

No : 17/2025/HDQT-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	<ul style="list-style-type: none"> - 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	<ul style="list-style-type: none"> - 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	<ul style="list-style-type: none"> - 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	036062023935			01-11-2024	Dismissal
1.1	Nguyen Thi Hoan		Wife				01-11-2024	
2	Pham Thu Ha		In charge of Accounting	036180011214		01-11-2024		Appointment
2.1	Nguyen Trong Oanh		Husband	027075000504		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
CÔNG TY
CỔ PHẦN
SƠN TỔNG HỢP
HÀ NỘI
THÀNH TRÍ, T.P. HÀ NỘI
Nguyễn Thiên 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
Text	Text	Text	Text	Text	Date (dd/mm/yyyy)	Text
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 Cường	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 kiểm soát		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

