**HDA: Annual Corporate Governance Report 2023**

On January 22, 2024, DONG A Paint JSC announced Report No. 07/BCQT-HDA on the corporate governance of the Company in 2023 as follows:

* Name of company: DONG A Paint JSC
* Head office address: No. 59 Thien Duc Street, Yen Vien Town, Gia Lam District, Hanoi
* Tel: 04 36983471 Fax: 04 36983786. Email: hangsondonga@gmail.com
* Charter capital: VND 275,999,670,000
* Securities code: HDA
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager.
* Internal audit execution: Not executed.
1. Activities of the General Meeting of Shareholders:

Information about Meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate No. | Promulgation date | Content |
| 1 | 01/2023/HDA/NQ-DHDCD | June 3, 2023 | 1. Approve the Report on the activities of the Board of Directors in 2022 and the operational orientation for 2023.
2. Approve the Report of the Board of Management on the production and business results in 2022 and the Company’s business plan for 2023.
3. Approved the report of the Supervisory Board in 2022 and the operating plan for 2023.
4. Approve the Audited Financial Statements in 2022;
5. Approve the plan for profit distribution and appropriation for funds in 2022;
6. Approve the remuneration of the Board of Directors and the Supervisory Board and Secretary in 2022 and plan for 2023;
7. Approve the plan for selection of an audit company for the Financial Statements 2023;
8. Approve the cancellation of the share issuance plan under Employee Stock Ownership Plan approved at the Annual General Meeting of Shareholders in 2022
9. Approve the dismissal and election of additional members of the Board of Directors in the term of 2020-2025
 |

1. Activities of the Board of Directors
2. Information about members of the Board of Directors

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Mai Anh Tam | Chair of the Board of Directors | November 1, 2006 | - |
| 2 | Mr. Nguyen Van Son | Member of the Board of Directors - General Manager | November 1, 2006 | - |
| 3 | Mr. Do Tran Mai | Member of the Board of Directors | November 1, 2006 | - |
| 4 | Ms. Nguyen Thi Huong | Member of the Board of Directors | November 1, 2006 | - |
| 5 | Ms. An Ha My | Independent member of the Board of Directors | April 19, 2014 | June 3, 2023 |
| 6 | Mr. Nguyen Quoc Quyen | Member of the Board of Directors | June 3, 2023 | - |

1. Board Resolutions/Board Decisions:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution No. | Promulgation date | Content |
| 1 | 01/2023/NQ-HDQT | January 3, 2023 | Approve the amendment and supplementation to the Company's Charter on organization and operation. |
| 2 | 02/2023/NQ-HDQT | April 4, 2023 | Approve the extension of time to hold the Annual General Meeting of Shareholders 2023 |
| 3 | 03/2023/NQ-HDQT | April 5, 2023 | Approve the record list of shareholders to organize the Annual General Meeting of Shareholders 2023 |
| 4 | 04/2023/NQ-HDQT | May 16, 2023 | Approve the plan to sell and transfer shares invested in Bewin&Coating Vietnam Joint Stock Company |
| 5 | 05/2023/NQ-HDQT | June 30, 2023 | Approve the plan for the selection of an audit company for the Financial Statement 2023  |
| 6 | 06/2023/NQ-HDQT | November 25, 2023 | Summarize the preliminary assessment of the implementation of the production and business plan in 2023 |

1. The Supervisory Board
2. Information about members of the Supervisory Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Ms. Bui Thi Thanh Nam | Chief | July 01, 2008 | Bachelor of Economics |
| 2 | Mr. Hoang Trung Kien | Member | July 01, 2008 | Bachelor of Economics |
| 3 | Ms. Le Thi Thoa | Member | July 01, 2008 | Bachelor of Economics |

1. The Executive Board:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Van Son  | October 18, 1977 | Master of Economics | November 1, 2006 |
| 2 | Mr. Nguyen Quoc Quyen  | December 28, 1972 | Bachelor of Economics | June 1, 2018 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
|
| Mr. Hoang Van Tuan  | August 13, 1979 | Bachelor of Economics | June 26, 2007 |

1. Training on corporate governance:
2. List of affiliated persons of the listed company as prescribed in Clause 34, Article 6 of the Law on Securities and transactions between affiliated persons of the Company and the Company itself:
3. Transactions between the Company and its affiliated persons; or between the Company and major shareholders, PDMR, affiliated persons of PDMR: (None).
4. Transactions between PDMR of the listed company, affiliated persons of PDMR and subsidiaries, and companies controlled by the listed company: (None).
5. Transactions between the Company and other entities: (None).

VIII. Share transactions of PDMR and affiliated persons of PDMR:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Company’s position (if any) | Number of shares owned at the beginning of the period | Number of shares owned at the end of the period | Reasons for increase or decrease (buy, sell, convert, reward, etc.) |
| Number of offered shares | Rate (%) | Number of offered shares | Rate (%) |
| 1 | Nguyen Quoc Quyen | - | Deputy General Manager | 992,280 | 3.59% | 0 | 0% | Investment portfolio |
| 2 | Bui Duy Duong  |  Son of Ms. Nguyen Thi Huong - Member of the Board of Directors | - | 15,120 | 0.05% | 49,120 | 0.18% | Investment portfolio |

VII. Other noticeable issues: (None).