wife | | | | 01-11-2024 | |
| 2 | Pham Thu Ha | | In charge of Accounting | 0361800112 14 | | 01-11-2024 | | Appointment |
| 2.1 | Nguyen Trong Oanh | | Husband | 0270750005 04 | | 01-11-2024 | | |
| 2.2 | Nguyen Minh Duc | | Child | | | 01-11-2024 | | |
| 2.3 | Nguyen Minh Quan | | Child | | | 01-11-2024 | | |
| 2.4 | Pham Thi Kim Thanh | | Sister | | | 01-11-2024 | | |
| 2.5 | Pham Duc Manh | | Sister | | | 01-11-2024 | | |

2. Transactions between the company and its affiliated persons, or between the company and its major shareholders, internal persons, and affiliated persons.

| No | Name of organization/ individual | Relationship with the company | NSH No*, date of issue, place of issue | Address | Time of transactions with the company | Number of Resolutions/ Decisions of the General Meeting of Shareholders/ Board of Directors. pass | Content, quantity, total value of transactions | Notes |
|----|-------------------------------------|-------------------------------|--|---------|---------------------------------------|---|--|-------|
| | | | | | | | | |

3. Transactions between company internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the company takes controlling power .

| No | Transaction Executioner | Relationship with internal persons | Position at the listed Company | ID number/ passport, date of issue, place of issue | Address | Name of subsidiaries, companies controlled by Company | Time of transaction | Content, quantity, total value of transactions |
|----|-------------------------|------------------------------------|--------------------------------|--|---------|---|---------------------|--|
| | | | | | | | | |
| | | | | | | | | |

4. Transactions between the company and other subjects.

4.1 Transactions between the company and companies in which members of the Board of Management, members of the Board of Supervisors, and the Board of General Directors have been founding members or members of the Board of Directors or CEO in the past three (03) years.

4.2 Transactions between the company and the companies in which related persons of members of the Board of Directors, the Board of Supervisors, Directors, and other managers as a member of the Board of Directors.

4.3 Other transactions of the company.

VIII. Share transaction of internal persons and their affiliated persons.

1. List of internal persons and affiliated persons:

(There is a list attached)

2. Transactions of internal persons and affiliated persons with shares of the company

| No | Transaction Executioner | Relations with internal persons | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reasons for increase, decrease (buying, selling, converting,....) |
|----|-------------------------|---------------------------------|---|----------------|---|----------------|---|
| | | | Number of Shares | Percentage (%) | Number of Shares | Percentage (%) | |
| | | | | | | | |
| | | | | | | | |

VII. Other significant issues to note.

CHAIRMAN OF THE BOARD OF DIRECTORS



Nguyen Thien Ai



PHỤ LỤC 01: DANH SÁCH NGƯỜI NỘI BỘ VÀ NGƯỜI LIÊN QUAN (CÁ NHÂN, TỔ CHỨC) ĐẾN NGƯỜI NỘI BỘ

Mã chứng khoán:

HSP

Tên Công ty:

Công ty cổ phần Sơn Tổng hợp Hà Nội

Ngày chốt:

01/01/2025

| STT | Mã chứng khoán | Họ và tên | Chức vụ tại công ty | Mối quan hệ đối với người nội bộ | Thời điểm bổ nhiệm NNB/trở thành NLQ | Ghi chú |
|-------------|----------------|------------------------|-------------------------------------|----------------------------------|--------------------------------------|-------------|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| <i>Text</i> | <i>Text</i> | <i>Text</i> | <i>Text</i> | <i>Text</i> | <i>Date (dd/mm/yyyy)</i> | <i>Text</i> |
| 1 | HSP | Nguyễn Thiện Ái | Chủ tịch HĐQT | | 2006 | |
| 1.01 | HSP | Nguyễn Thị Vân | | Vợ | 2006 | |
| 1.02 | HSP | Nguyễn Ái Vân Anh | | Con | 2006 | |
| 1.03 | HSP | Nguyễn Ngọc Anh | Phó Chủ tịch HĐQT; Tổng giám đốc | Con | 2006 | |
| 2 | HSP | Nguyễn Ngọc Anh | Phó Chủ tịch HĐQT; Tổng giám đốc | | 2013 | |
| 2.01 | HSP | Nguyễn Thiện Ái | Chủ tịch HĐQT | Bố | 2013 | |
| 2.02 | HSP | Nguyễn Thị Vân | | Mẹ | 2013 | |
| 2.03 | HSP | Vũ Hồng Hà | | Vợ | 2013 | |
| 2.04 | HSP | Nguyễn Hà Anh | | Con | 2013 | |
| 2.05 | HSP | Nguyễn Minh Dũng | | Con | 2013 | |
| 2.06 | HSP | Nguyễn Ái Vân Anh | | Chị gái | 2013 | |
| 3 | HSP | Trịnh Lê Minh | Ủy viên HĐQT độc lập | | 2020 | |
| 3.01 | HSP | Bùi Thị Thanh An | | Vợ | 2020 | |
| 3.02 | HSP | Trịnh Lê Thu Trang | | Em | 2020 | |



| STT | Mã chứng khoán | Họ và tên | Chức vụ tại công ty | Mối quan hệ đối với người nội bộ | Thời điểm bổ nhiệm NNB/trở thành NLQ | Ghi chú |
|------|----------------|--------------------------|--------------------------|----------------------------------|--------------------------------------|---------|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 4 | HSP | Nguyễn Xuân Cương | Ủy viên HĐQT | | 2011 | |
| 4.01 | HSP | Quản Thị Bình | | Vợ | 2011 | |
| 4.02 | HSP | Nguyễn Xuân Anh | | Con | 2011 | |
| 4.03 | HSP | Nguyễn Thị Hoa | | Con | 2011 | |
| 5 | HSP | Nguyễn Mạnh Đức | Ủy viên HĐQT- Phó TGD | | 2011 | |
| 5.01 | HSP | Triệu Thị Chinh | | Vợ | 2011 | |
| 5.02 | HSP | Nguyễn Quang Đạo | | Con | 2011 | |
| 5.03 | HSP | Nguyễn Quang Hưng | | Em | 2011 | |
| 5.04 | HSP | Nguyễn Thúy Hạnh | | Em | 2011 | |
| 6 | HSP | Nguyễn Minh Đức | Trưởng ban soát kiểm | | 2006 | |
| 6.01 | HSP | Vũ Thị Kim Dung | | Vợ | 2006 | |
| 6.02 | HSP | Nguyễn Thị Hằng | | Chị gái | 2006 | |
| 6.03 | HSP | Nguyễn Vũ Hải | | | 2006 | |
| 6.04 | HSP | Nguyễn Như Ngọc | | | 2006 | |
| 7 | HSP | Vương Tuấn Anh | Ủy viên Ban kiểm soát | | 2023 | |
| 7.01 | HSP | Nguyễn Thị Thu Hiền | | Vợ | 2023 | |
| 7.02 | HSP | Vương Thùy Minh | | Con | 2023 | |
| 7.03 | HSP | Vương Minh Anh | | Con | 2023 | |
| 7.04 | HSP | Vương Ngọc Thúy | | Em | 2023 | |
| 8 | HSP | Phạm Thị Huyền | Ủy viên Ban kiểm soát | | 2016 | |
| 8.01 | HSP | Vũ Hữu Lan | | Chồng | 2016 | |
| 8.02 | HSP | Vũ Hữu Hoàng | | Con | 2016 | |

| STT | Mã chứng khoán | Họ và tên | Chức vụ tại công ty | Mối quan hệ đối với người nội bộ | Thời điểm bổ nhiệm NNB/trở thành NLQ | Ghi chú |
|-------|----------------|------------------------|--|----------------------------------|--------------------------------------|---------|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| 8.03 | HSP | Vũ Bảo Tiên | | Con | 2016 | |
| 8.04 | HSP | Phạm Văn Nhiên | | Anh | 2016 | |
| 8.05 | HSP | Phạm Văn Tĩnh | | Anh | 2016 | |
| 8.06 | HSP | Phạm Thị Hương | | Chị | 2016 | |
| 9 | HSP | Phạm Thu Hà | Phụ trách Kế toán | | 1/11/2024 | |
| 9.01 | HSP | Nguyễn Trọng Oánh | Trợ lý Tổng Giám đốc Công ty cổ phần Sơn Tổng hợp Hà Nội | Chồng | 1/11/2024 | |
| 9.02 | HSP | Nguyễn Minh Đức | | Con | 2024 | |
| 9.03 | HSP | Nguyễn Minh Quân | | Con | 2024 | |
| 9.04 | HSP | Phạm Thị Kim Thanh | | Chị gái | 2024 | |
| 9.05 | HSP | Phạm Đức Mạnh | | Em trai | 2024 | |
| 10 | HSP | Nguyễn Ngọc Anh | PTQT | | 2022 | |
| 10.01 | HSP | Mai Thu Nga | | Vợ | 2022 | |
| 10.02 | HSP | Nguyễn Mai Nhung | | Con | 2022 | |
| 10.03 | HSP | Nguyễn Thủy Tiên | | Con | 2022 | |
| 10.04 | HSP | Nguyễn Gia Minh | | Con | 2022 | |
| 10.05 | HSP | Nguyễn Thanh Huyền | | Em | 2022 | |
| 10.06 | HSP | Nguyễn Kim Oanh | | Em | 2022 | |

ĐẠI DIỆN TỔ CHỨC

