

REPORT ON CORPORATE GOVERNANCE

2025

Hanoi, 20th, January, 2026

To: Hanoi Stock Exchange

- Units: **Hanoi Synthetic Paint JS Company**
- Address: Thanh Liet Commune, Thanh Tri District, Hanoi City
- Phone: 024.3688008 Fax: 024.36880087
- Email: mail@sondaibang.com.vn
- Charter capital: 120,270,860,000 VND
- Stock code: 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.

Stt	Number of resolutions/decisions	Date	Content
1	Resolution of the 2025 Annual General Meeting of Shareholders No. 43/2025/NQ- general meeting of shareholders	April 10, 2025	<p>The contents were approved at the Congress.</p> <ul style="list-style-type: none">- Through the report of the Board of Directors.- Summarize production and business in 2024, plan for 2025.- The 2024 financial statements have been audited.- Profit sharing plan.- Report of the Supervisory Board.- Authorizing the Board of Directors to select a financial statement auditing company in 2025.- Remuneration expenditure in 2024 and expenditure plan in 2025.- 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...)- Supplement business lines: Production of fertilizers and nitrogen compounds. Details: Production of organic fertilizer and biological fertilizer.- Abandoning the registered business lines.

			- To amend the Charter in accordance with the business lines registered.
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II. Board of Directors:

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

No.	Member of the Board of Directors	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	UV Board of Directors Term 2021-2026	2011	
4	Mr. Nguyen Manh Duc	UV Board of Directors Term 2021-2026	2011	
5	Mr. Trinh Le Minh	UV Board of Directors Term 2021-2026	2020	

2. Meetings of the Board of Directors.

Stt	Member of the Board of Directors	Number of meetings attended by the Board of Directors	Attendance Rate	Reasons for not attending
1	Mr. Nguyen Thien Ai	6	100 %	
2	Mr. Nguyen Ngoc Anh	6	100 %	
3	Mr. Nguyen Xuan Cuong	6	100 %	
4	Mr. Nguyen Manh Duc	6	100 %	
5	Mr. Trinh Le Minh	6	100 %	

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

- Implement the Resolution of the 2025 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: None

5. Resolutions/Decisions of the Board of Directors:

Stt	Number of resolutions/decisions	Date	Plot
1	Resolution No. 22/2025/HDQT - STH	Date 26/02/2025	<ul style="list-style-type: none"> - Approved the production and business results of the fourth quarter of 2024. - Approval of the 2024 financial statements has not been audited. - Approve the production and business plan in 2025. - Approval of the 2025 Annual General Meeting of Shareholders
2	Resolution No. 28/2025/HDQT - STH	Date 13/03/2025	<ul style="list-style-type: none"> - Approved the 2024 financial statements have been audited by CPA Vietnam Auditing Co., Ltd. - Approval of the profit sharing plan in 2024 - Approve the operating remuneration of the Board of Directors, the Supervisory Board in 2024 and the spending plan in 2025. - Approved the selection of an auditing company for financial statements in 2025. - Through the addition of business lines: Production of fertilizers and nitrogen compounds. Details: Production of organic fertilizer and biological fertilizer. - Approve the abolition of the registered business line.
3	Decision No.: 29/2025/HDQT-STH	Date 13/03/2025	<ul style="list-style-type: none"> - Appointment of the chief accountant of the Company.
4	Resolution No.: 52/2025/HDQT-STH	Date 18/04/2025	<ul style="list-style-type: none"> - Approved production and business results in the first quarter of 2025. - Adopt production and business management solutions in 2025. - The Board of Directors assigned the General Director to implement the Resolution of the General Meeting of Shareholders in 2025.
5	Resolution No: 103/2025/HDQT-STH	August 21, 2025	<ul style="list-style-type: none"> - Approved the business performance results for Quarter II/2025.

			<ul style="list-style-type: none"> - Approved the reviewed semi-annual financial statements. - Approved business management solutions for the last 6 months of 2025.
6	Resolution No: 105/2025/HĐQT-STH	November 23, 2025	<ul style="list-style-type: none"> - Approved the business performance results for Quarter III/2025. - Approved the financial statements for Quarter III/2025. - Approved the selection of the auditing firm for the 2025 financial statements. - Approved business management solutions for the last 3 months of 2025.
7	Resolution No: 123/2025/HĐQT-STH	November 24, 2025	<ul style="list-style-type: none"> - Approved the transfer of Company assets. - Approved the authorization of the General Director to carry out the transfer process.

III. Board of Supervisors.

1. Information about members of the Supervisory Board.

Stt	Members of the Board of Supervisors	Position	The date becoming/ceasing to be a 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. Supervisory Board meeting.

Stt	Members of the Supervisory Board	Number of Meetings Attended	Meeting attendance rate	Voting Rate	Reasons for not attending
1	Mr. Nguyen Minh Duc	5	100 %		
2	Mr. Vuong Tuan Anh	5	100%		
3	Ms. Pham Thi Huyen	5	100 %		

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

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 of activities between the Control Board and the Board of Directors, the 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

Stt	Members of the Board of Management	Date of birth	Position	Qualifications	Date of appointment 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	Position	Professional qualifications	Date of appointment/dismissal
Pham Thu Ha	24-09-1980	Chief Accountant	Bachelor of Economics	Year 2025

VI. Training in corporate governance.

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

1. List of related persons of the company.

No.	Organisation Name/ personal	Stock Trading Account	Position at the company	NSH certificate number, date of issue, place of issuance	Address, head office/ contact address	The start time is the person involved	The time is no longer a relevant person	Reasons

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

TT	Name of organization/individual	Related relationship with the company	NSH certificate number, date of issue, place of issuance	Address, head office/contact address	When to deal with the company	Number of Resolutions/Decisions of the General Meeting of Shareholders/ Board of Directors. Through	Content, quantity, total value of transactions	Notes

3. Transactions between company insiders, related persons of insiders and subsidiaries or companies controlled by the company.

Stt	Transaction Executioner	Relationship with Insiders	Position at CTNY	ID number/passport, date of issue, place of issue	Address	Name of subsidiary, company controlled by CTNY	Trading time	Content, quantity, total value of transactions

4. Transactions between the company and other subjects.

4.1 Transactions between companies and companies in which members of the Board of Directors, members of the Supervisory Board, and the Board of General Directors have been members of the Board of Directors and the General Director in the past 03 years.

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

4.3 Other transactions of the company.

VIII. Transaction of internal persons and their affiliated persons.

1. List of internal persons and affiliated persons:

(There is a list attached)

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

Stt	Transaction Executioner	Relations with Insiders	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	Rate (%)	Number of Shares	Rate (%)	

VII. Other issues to note.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

Recipient:

- HN Stock Exchange
- File for office records
- Board of Directors



Nguyen Thien Ai

