

Số: 034/2025/CV- SBSI

No.: 034/2025/CV-SBSI

Hà Nội, ngày 20 tháng 01 năm 2025

Ha Noi, day 20 month 01 year 2025

**CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ CỦA
ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SỞ GIAO DỊCH CHỨNG KHOÁN**
INFORMATION DISCLOSURE ON THE ELECTRONIC INFORMATION PORTAL OF THE
STATE SECURITIES COMMISSION AND THE STOCK EXCHANGE

Kính gửi: Ủy ban Chứng khoán Nhà Nước;

To: The State Securities Commission;

Sở Giao dịch Chứng khoán Việt Nam;

Vietnam Exchange;

Sở Giao dịch Chứng khoán Hà Nội;

Ha Noi Stock Exchange;

Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh;

Ho Chi Minh Stock Exchange;

- Tên tổ chức/Name of organization: Công ty cổ phần chứng khoán Stanley Brothers/
STANLEY BROTHERS SECURITIES INCORPORATION
- Địa chỉ trụ sở chính/ Head office address: Tầng 9, tòa nhà TNR, số 54A, Nguyễn Chí Thanh,
phường Láng Thượng, quận Đống Đa, thành phố Hà Nội/9th Floor, TNR Building, No. 54A,
Nguyen Chi Thanh, Lang Thuong Ward, Dong Da District, Hanoi City
- Điện thoại/Tel.: (+84) 24 3377 6699 - Fax: (+84) 24 3373 6699
- Người thực hiện công bố thông tin/ The person who made the disclosure: Nguyễn Quang Anh
Chức vụ: Tổng giám đốc – Đại diện pháp luật
Position: General Director - Legal Representative
- Loại thông tin công bố/Type of information disclosed:

☐ 24 giờ ☐ 72 giờ ☐ Bất thường ☐ Theo yêu cầu ☒ Định kỳ
24hours 72hours Abnormal On request Periodic

Nội dung thông tin cần công bố/ Information content to be published:

Báo cáo tình hình quản trị công ty năm 2024/ The Report on Corporate Governance in 2024.

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 20/ 01/ 2025 tại
đường dẫn <https://sbsi.vn/vi-vn/ve-sbsi/bai-viet/quan-he-co-dong/cong-bo-thong-tin/E21>

This information was published on the company's website on 20/01/2025, as in the link
<https://sbsi.vn/vi-vn/ve-sbsi/bai-viet/quan-he-co-dong/cong-bo-thong-tin/E21>

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/ *We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm/*Attached documents:*

- Báo cáo tình hình quản trị công ty năm 2024/ *The Report on Corporate Governance in 2024.*

NGƯỜI CÔNG BỐ THÔNG TIN
INFORMATION DISCLOSURE PERSON



[Signature]

Tổng Giám đốc/ General Director
Nguyễn Quang Anh/ Nguyen Quang Anh

No.: *040* / 2025/CV-SBSI

Ha Noi, 20th January 2025

REPORT ON CORPORATE GOVERNANCE
(2024)

To: - State Securities Commission;
- Vietnam Exchange;
- Ha Noi Stock Exchange;
- Ho Chi Minh Stock Exchange.

- Company name: STANLEY BROTHERS SECURITIES INCORPORATION
- Address of headoffice: 9th floor, TNR building, 54A Nguyen Chi Thanh, Lang Thuong ward, Dong Da district, Hanoi city.
- Telephone: (+84) 24 3377 6699 Fax: (+84) 24 3373 6699 Email: info@sbsi.vn
- Charter capital: 339.000.000.000 VND
- Stock code: VUA
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director.
- The implementation of internal audit: Implemented

I. Activities of the General Meeting of Shareholders

Information on meetings and Resolutions/Decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

No.	Resolution/Decision No.	Date	Content
1	01/2024/NQ-ĐHĐCĐ	16 April 2024	<ul style="list-style-type: none">- Approving the Board of Directors's Report;- Approving the Board of Supervisors' Report;- Approving the Board of Management's Report;- Approving the business plan for 2024;

		<ul style="list-style-type: none"> - Approving the 2023 Financial Report and the 2023 Financial Safety Ratio Report that have been audited; - Approving the Audit firm for the Financial Report 2024; - Approving the profit distribution plan for 2023; - Approving the payment of remuneration of the Board of Directors, Board of Supervisors, salary of the Company's managers in 2023 and remuneration plan for the Board of Directors, Board of Supervisors in 2024; - Approving the cancellation of the plan to change the location of the company's headquarters; - Approving the Company's Investment Plan for 2024; - Approving the amendments to the Company's Charter; - Approving the additional election of members to the Board of Directors; - Approving the transactions between the Company and related parties.
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II. Board of Directors

1. Information about the members of the Board of Directors:

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
01	Luyen Quang Thang	Chairman	16/04/2024	
02	Nguyen Quang Anh	Member	16/04/2024	
03	Pham Hoang Hai	Member	07/03/2022	

2. Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
01	Luyen Quang Thang	06/06	100%	
02	Nguyen Quang Anh	06/06	100%	
03	Pham Hoang Hai	06/06	100%	

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

- In 2024, the Board of Directors supervised the General Director's operations through periodic reports, policies and strategies on risk management, investment activities, governance and important business areas of the company.
- The Board of Directors has fully participated in meetings with the Board of Management to grasp the situation and direction of the company's operations. The Board of Directors and members of the Board of Directors have been reported by the General Director and provided with full information on the company's business operations, on the situation as well as the results of the implementation of the contents approved by the Board of Directors and the General Meeting of Shareholders according to the Resolutions/Decisions of the Board of Directors and the General Meeting of Shareholders. The Board of Management has implemented business activities according to the strategic direction of SBSI, while improving management, risk management and risk control.
- In addition, the Board of Directors also participates in directing, urging and implementing the Resolutions of the General Meeting of Shareholders and the Board of Directors to ensure proper implementation of the Charter, Regulations and relevant legal regulations.
- According to the Board of Directors' assessment, all members of the Board of Directors have tried to fulfill their duties well. The Board of Directors and key management staff have effectively and reasonably implemented the decisions of the Board of Directors.

4. Activities of the Board of Directors' subcommittees (If any): None

5. Resolutions/Decisions of the Board of Directors:

No.	Resolution/Decision No.	Date	Content	Approval rate
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1.	01/2024/NQ-HĐQT	22/01/2024	Approval of the Company's risk management policy for 2024	100%
2.	02/2024/NQ-HĐQT	26/02/2024	Convening the 2024 Annual General Meeting of Shareholders	100%
3.	03/2024/NQ-HĐQT	16/04/2024	Election of Chairman of the Board of Directors	100%
4.	04/2024/NQ-HĐQT	10/05/2024	Re-appointment of General Director	100%
5.	05/2024/NQ-HĐQT	20/06/2024	Selecting an auditor for fiscal year 2024	100%
6.	06A/2024/NQ-HĐQT	11/11/2024	Dismissal of the Head of Internal Audit Department	100%
7.	06B/2024/NQ-HĐQT	11/11/2024	Appointment of Head of Internal Audit Department	100%

III. Board of Supervisors

1. Information about members of Board of Supervisors

No.	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors	Qualification
01.	Do Duc Loc	Head of Control Board	Appointed on 25/04/2023	Bachelor of Finance
02.	Le Thi Giang	Member	Appointed on 07/03/2022	Bachelor of Laws
03.	Dinh Thi Lan Anh	Member	Appointed on 25/04/2023	Bachelor of Accounting

2. Meetings of Board of Supervisors

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
01.	Do Duc Loc	02/02	100%	100%	
02.	Le Thi Giang	02/02	100%	100%	
03.	Dinh Thi Lan Anh	02/02	100%	100%	

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

- The Supervisory Board representative fully participates in monthly Board of Directors meetings to grasp the company's operational situation and at the same time supervises the Board of Directors and General Director in the management and operation of the company. The Supervisory Board and its members are provided with full Minutes, Resolutions/Decisions and other documents in Board of Directors meetings by the Board of Directors and General Director.
- Check the rationality, legality, honesty and level of prudence in management and operation of business activities; the systematicity, consistency and appropriateness of accounting, statistics and financial reporting.
- Review the Company's business performance report, financial report, management assessment report of the Board of Directors and submit the review report at the annual General Meeting of Shareholders. Participate in giving opinions in issuing internal regulations of the Company, ensuring compliance with legal regulations and minimizing risks.
- In 2024, the Board of Supervisors did not receive any information or feedback from shareholders.

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

In 2024, the coordination between the Board of Supervisors and the Board of Directors, the Executive Board and other managers was carried out effectively. The departments and managers in the company actively coordinated, provided documents as requested, creating

conditions for the Board of Supervisors to carry out inspection and control work fully, reasonably and legally.

- Coordination of activities between the Board of Supervisors and the Board of Directors:
The Board of Supervisors performs the function of supervising the management and operation of the Board of Directors, the Board of Directors and the business activities of the Company through attending and contributing opinions at the meetings of the Board of Directors and through the Company's periodic financial reports. Evaluate the management efficiency, operations of the Board of Directors, the General Director and the business situation through reality and reports.
- Coordination between the Board of Supervisors and the General Director:
 - + The Board of Supervisors proactively discusses and agrees with the Board of Directors on business contents, plans and activities; inspects, supervises and coordinates with the General Director in the process of implementing the supervision and inspection of the Company's business activities.
 - + The Board of Directors has provided full Resolutions and decisions of the Board of Directors to the Board of Supervisors.
 - + The General Director facilitates the Board of Supervisors in collecting information and documents related to business activities.
 - + The Board of Directors, Board of Supervisors, General Director and other management staff of the Company have a close relationship in the operation and management of the Company.
- The opinions and recommendations of the Board of Supervisors are recorded, supplemented and promptly edited and completed by the Board of Directors and the Management Board, ensuring safety in business operations.

5. Other activities of the Board of Supervisors (if any): None

IV. Executive Board

No.	Members of Board of Management	Date of birth	Qualifications	Date of appointment of Executive Board members
01	Nguyen Quang Anh	20/02/1978	Master of Finance	10/05/2024

V. Chief Accountant

No.	Full name	Date of birth	Qualification	Date of appointment
01	Bui Thi Viet Ha	15/06/1976	Bachelor of Accounting	08/10/2019

VI. Training courses on corporate governance:

Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and the Company Secretary participate in internal training courses according to regulations on corporate governance.

VII. The list of affiliated persons of the public company and transactions of affiliated persons of the Company)

1. The list of affiliated persons of the Company: Appendix 01 (*attached*).
2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons: None.
3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: None.
4. Transactions between the Company and other objects
 - 4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting: None
 - 4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): None.
 - 4.3. Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: None.

VIII. Share transactions of internal persons and their affiliated persons

1. The list of internal persons and their affiliated persons: Appendix 02 (*attached*)
2. Transactions of internal persons and affiliated persons with shares of the company: None.

IX. Other significant issues: None.

Recipients:

- As above;
- Kept Company;

CHAIRMAN OF THE BOARD OF DIRECTORS

(Sign, full name and seal)



APPENDIX 01: THE LIST OF AFFILIATED PERSONS OF THE COMPANY

No.	Name of organization/ individual	Securities trading account (if any)	Position at the Company (if any)	No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reason	Relationship with the Company
01	Luyen Quang Thang		Chairman			16/04/2024			Internal person
02	Nguyen Quang Anh		General Director			10/05/2024			Internal person
			Member of the Board of Directors			16/04/2024			Internal person
03	Pham Hoang Hai		Member of the Board of Directors			07/03/2022			Internal person
04	Bui Thi Viet Ha		Chief Accountant			08/10/2019			Internal person
05	Do Duc Loc		Head of the Board of Supervisors control			25/04/2023			Internal person
06	Dinh Thi Lan Anh		Member of the Board of Supervisors			25/04/2023			Internal person
07	Le Thi Giang		Member of the Board of Supervisors, The corporate			07/03/2022			Internal person

			governance officer						
08	Pham Thuy Linh		Internal auditor			11/11/2024		Resolutions of the Board of Directors	Internal person
09	Duong Ngoc Trung		Internal auditor			03/01/2023	11/11/2024	Resolutions of the Board of Directors	Internal person

Note: NSH Certificate number: ID card number/Passport number (for individuals) or Business registration certificate number, Operating license or equivalent legal documents (for organizations)/.*

APPENDIX 02: THE LIST OF INTERNAL PERSONS AND THEIR AFFILIATED PERSONS OF THE COMPANY

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
01	Luyen Quang Thang		Chairman			300,000	0.88%	Internal person
	Pham Thi Hue					0	0	Mother
	Luyen Thuy Chau					0	0	Sister
	Tran Thi Tuyet Ngan					0	0	Wife
	Luyen Hoang Duong					0	0	Son
	Tran Van Dinh					0	0	Father-in-law
	Nguyen Thi Tu Hoa					0	0	Mother-in-law
02	Nguyen Quang Anh		General Director – Member of the Board of Directors			0	0	Internal person

	Nguyen Van Duoc					0	0	Father
	Nguyen Thi Minh Kiem					0	0	Mother
	Nguyen Thi Kim Minh					0	0	Sister
	Le Thi Thu Huong					0	0	Wife
	Nguyen Khoa Nguyen					0	0	Son
	Nguyen Tue An					0	0	Daughter
	Le Van Kien					0	0	Father-in-law
	Tran Thi Toan					0	0	Mother-in-law
03	Pham Hoang Hai		Member of the Board of Directors			0	0	Internal person
	Pham Xuan Hoa					0	0	Father
	Hoang Thi Due					0	0	Mother
	Vuong Thi Thu Huyen					0	0	Wife
	Vuong Chi Giai					0	0	Father-in-law
	Nguyen Thi Binh					0	0	Mother-in-law

04	Bui Thi Viet Ha		Chief Accountant			0	0	Internal person
	Bui Dinh Thuc					0	0	Father
	Phan Thi Chau					0	0	Mother
	Nguyen Duc Thai Vu					0	0	Son
	Nguyen Duy Bao Ngoc					0	0	Daughter
	Bui Thi Thuy Ngan					0	0	Sister
	Bui Thi Thu Hue					0	0	Sister
	Bui Thanh Dat					0	0	Brother
	Nguyen The Minh					0	0	Brother-in-law
	Nguyen Viet Hung					0	0	Brother-in-law
	Ha Thi Minh Hien					0	0	sister-in-law
05	Do Duc Loc		Head of the Board of Supervisors control			0	0	Internal person
	Do Xuan Thuy					0	0	Father
	Pham Thi Loi					0	0	Mother

	Do Truong Xuan					0	0	Brother
06	Dinh Thi Lan Anh		Member of the Board of Supervisors			0	0	Internal person
	Dinh Gia Hoang					0	0	Father
	Bui Thi Duyen					0	0	Mother
	Duong Huy Binh					0	0	Husband
	Duong Huy Hong Minh					0	0	Son
	Duong Ngoc Minh Anh					0	0	Daughter
	Dinh Thi Quynh Hoa					0	0	Sister
	Duong Trung Hieu					0	0	Brother-in-law
	Ngo Thi Thuc					0	0	Mother-in-law
07	Le Thi Giang		Member of the Board of Supervisors, The corporate governance officer			0	0	Internal person
	Le Van Dung					0	0	Father

	Nguyen Thi Nghia					0	0	Mother
	Le Thi Tinh					0	0	Sister
	Le Van Tung					0	0	Brother
	Le Thi Dung					0	0	Sister
	Le Thi Duyen					0	0	Sister
	Le Thi Hai					0	0	Sister
08	Pham Thuy Linh		Internal auditor			0	0	Internal person
	Pham Gia Nghia					0	0	Father
	Tran Thi Luom					0	0	Mother
	Hoang Trung Voi					0	0	Father-in-law
	Dang Thi Hai Van					0	0	Mother-in-law
	Pham Manh Hung					0	0	Brother
	Phi Thi Minh Hue					0	0	Sister-in-law
	Hoang Anh Nhat					0	0	Husband
09	Duong Ngoc Trung		Internal auditor			0	0	Internal person
	Duong Ngoc Thi					0	0	Father
	Pham Thi Yen Ngoc					0	0	Mother

	Duong Trung Hieu					0	0	Brother
	Le Thi Thu					0	0	Wife
	Duong Quynh Nhu					0	0	Daughter