

Number: **50** /BCQT-THS

Thanh Hoa, July 30, 2025

REPORT
Corporate governance in the first 6 months of 2025

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

- Company name: **THANH HOA - SONG DA JOINT STOCK COMPANY**
- Head office address : 25 Le Loi Boulevard, Hac Thanh Ward, Thanh Hoa Province
- Telephone: 02373 724 892
 Email: songdathanhhoa@gmail.com
- Cashew capitaltears: **30,000,000,000 VND**
- Stock code: THS
- Corporate governance model :
+ General Meeting of Shareholders, Board of Directors, Supervisory Board and General Director
- Regarding the implementation of the internal audit function: Implemented

I. Activities of the General Meeting of Shareholders :

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including resolutions of the General Meeting of Shareholders adopted in the form of written consultation)

STT	Number of Resolutions/QD	Day	Content
1	01/2025/THS/NQ-DHDCĐ	24/4/2024	The Resolution of the Annual General Meeting of Shareholders in 2025 approves the following contents: - Report of the Board of Directors evaluating the management in 2024, directions and tasks in 2025

			<ul style="list-style-type: none"> - BC of the Supervisory Board assesses the management of the Board of Directors and the Board of Directors of the company in 2024 - Audited 2024 financial statements - Deduct from the Development Investment Fund to pay dividends in 2024 - PA profit distribution, dividend payment in 2024 and profit plan in 2025 - Production and business plan in 2025 - BC pays remuneration to the Board of Directors, Supervisory Board in 2024 and the payment plan in 2025 - Selection of financial statements auditing unit in 2025 - Supplement the Company's business lines - Authorizing the Board of Directors to approve other contents under the jurisdiction of the General Meeting of Shareholders
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II. Board of Directors (6-Month Report)

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

STT	Member of the Board of Directors	Duty	Start/no longer a member of the Board of Directors/ Independent Board of Directors	
			Date of Appointment	Date of dismissal
1	Le Anh Tuan	Chairman of the Board of Directors	20/6/2022	
2	Le Thi Ly	Member of the Board of Directors	20/6/2022	
3	Vu Manh Doan	Independent Member of the Board of Directors	20/6/2022	

2. Meetings of the Board of Directors:

STT	Member of the Board of Directors	Number of Board of Directors meetings partake	Meeting attendance rate	Reasons for not attending the meeting
1	Le Anh Tuan	3/3	100	
2	Le Thi Ly	3/3	100	
3	Vu Manh Doan	3/3	100	

3. Supervisory activities of the Board of Directors

- The Board of Directors fully supervises the Board of Directors in implementing the Resolutions and Decisions of the Board of Directors;
- Every month, the Board of Directors sends people to attend meetings of the Board of Directors. Through the meetings of the Board of Directors, the Director of the Company reported on the production and business situation up to the present time as well as the direction in the coming time for the Board of Directors to have direction;
- Approve the quarterly assessment of the Supervisory Board on the financial and administrative situation of the Board of Directors;
- Timely addition of personnel, meeting the production and business of the Company;
- There have been many positive changes in finance and management accounting;
- The Board of Directors has made decisions in organizing the implementation of production and business in 2025, focusing maximum resources to achieve the highest sales, exceeding the set plan.
- The Board of Directors has met the set requirements and is able to maintain operations at the current scale. However, it is necessary to develop flexibly and creatively to be able to respond to a higher scale and level in the following years;

4. Activities of subcommittees of the Board of Directors

5. Resolutions/Decisions of the Board of Directors (Report for the first 6 months of the year)

Date	Symbol number	Abstract	Adoption Rate
02/01/2025	01/2025/HDQT-QD	Decision of the Board of Directors approving the plan for organization and operation of Soda Finess Center	100%
02/01/2025	02/2024/HDQT-NQ	Decision of the Board of Directors etc. promulgating the welfare regime for employees	100%
02/01/2025	03/2025/HDQT-NQ	Resolution approving the Company's contracts and transactions with insiders and related persons	100%
13/01/2025	05/2025/HDQT-NQ	Resolution approving the customer to hold the company's 2024 closing ceremony	100%
25/01/2025	08/2025/HDQT-NQ	Resolution approving Gia Khanh Company	100%
07/02/2025	09/2025/HDQT-NQ	Resolution of the Board of Directors on finalizing the list of shareholders exercising the right to attend the 2025 Annual General	100%

07/02/2025	12/2025/HDQT-NQ	Resolution of the Board of Directors Quarter 1/2025	100%
11/03/2025	15/2024/HDQT-NQ	Resolution of the Board of Directors approving documents to be submitted to the 2024 Annual General Meeting of Shareholders	100%
11/03/2025	17/TT-HDQT - THS	Submission of approval of the Company's 2024 financial statements	100%
11/03/2025	18/TT-HDQT - THS	Report on the deduction of the Development Investment Fund for dividend distribution in 2024	100%
11/03/2025	19/TT-HDQT - THS	Report on the distribution of 2023 and the plan for distribution of 2024	100%
11/03/2025	20/TT-HDQT - THS	Report on remuneration payment in 2023 and remuneration payment PA in 2024 of the Board of Directors, Supervisory Board	100%
11/03/2025	21/TT-HDQT - THS	Proposal of business plan and expected dividend in 2024	100%
11/03/2025	22/TT-HDQT - THS	Report on the selection of the auditing unit of the financial statements in 2024	100%
11/03/2025	23/TT-HDQT - THS	Proposal to supplement the Company's business lines	100%
11/03/2025	24//TT-HDQT - THS	Proposal to authorize the Board of Directors to approve the contents under the jurisdiction of the General Meeting of Shareholders	100%
02/04/2025	27/2024/HDQT-NQ	Resolution of the Board of Directors etc. closes the shareholders' right to pay cash dividends in 2024	100%
09/04/2025	30/2025/HDQT-NQ	Resolution of the Board of Directors Meeting Quarter 2/2024	100%
24/04/2025	33/NQ-HDQT	Resolution of the Board of Directors on the purchase of shares between the Company and shareholders of Vinatom	100%
28/05/2025	36/2025/HDQT-NQ	Resolution of the Board of Directors on approving the settlement of repair of building 301 Ho Chi Minh City	100%
28/05/2025	37/2025/HDQT-NQ	Resolution of the Board of Directors on Approving the investment settlement of Soda Fitness Center	100%
09/06/2025	38/2025/HDQT-NQ	Resolution of the Board of Directors on closing the right to attend the Extraordinary General Meeting of Shareholders in 2025	100%

III. Supervisory Board (6-Month Report)

1. Information about members of the Supervisory Board (BKS)

Stt	Members of the Supervisory Board	Duty	Date of Appointment	Date of dismissal	Qualifications
1	Ms. Cao Thi Hien	Head of the Supervisory Board	20/6/2022		Bachelor of Business Administration
2	Mr. Nguyen Quang Long	Member	20/6/2022		Accounting Intermediate
3	Le Thi Phuong	Member	24/4/2024		Bachelor of Business Administration

2. Meeting of the Supervisory Board

Stt	Members of the Supervisory Board	Number of Meetings Attended	Meeting attendance rate	Voting Rate	Reasons for not attending the meeting
1	Ms. Cao Thi Hien	3/3	100	100	
2	Mr. Nguyen Quang Long	3/3	100	100	
4	Le Thi Phuong	3/3	100	100	

3. Supervisory activities of the Supervisory Board for the Board of Directors, the Board of Directors and shareholders

The Supervisory Board has implemented supervision activities at the request of shareholders, the Supervisory Board has not detected fraud in the operating activities of the Board of Directors and the Executive Board as well as the heads of departments of the Company.

- Meetings of the Board of Directors are held as prescribed; resolutions issued on the basis of ensuring maximum benefits for the Company and shareholders;
- The company has properly performed its functions and obligations to disclose information in accordance with laws and regulations on information disclosure on the securities market of listed companies.
- Inspecting the implementation of the resolutions of the General Meeting of Shareholders, decisions of the Board of Directors and the Executive Board in accordance with corporate governance regulations and the company's charter;

- Monitoring the Company's operation and financial situation: The Supervisory Board has examined the quarterly, semi-annual and full-year financial statements, audited financial statements to assess the reasonableness and accuracy of financial data, questioning the Board of Directors and the Board of Directors for abnormal contents;
- To attend meetings of the Board of Directors; Regularly communicate with the Board of Directors and the Board of Directors for the purpose of ensuring that the company's activities are appropriate and meet the interests of shareholders;
- Coordinate with the Internal Control department in performing the task of inspecting and supervising the Company's business activities

4. Coordination of activities between the Supervisory Board and the activities of the Board of Directors, the Board of Directors and other managers

- The Supervisory Board has properly performed its functions and tasks in coordinating with the Board of Directors and the Board of Directors. The Board of Directors has also seriously implemented the provision of information and created conditions for the Supervisory Board to have access to documents to check the authenticity of the information.
- During the year, the Supervisory Board has properly performed the role of inspecting and supervising to ensure that the Company's operation complies with the provisions of the Law, the Company's Charter and the resolutions set out by the General Meeting of Shareholders

5. Other activities of the Supervisory Board (if any)

IV. Executive Board

STT	Executive Board Members	Date of birth	Qualifications	Date of appointment of members of the Executive Board
1	Vu Thi Ly	30/09/1983	Bachelor of Accounting	19/4/2022
2	Pham Van Loi	01/05/1984	Bachelor of Economics	15/11/2021
3	Nguyen Van Minh	29/03/1966	Bachelor of Economics	16/7/2024

V. Chief Accountant

Full name	Date of birth	Professional qualifications	Date of Appointment
Hoang Thi An	01/01/1988	Bachelor of Accounting	19/4/2022

VI. Corporate Governance Training

VII. List of related persons of the public company and transactions of related persons of the company with the company itself

1. List of related persons of the company

2. Transactions between the company and its related persons; or between the company and major shareholders, insiders, and related persons of insiders

3. Transactions between the company's insiders, related persons of the insider and the company's subsidiaries or companies under the control of the company

4. Transactions between the company and other entities

4.1. Transactions between companies in which members of the Board of Directors, members of the Supervisory Board, the General Director and other managers have been or are founding members or members of the Board of Directors or the Chief Executive Officer in the past three (03) years (calculated at the time of making the report)

- Thanh Hoa Construction and Trading Joint Stock Company	Mr. Le Anh Tuan - Chairman of the Board of Directors is the Chairman of the Board of Directors of Thanh Hoa Construction and Trading Joint Stock Company
	- 2022: Thanh Hoa Song Da Joint Stock Company sells goods to Thanh Hoa Construction and Trading Joint Stock Company, according to Economic Contract No. 02-2022/HDKT dated 12/05/2022. The total value of goods sold is: 9,854,496,847 VND
	- 2022: Thanh Hoa Construction and Trading Joint Stock Company renovated the warehouse for Thanh Hoa Song Da Joint Stock Company, according to the Economic Contract No. 17-2022/HDKT dated 28/10/2022. The total contract value is: 1,611,482,000 VND
	2022: Thanh Hoa Song Da Joint Stock Company leases a part of the area at 301 Tran Phu – Ho Chi Minh City to Thanh Hoa Construction and Trading Joint Stock Company, according to the Lease Contract No. 03/2022/HDTN dated August 16, 2022. The lease period is from 01/7/2022 to 31/12/2023
	- 2023: Thanh Hoa Construction and Trading Joint Stock Company will renovate the heat-resistant roof of 25 Le Loi Building, according to Economic Contract No. 01/HDKT2023/XDTM-SD dated 08/03/2023. The total value of the contract is: 1,476,691,000 VND

	- 2023: Thanh Hoa Song Da Joint Stock Company sells goods to Thanh Hoa Construction and Trading Joint Stock Company. The total value of goods sold is: 3,744,056,466 VND
	- In 2024: + Thanh Hoa Song Da Joint Stock Company sells goods to Thanh Hoa Construction and Trading Joint Stock Company. The total value of goods sold is: 1,495,089,000 VND + Thanh Hoa Song Da Joint Stock Company purchases goods from Thanh Hoa Construction and Trading Joint Stock Company. The total value of the purchased goods is: 6,379,171,000 VND
	- 6 months of 2025: - Thanh Hoa Song Da Joint Stock Company sells goods to Thanh Hoa Construction and Trading Joint Stock Company. The total value of goods sold is: 8,990,000. copper - Thanh Hoa Song Da Joint Stock Company Purchase of Thanh Hoa Construction and Trading Joint Stock Company in the amount of VND 16,381,111,545 - As of 30/06/2025, Thanh Hoa Construction and Trading Joint Stock Company still owes Thanh Hoa Song Da Joint Stock Company the amount of VND 3,430,082,008
- Thanh Nam Mechanical – Thermal – Electrical Co., Ltd.	Mr. Le Anh Tuan – Chairman of the Board of Directors is a member of the Board of Directors of Thanh Nam Mechanical – Thermal – Electrical Co., Ltd.
	- 2022: Thanh Nam Mechanical – Thermal – Electrical Co., Ltd. renovates the Northwest Station Warehouse campus of Thanh Hoa Song Da Joint Stock Company, according to Economic Contract No. 01/HDKT2022/HDTN dated August 16, 2022. The total contract value is: 1,849,305,000 VND.
	- 2023: Thanh Nam Mechanical – Thermal – Electrical Co., Ltd. will install for Thanh Hoa Song Da Joint Stock Company according to Contract No. 05/2023/HDGKNT/TM-SĐ dated 06/9/2023; Contract No. 06/2023/HDGKNT/TM-SĐ dated 01/10/2023; Contract No. 10/2023/HDGKNT/TM-SĐ dated 05/10/2023. The total value is: 176,400,000 VND.

	<p>- In 2024: Thanh Nam Thermoelectric Mechanical Co., Ltd. will carry out the construction of the project for Thanh Hoa Song Da Joint Stock Company in the amount of: 58,820,000 VND.</p> <p>- On June 10, 2024, Thanh Hoa Song Da Joint Stock Company signed 02 contracts with Thanh Nam Thermal Power Co., Ltd.:</p> <p>+ Contract No. 0504/HDKT/TN-SĐ dated June 10, 2024</p> <p>+ Contract No. 0704/HDKT/TN-SĐ dated June 10, 2024</p> <p>Thanh Hoa Song Da Joint Stock Company pays in advance to Thanh Nam Thermal Power Co., Ltd. the amount of VND 6,509,868,400</p> <p>- 6 months of 2025:</p> <p>- Thanh Hoa Song Da Joint Stock Company sells goods to Thanh Nam Thermoelectric Mechanical Co., Ltd. - The total value of goods sold is: 4,849,000 VND (Prepayment for construction contract No. 0504/HDKT/TN-SĐ dated June 10, 2024, PLHD KT and 0704/HDKT/TN-SĐ dated June 10, 2024)</p>
Vinatom Joint Stock Company	<p>Acquisition of shares of Vinatom Joint Stock Company of Mr. Le Tran Nghia is the brother-in-law of Mr. Le Anh Tuan, Chairman of the Board of Directors of Thanh Hoa Song Da Joint Stock Company (according to Resolution No. 33/NQ-HDQT dated April 24, 2025)</p>

4.2. Transactions between companies in which related persons of members of the Board of Directors, members of the Supervisory Board, the General Director and other managers are members of the Board of Directors or the General Director

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Supervisory Board, the General Director and other managers

VIII. Stock trading of insiders and related persons of insiders (Annual Report)

1. List of internal shareholders and related persons:

TT	Name of organization/individual	Stock exchange account (if any)	Position at the company (if any)	ID Number/ Business Registration	Date of issuance of ID card/ business registration	Place of issue ID card / Business Registration	Address MND/ Business Registration	Number of shares owned at the end of the period	Percentage of shares owned at the end of the period (%)	Notes
1	Le Anh Tuan		Chairman of the Board of Directors							
1.1	Le Dinh Duan									Father
1.2	Nguyen Thi Kim									Native
1.3	Nguyen Thi Huong									Wife
1.4	Le Anh Tu									Biological children
1.5	Le Phuong Anh									Biological children
2	Vu Thi Ly		General Director/Member of the Board of Directors							
2.1	Pham Thi Xuan									Native
2.2	Vu Thanh Long									Brother
2.3	Ho Thi Nghi									Sister-in-law
2.4	Vu Thi Le									Siblings
2.5	Le Khac Hung									Husband
2.6	Le Thi Phuong Nhi									Biological children
2.7	Le Vu Hai Lam									Biological children
2.8	Le Khac Kiem									Father-in-law
2.9	Dang Thi Hoan									Mother-in-law

3	Vu Manh Doan		Member of the Board of Directors							
3.1	Vu Van Tinh									Father
3.2	Chu Thi Hien									Native
3.3	Nguyen Thi Ngoc Linh									Wife
3.4	Vu Thi Hong Minh									Younger siblings
3.5	Le Thi Hue									Mother-in-law
3.6	Nguyen Trong Tuan									Father-in-law
4	Pham Van Loi		Deputy General Director							
4.1	Hoang Thi Hien									Wife
4.2	Pham Hoang Yen									Biological children
4.3	Pham Hoang Linh									Biological children
4.4	Pham Hoang Bao									Biological children
4.5	Pham Hong Thuong									Father
4.6	Mai Thi Thang									Native
4.7	Pham Hong Minh									Brother
4.8	Nguyen Thi Huyen Trang									Sister-in-law
4.9	Hoang Van Hoi									Father-in-law
4.10	Le Thi Hao									Mother-in-law
5	Nguyen Van Minh		Deputy General Director							
5.1	Nguyen Thi Dan									Native
5.2	Nguyen Huu Linh									Son

5.3	Nguyen Duc Anh									Son
5.4	Nguyen Phuong Anh									Daughter-in-law
6	Cao Thi Hien		Head of the Supervisory Board							
6.1	Cao Xuan Binh									Father
6.2	Nguyen Thi Mui									Native
6.3	Tran Thi Hao									Mother-in-law
6.4	Cao Van Long									Brother
6.5	Cao Van Dong									Brother
6.6	Cao Xuan Ut									Younger siblings
6.7	Do Dinh Binh									Husband
6.8	Do Tien Son									Biological children
6.9	Do Cao Phuong Thuy									Biological children
7	Nguyen Quang Long		Member of the Supervisory Board							
7.1	Nguyen Thi Xuan									Native
7.2	Trinh Thi Ha									Wife
7.3	Nguyen Quang Hieu									Biological children
8	Le Thi Phuong		Member of the Supervisory Board							
8.1	Le Xuan Y									Father
8.2	Le Thi Dong									Native
8.3	Le Phuong Linh									Younger siblings

8.4	Tran Van Thai									Husband
8.5	Tran Gia Bao									Biological children
8.6	Tran Phu Hung									Biological children
9	Hoang Thi An		Chief Accountant							
9.1	Pham Tien Ha									Husband
9.2	Pham Hong Anh									Biological children
9.3	Pham Tien Minh									Biological children
9.4	Hoang Van Hoan									Father
9.5	Nguyen Thi Nghia									Native
9.6	Hoang Thi Binh									Siblings
9.7	Ng Viet Tuan									Brother-in-law
9.8	Hoang Van Vuong									Younger siblings
9.9	Dao Thuy Linh									Sister-in-law
9.10	Nguyen Thi Huong									Mother-in-law
10.11	Pham Trung Duong									Father-in-law

1. Stock Trading: (None)

TT	Transaction Executioner	Relations with internal shareholders	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increase, decrease (buy, sell, convert, bonus...)
			Number of Shares	Rate (%)	Number of Shares	Rate (%)	

IX. Other issues to note

Recipient:

- As k/g
- Board of Directors, Supervisory Board;- Save the account...

CHAIRMAN OF THE BOARD
OF DIRECTORS (Signed, full name and sealed)



Le Anh Tuan