

DRAFT

**REPORT  
ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024  
AND PLAN FOR 2025**

**To: General Meeting of Shareholders.**

**I. GENERAL SITUATION:**

2024 is the year PVC-MS is determined to overcome all difficulties and challenges to complete the set goals. To achieve this, right from the beginning of the year, the Company has actively implemented projects: Dai Hung Topside phase 3 Project, Wind Turbine Foundation Project, Long Son Wastewater Treatment Project and projects of Alpha, FOCUS, POSCO, T.D.T, ... customers according to plan and all completed ensuring safety, quality and progress. In addition, the cooperation to exploit vacant areas at the 23ha Sao Mai Ben Dinh port has also been implemented with customers such as: PTSC, PTSC M&C, Alpha. Therefore, all assigned economic targets have been completed and exceeded, creating a premise for the unit's production and business activities in 2025 and for the following years.

In addition to the construction of projects, marketing and bidding work is also promoted by the Company, actively seeking customers to find new sources of work to supplement production and business activities. As a result, the Company signed contracts for the Fabrication of Topside Lot B of the Phu Quoc project, Fabrication of the Lac Da Vang foundation with General Contractor PTSC M&C in early August 2024, and the P15 project with General Contractor Vietsovpetro (VSP) at the end of September 2024.

**II. REPORT ON ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

**1. Results of implementing production and business targets in 2024**

Based on the 2024 production and business plan approved by the Annual General Meeting of Shareholders in Resolution No. 71/NQ-KCKL-DHDCD dated May 20, 2024, the Board of Directors and the Board of Management have focused on leading and directing the organization and implementation of production and business tasks, and the results of the economic targets achieved are as follows:

*Unit: Billion VND.*

No.	Economic indicators	2023 Actual	Year 2024		2024 Actual/ 2024 Plan rate	2024 Actual/ 2023 Actual rate (%)
			Assigned by the General Meeting of Shareholders	Actual		
1	Production value	408.51	542.00	543.04	100.19%	132.9%
2	Revenue	417.74	547.00	579.63	105.97%	138.7%



3	Pre-tax profit	(159.01)	10.16	10.68	105.02%	
4	Payment to the State budget	14.49	11.40	24.60	215.79%	169.8%

- The value of production output in 2024 is 543.04 billion VND, reaching 100.19% of the plan assigned by the General Meeting of Shareholders, equal to 132.9% compared to 2023;

- Revenue in 2024 is 579.63 billion VND, reaching 105.97% of the plan assigned by the General Meeting of Shareholders, equal to 138.7% compared to 2023;

- Pre-tax profit: 10.67 billion VND, reaching 105.02% of the plan assigned by the General Meeting of Shareholders;

- State budget contribution: 24.60 billion VND, reaching 215.79% of the plan assigned by the General Meeting of Shareholders, equal to 169.8% compared to 2023.

*(Details of the 2024 production and business results are shown in the Report of the Board of Directors and the audited Financial Statements of the unit).*

## **2. Activities of the Board of Directors in 2024**

### **2.1. On general direction:**

- In 2024, the Board of Directors focused on supervising the Board of Management in implementing the Company's production and business tasks based on the direction documents, directives, resolutions, and decisions of the Board of Directors, and resolutions of the General Meeting of Shareholders; Supervising the implementation of policies, resolutions, and decisions of the parent company - the unit that owns the controlling capital.

- Supervising the Company's activities to ensure compliance with the provisions of the Enterprise Law, the Company's Charter, the regulations and rules of the Corporation and current laws.

- The Board of Directors has held regular and extraordinary meetings or collected opinions from members of the Board of Directors in writing in accordance with the Company's Charter and the Board of Directors' Operating Regulations. Organize many expanded meetings with the Board of Management, Departments/Project Boards to consider and resolve existing problems, remove difficulties and obstacles in a timely manner, ensuring that work is carried out smoothly during operation.

- Together with the Board of Management, focus on directing good construction at projects/works: Topside Dai Hung Phase 3, Orsted Wind Power. Ensuring construction quality, safety, and handover to the General Contractor on schedule (DA Topside Dai Hung phase 3 was successfully launched on May 28, 2024; Orsted Wind Power Project: basically completed, reaching 99.97% of the implementation progress, ready to hand over to the General Contractor to prepare the ground for new projects: Block B, Lac Da Vang, P15) has been recognized and highly appreciated by the Investor.

- Direct the development of a financial plan from the beginning of the year to manage and control cash flow. Efforts with the Board of Management to remove financial difficulties, especially in capital recovery at projects, have achieved positive



results, with cash flow returning as planned. In parallel, the Board of Directors has issued Resolutions, Decisions, as well as Directing Documents, regularly supervising, requiring the Board of Management to update and report monthly/quarterly for each project/work. From there, always ensure cash flow to serve the construction of projects in a timely manner, on schedule and with quality.

- Orienting and restructuring the asset portfolio to implement solutions related to capital arrangement: The Board of Directors has directed the Board of Management to directly work with credit institutions to implement appropriate and effective capital arrangement. Initial results have been achieved, ensuring sufficient capital for the Company's production and business activities, and is currently continuing to implement to meet the cash flow for the construction of new projects.

- Together with the Board of Management, strive in marketing and bidding to find new jobs, promote commercial service activities and expand the business market.

- The Board of Directors always strives in foreign affairs, building sustainable and reliable partnerships with investors, credit institutions, banks, State management agencies and always actively seeks new partners and markets.

- During the year, the Board of Directors reviewed, approved amendments, and re-issued a number of internal management regulations to suit the actual situation of the unit and the new regulations of current law.

- Directing the focus and preparation of resources ready for new projects such as DKI, Block B - O Mon, Lac Da Vang: The Board of Directors has issued Resolutions/Decisions on the establishment of project management boards, approving cost estimates, regulations on organization and operation of the Board of Managements as well as assigning tasks to Board members to monitor, direct construction and the above Projects have been put into operation, deploying production and business tasks in Quarter 3, Quarter 4.

- Directing the practice of thrift, reducing production costs, and management costs.

- Directing the restructuring of the apparatus towards streamlining indirect departments to improve efficiency and reduce costs, and at the same time to suit the new situation, development orientation as well as to meet the requirements for production and business activities and improve the Company's competitiveness.

## **2.2. Regarding capital management and use:**

- According to the audited financial statements for 2024, as of December 31, 2024, PVC-MS's charter capital is 600 billion VND, and owner's equity is 126.61 billion VND. The owner's equity decreased due to accumulated losses of the years 2018, 2019 and due to difficult work in 2023, the Company does not have projects large enough to meet the current production and business scale and enough to compensate for annual fixed costs, especially the large depreciation costs of the Port yard infrastructure, machinery and equipment.

- Regarding previous capital contribution investments, such as the 5 billion VND contribution, equivalent to 2.63% of the charter capital at Lam Kinh Hotel JSC since 2011, to date PVC-MS has not found a partner to receive the transfer, this capital contribution has been 100% provisioned for in 2019; For 5,000 shares, equivalent to



50 million VND of PVC-MS's capital contribution at PV-PIPE, the Company continues to maintain the investment capital as committed.

### **2.3. Regarding investment activities:**

In 2024, PVC-MS did not carry out investment activities but only focused on organizing, rearranging the yard surface, maintaining, repairing, prioritizing maintenance, and selectively maintaining some items of works on the yard, machinery, and equipment, and restoring the degraded wharf capacity, constructing dredging, and maintaining the water area in front of the specialized wharf to ensure sufficient conditions for constructing Offshore projects. These capacity recovery costs will be gradually allocated by the Company to projects to be implemented in the coming time on the Yard in accordance with regulations.

### **2.4. Regarding shareholder relations activities:**

- The work of shareholder relations is always of great concern to the Board of Directors. The Company complies with the regulations on information disclosure in accordance with the Enterprise Law, Securities Law, regulations of the State Securities Commission, the Stock Exchange, and other relevant legal regulations for listed companies.

- The value and volume of PXS stock transactions in 2024 decreased according to the general situation of the stock market and due to being put under control and restricted from trading. Currently, PXS shares are trading on the UPCOM exchange under the Hanoi Stock Exchange.

### **2.5. Activities of the Board of Directors members:**

In 2024, each member of the Board of Directors performed their roles and tasks in accordance with the provisions of the Enterprise Law, the Company's Charter, Working Regulations, Operating Program, and assignment of tasks of the Board of Directors, as well as other relevant legal regulations in the management of production and business activities. At the same time, supervising the management and administration tasks of the Board of Directors through: Participating in the activities of the Board of Directors; Participating or authorizing participation in meetings of the Board of Directors and meetings of the Board of Management; Providing timely opinions for the Board of Directors to issue documents, resolutions, and decisions of the Board of Directors.

### **2.6. Summary of meetings, resolutions, and decisions of the Board of Directors:**

- In 2024, the Board of Directors held 07 meetings and took 41 written ballots from members of the Board of Directors to pass 32 important decisions, 30 resolutions, and issue many other guiding documents related to the Company's production and business activities;

- The resolutions and decisions of the Board of Directors issued in 2024 are detailed in the Company's corporate governance report No. 12/BC-KCKL-HDQT dated January 20, 2025, sent to the State Securities Commission, Hanoi Stock Exchange (HNX), and disclosed on the Company's website;

- In addition to regular and unscheduled meetings, the Board of Directors also regularly exchanges and meets to evaluate the performance results of the Board of



Directors and the implementation of the Board of Management's directives, resolutions, and decisions in production and business activities.

- Statistics of meetings of the Board of Directors members:

No.	Members of the Board of Directors	Position	Number of Board of Directors meetings attended	Attendance rate at meetings	Reason for non-Attended the meeting
1	Vu Minh Cong	Chairman of the Board of Directors	6/7	86%	On a business trip
2	Dinh Van Hung	BOD Member	7/7	100%	
3	Dinh Van Tan	BOD Member	4/7	57%	Dismissed on May 20, 2024
4	Lim Hau Guan	BOD Member	2/7	29%	Working remotely/Under cooperation agreement
5	Tran Vu Phuong	BOD Member	3/7	43%	Appointed on May 20, 2024
6	Tran Minh Ngoc	Independent BOD Member	6/7	86%	On a business trip

## **2.7. Results of supervision of the Director and members of the Board of Management:**

- The Board of Directors closely monitors and supervises the Board of Management to fully implement the contents of resolutions, decisions, and documents issued by the Board of Directors.

- The Director assigns tasks to members of the Board of Management. The Board of Management periodically holds monthly meetings with functional departments, Project Management Boards, Branches, and Affiliated Units to evaluate the results of work implementation in the month and plan for the next month. The Board of Directors attends and provides opinions at the meetings.

- The Board of Management regularly works with departments to direct production operations, basically resolving difficulties and problems in the operation process in a timely manner.

- The Board of Management has implemented production and business activities in compliance with the Enterprise Charter, the Company's internal management regulations, and current legal regulations.

- The Board of Directors highly appreciates the efforts of the Board of Management in directing and managing, organizing the implementation of production and business tasks, especially the efforts in finding and signing contracts for new projects/works, contributing to the completion of the year's production and business plan.

## **2.8. Report on the income of the Board of Directors members in 2024:**

- According to the resolution of the Annual General Meeting of Shareholders in 2024, the approved plan for salary, allowance, and remuneration expenses of the Board



of Directors is VND 1,504,272,000; the actual expenditure in 2024 was VND 1,532,978,000, equaling 101.91% of the annual plan (Details in the attached Appendix).

## **2.9. Report on transactions of members of the Board of Directors and related persons of those members:**

In 2024, 01 member of the Board of Directors, Mr. Vu Minh Cong, purchased 20,255 PXS shares, accounting for 0.03%; related persons of the members of the Board of Directors had no transactions with the Company;

The Company had no transactions with companies where members of the Board of Directors were founding members or business managers in the 03 years immediately preceding the time of the transaction.

## **2.10. Activities of independent members of the Board of Directors in 2024:**

- Independent members of the Board of Directors work on a non-regular basis.
- Independent members of the Board of Directors attend/authorize attendance at meetings of the Board of Directors, respond to and send complete Opinion Polls of the Board of Directors.
- Fully exercise the rights and obligations of members of the Board of Directors as stipulated in the Company's Charter, Operating Regulations, and assignment of tasks of the Board of Directors.

## **3. General assessment:**

### **3.1. Achieved results:**

- Regarding production and business results: In 2024, although production and business activities still faced many difficulties, the Company completed the plan assigned by the General Meeting of Shareholders thanks to the close support and direction of the parent company - PetroVietnam Construction Joint Stock Corporation (PetroCons) and the solidarity and wholehearted efforts of the entire leadership, officers, employees, and laborers of PVC-MS, achieving certain results, successfully completing and launching the Dai Hung Phase 3 Topside Project, and completing the Orsted Wind Farm Foundation project to the satisfaction and high appreciation of the investors and general contractors.

- Regarding marketing and bidding: In addition to continuing to pursue the strategy of marketing and bidding for medium and long-term projects, during the year, the Company won bids for construction packages, such as: The package "Providing Topside fabrication services, Block B Project - Package 2" with a value of approximately VND 485 billion; The package "Providing Foundation fabrication services, LDV Block 15-1/05 Platform Project" with a value of VND 143 billion; The package "Manufacturing load-bearing frames, superstructures and providing some auxiliary materials for the project & manufacturing foundations, piles, wharves, access bridges and reinforcement, securing on the P15 rig barge - Project to repair and upgrade the P15 structure" with a value of VND 152 billion. In addition, the Company also signed contracts for commercial packages on supplying materials, accessories, fabrication, and construction of Long Son wastewater treatment for customers Alpha, FOCUS, POSCO, T.D.T,... and other business operations. However, in general, marketing and bidding still have many limitations, and it is necessary to continue focusing on improving the quality of the bidding team, exploiting information on



feasible projects at home and abroad in order to bring about effective contracts that are suitable for the Company's production and business activities.

### **3.2. Some shortcomings and limitations:**

- The arrangement of credit and operating cash flow of the Company to serve the bidding for projects before and after winning the bid is slow and does not meet the requirements of the package/project due to long-standing financial difficulties.

- The planning and arrangement of the port's premises to suit the situation and requirements of new projects cannot be implemented synchronously and comprehensively due to insufficient financial capacity and limited and uncertain forecasts of future workload.

- Low competitiveness and high costs lead to project implementation efficiency not achieving the desired results.

- Accounts receivable and payable to customers, and financial expenses are still very large, putting pressure and difficulties on balancing the Company's cash flow.

- Limited capacity: Currently, the Company's capacity is not sufficient to participate in EPC projects in the oil and gas industry as an independent contractor.

## **III. PLANS AND ORIENTATIONS FOR THE BOARD OF DIRECTORS' ACTIVITIES IN 2025:**

### **1. Assessment of 2025:**

- *Advantages:* With the advantage of a 23ha port area that has been invested in a system of factories, warehouses, wharves, and specialized equipment sufficient to meet the construction of oil and gas projects/works and is highly appreciated by customers such as: VSP, PTSC, PTSC M&C, JOC, NOC, FOCUS, APHA-ECC,... for construction capacity. In addition to projects under construction transferred from 2024 such as: Block B, Lac Da Vang, P15,... new projects are also included in the unit's 2025 production and business plan such as: Dai Hung Nam, O Mon 4 Thermal Power Plant, Cuu Long, acting as a subcontractor for strong units such as VSP, PTSC, PTSC M&C,...

- *Difficulties:* With the participation of enterprises with foreign elements and the strong and outstanding development in recent years of some domestic private enterprises with large investments, the construction and mechanical processing market is increasingly tending to decrease in price and compete fiercely on price, leading to reduced bidding opportunities and reduced scale and scope of bidding packages if awarded. In addition, many units operating in the same construction field, due to lack of work, still have to accept the risk of participating in implementation to maintain production activities, so there is very fierce price competition.

### **2. 2025 Production and Business Plan:**

Based on the analysis of the above advantages and difficulties, the Company develops a production and business plan for 2025 with the following main targets:

*Unit: Billion VND*



No.	Economic targets	2025 Plan	Note
1	Value of output	784.0	
2	Revenue	725.0	
3	Profit before tax	12.2	
4	State budget contribution	22.5	
6	Dividend rate (%)	No dividend payout	

### **3. Plan for salaries, allowances, and remuneration for the Board of Directors in 2024:**

- For members of the Board of Directors working full-time at PVC-MS, the salary is based on the Company's Salary and Bonus Regulations in accordance with production and business efficiency and the provisions of Circular 28/2016/TT-BLĐTBXH dated September 1, 2016 of the Ministry of Labor, Invalids and Social Affairs;

- For members of the Board of Directors who are strategic shareholders of Mepcom Offshore & Marine Pte. Ltd., independent members/members of the Board of Directors working part-time at PVC-MS, the allowance/remuneration is: 10,000,000 VND/month.

### **4. Orientations for the Board of Directors' activities in 2025:**

Based on the production and business plan developed for 2025, the Board of Directors will work with the Board of Management to focus on leading and directing the good implementation of the following key tasks:

- Mobilize all resources to the maximum, focus on directing operations, and strive to complete/exceed the 2025 production and business plan set out.

- Focus on implementing the Topside Bloc B, Lac Da Vang Jacket, DKI,... projects, ensuring safety, quality, and progress to hand over to the Investor/General Contractor as committed.

- Promote bidding marketing, seek new jobs, expand business markets with foreign partners such as Taiwan, India, Norway, and domestic projects such as: Lo B - O Mon, Dai Hung Nam, Cuu Long project chains; Participate in bidding for mechanical and installation items of Thermal Power Plant projects; Undertake the role of subcontractor for strong units such as VSP, PTSC, PTSC M&C, etc.; At the same time, monitor and continuously update the situation of projects/packages awaiting results to have timely additional/replacement plans for work sources to ensure the annual plan.

- Focus manpower to complete documents, acceptance and payment of the value of unfinished volume, recover debts at completed works/projects, especially at Thai Binh 2 Thermal Power Plan, Song Hau 1 Thermal Power Plan, Dai Hung Topside Phase 3 Project, Orsted Wind Power Project, etc.

- Strengthen technical management and project management capacity, prepare the best resource conditions to be ready to deploy construction immediately upon winning bids for new projects.

- Continue to strengthen close cooperation with customers VSP/ PTSC/ PTSC M&C/ POS/ FOCUS/ ALPHA-ECC/ MEPCOM to seek job opportunities.



- O&M, service and logistics sector: Based on the available potential of the Metal Structure and Petroleum Equipment Fabrication Port, develop port and warehouse services for partners inside and outside the industry, loading and unloading services, transporting oversized and overweight goods and marine mechanical logistics services; Combine material trading with seaport and warehouse services to implement a logistic supply chain for the Ba Ria - Vung Tau area and neighboring provinces; Build forces, technical facilities with signed partners to successfully implement and affirm capacity with specific contracts in the field of O&M.

- Arrange and plan to optimize and improve the exploitation efficiency of Sao Mai Ben Dinh Port, promote the efficiency of investment capital, increase revenue, and offset depreciation costs.

- Review, adjust, and update internal unit price norms in accordance with the market and increase competitiveness in bidding.

- Direct the development of implementation plans and closely monitor the implementation process of each contract to ensure progress and quality as required by the Investor/General Contractor, especially economic efficiency, avoiding exceeding project cost estimates during implementation and when finalizing the project.

- Strengthen the practice of thrift, reduce production costs, and management costs; strictly control and supervise costs at works/projects, and manage the Company's operating cash flow well to achieve the most optimal capital use efficiency.

- Improve governance, ensure that the operation of production and business activities complies with the correct processes and regulations. Strengthen inspection and supervision of accounting, cash flow management according to each project/package/item of work. Actively negotiate with the Investor/General Contractor on each payment term of the contract/project and priority items to be implemented to ensure improved efficiency in capital management and use.

- Expand relationships with banks/credit institutions, build credibility with partners, aiming towards the goal of ensuring finance and operating cash flow of the Company in pricing, bidding as well as project implementation when winning bids.

- Restructure debts, develop detailed debt repayment plans and schedules in accordance with the Company's financial situation, avoiding legal issues affecting the business operations.

- Appoint the Chief Accountant position of the Company to better serve the financial management of the unit.

- Restructure the portfolio of assets, machinery, equipment, and tools to improve operational efficiency; consider liquidating irreparable damaged assets, machinery, equipment, and tools, and unused surplus materials to supplement working capital for production activities and reinvestment.

- Continue to implement the subsequent tasks in the restructuring plan approved by the Parent Company - PetroCons; Improve the operating model to be more flexible and efficient; Enhance the capacity and quality of the management apparatus, professional departments, especially the planning, technical design, and bidding marketing departments; Implement personnel streamlining, simplify the apparatus, and arrange and allocate labor reasonably to increase labor productivity and work efficiency.



- Stabilize the organizational structure, resolve existing issues and obstacles, maintain the core workforce, and optimize the use of existing resources. Build and develop skilled and experienced design and technical staff, and improve the quality of the bidding marketing team. Develop internal training, foster and improve skills for all types of skilled workers and technicians, and rejuvenate the technical workforce.

- Continue to review, amend, and complete the system of internal regulations and rules to ensure consistency and synchronization between/within the regulations and rules and in accordance with the structure of functional departments and units after reorganization, as well as in accordance with current regulations of the State and the Company's actual operations.

- Effectively apply scientific and technological software in management and administration, work processing, organization and management, and production organization; Improve construction methods and techniques, optimize internal norms to reduce product costs, and enhance the Company's competitiveness.

- Resolve issues related to the audit unit's outstanding exceptions in the financial statements of previous years.

The above is the Report on the activities of the Board of Directors in 2024 and the plan for the direction of activities in 2025, respectfully submitted to the General Meeting of Shareholders for study, consideration, and approval.

Sincerely./.

**Recipient:**

- As respectfully submitted;
- PetroCons Corporation (for report);
- BOD, BOM, BOS;
- Archive: Secretariat, BOD.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Vu Minh Cong



No.: /BC-KCKL-KTTM

*Vung Tau, May 05, 2025*

**Draft**

**REPORT**  
**RESULTS OF PRODUCTION AND BUSINESS ACTIVITIES IN 2024**  
**AND PLANS, TASKS FOR 2025**

To: Annual General Meeting of Shareholders 2025.

The Board of Directors of Petroleum Equipment Assembly and Metal Structure Joint Stock Company would like to report to the General Meeting of Shareholders on the results of production and business activities in 2024 and the plan and tasks of production and business activities in 2025 as follows:

**PART I**  
**RESULTS OF PRODUCTION AND BUSINESS ACTIVITIES IN 2024**

**1. General situation:**

The year 2024 witnessed significant development thanks to the energy transition trend and commitment to sustainable development. The oil and gas industry continues to play an important role in ensuring national energy security, especially with offshore exploitation projects and expansion of gas processing infrastructure. In addition, renewable energy, especially solar and wind power, has made great strides with support from the government and foreign investment. Large projects, such as offshore wind power and solar farms, are being promoted to meet emission reduction targets and increase the proportion of renewable energy in the national energy structure. Not outside of that trend, PVC-MS has gradually strived to restore its experience capacity and affirm its position in the field of specialized Oil and Gas construction and installation while flexibly transforming its production and business model to suit the needs of the developing renewable energy market, especially the nearshore and offshore wind power market.

An overview of PVC-MS's production and business activities in 2024 was maintained stably, marking a recovery in construction capacity as well as trust from customers/partners inside and outside the industry. The basic economic targets were completed according to the plan assigned by the Corporation. To achieve this, the Company has implemented and completed the Dai Hung Topside phase 3 project, the Wind Power Foundation has completed the final milestone of the Contract, the Long Son Wastewater Treatment project has been and is being completed for trial operation and completion of projects of Alpha, T.D.T,... customers ensuring safety, quality and progress, in addition, the cooperation in exploiting vacant areas is also carried out with PTSC, PTSC M&C, Alpha customers.

In addition to the construction of projects, marketing and bidding work is also promoted by the Company, actively contacting customers and investors to find new jobs to supplement production and business activities. The Company signed contracts for Fabrication of Lo B Topside - Package 2 of Phu Quoc project, Fabrication of Lac Da Vang foundation with General Contractor PTSC M&C in early August 2024 and P15 project with General Contractor Vietsovpetro (VSP) on September 20, 2024.

The above results are a solid foundation for the unit's production and business activities in 2025 as well as in the following years.





## 2. Results of implementing production and business targets in 2024

### a) Main economic indicators

No.	Indicators	Unit	2024 Plan	2024 Implementation	% Completion	Note
1	Production and Business Value	Billion VND	542.00	543.04	100.19%	
2	Revenue	Billion VND	547.00	579.63	105.97%	
3	Profit before tax	Billion VND	10.16	10.67	105.02%	
4	Payment to the State Budget (paid)	Billion VND	11.40	24.60	215.79%	
5	Average salary	Mil. VND/ person/ month	12.02	14.69	122.2%	

*Note: The actual figures for 2024 are based on the self-prepared financial statements*

### b) Explanation of production and business indicators

– Regarding Output: Estimated full year implementation is 543.04/542.0 billion VND, reaching 100.19% compared to the assigned plan.

– Regarding Revenue: Estimated full year implementation is 579.63/547.0 billion VND, exceeding 5.97% compared to the assigned plan.

– Regarding Profit before tax: Estimated full year implementation is 10.67/10.16 billion VND, reaching 105.02% of the assigned plan.

Specific production and business activities are as follows:

#### ❖ Regarding construction and installation activities:

In 2024, the Company focused on implementing key contracts such as:

– Completing the construction of projects carried over from 2023, such as the Fabrication of Dai Hung Topside phase 3 for General Contractor VSP, Investor PVEP POC; Fabrication of Wind Turbine Foundations for General Contractor PTSC, Investor Orsted; Steel structure fabrication for Alpha ECC, Focus, specifically:

+ Dai Hung Topside phase 3 Project: Completed the onshore fabrication of Dai Hung Topside phase 3, ensuring safety, quality, and on-time handover to General Contractor VSP and Investor PVEP POC. The production value in the year reached 62.02/61.5 billion VND, revenue reached 64.70/64.75 billion VND. Currently, the Company is carrying out the contract settlement, which is expected to be completed and recover 5% of the remaining value under the contract in Quarter II of 2025.

+ Wind Turbine Foundation Fabrication Project: The project has been completed. The production value for the year reached 210.17/205.0 billion VND, revenue reached 261.44/241.74 billion VND.

+ Packages for steel structure fabrication for Alpha ECC, Focus, Posco: The production value for the year reached 4.80 billion VND, revenue reached 8.44 billion VND.

– Implementing contracts for new projects such as Fabrication of Lo B Topside of Phu Quoc project, Fabrication of Lac Da Vang Jacket for General Contractor PTSC, Providing onshore



construction services for P15 platform for General Contractor VSP, specifically as follows:

- + Lo B Topside of Phu Quoc project: The Company signed a contract with PTSC M&C on August 2, 2024, the project was officially commenced on September 18, 2024. As of December 31, 2024, the project reached 9.1% of the overall progress. The production value in 2024 reached 87.99 billion VND, revenue reached 77.16 billion VND.
- + Lac Da Vang Jacket Fabrication Project: The Company signed a contract with PTSC M&C on August 1, 2024, the project was officially commenced on October 23, 2024. As of December 31, 2024, the project reached 17.73% of the overall progress. The production value in 2024 reached 30.01 billion VND, revenue reached 22.27 billion VND.
- + P15 Project: The Company signed a contract with VSP on September 20, 2024, the project was officially commenced on November 6, 2024. As of December 31, 2024, the project reached over 40% of the overall progress. The production value for the year reached 68.33 billion VND, revenue reached 59.40 billion VND.
- Continuing to implement and sign additional contracts for processing, manufacturing, and installing steel structures for customers Alpha ECC, TDT, PVBGB and construction of Wastewater Treatment System at Long Son Petrochemical Plant for Van Lang Environment Company, ... The production value reached 37.54 billion VND, revenue reached 32.90 billion VND.
- ❖ Regarding commercial and service activities:
  - Commercial activities and supply of materials in 2024 contributed to the Company's overall targets. In addition to performing the function of purchasing for the Company's projects, bidding for material supply also brought the Company approximately 10.63 billion VND in revenue and a profit of approximately 0.14 billion VND.
  - Regarding cooperation in exploiting CSVC port yard with Alpha ECC, PTSC, PTSC M&C, Lilama 18 and providing bridge and wharf services, logistics: The production value for the year reached 21.44 billion VND, revenue reached 19.40 billion VND.
  - Regarding business operations for exploiting and leasing CSVC, managing commercial offices, managing Ward 9 market and other services: The production value for the year reached 6.47 billion VND, Revenue reached 6.08 billion VND.

**c) Marketing and business development activities**

The Business Development & Bidding Team operated effectively, bringing the Company the following specific results:

- In 2024, the Company completed the procedures to sign the contract for Fabrication of Topside Lot B – Package 2 Phu Quoc, Fabrication of Lac Da Vang Jacket with General Contractor PTSC M&C in early August 2024, and the P15 project with General Contractor Vietsovetro (VSP) on September 20, 2024.
- Actively contacting, seeking and developing markets both inside and outside the industry to participate in bidding/tendering packages in the Oil & Gas sector such as: Topside fabrication for Lot B gas field project, providing warehouse, yard and infrastructure rental services to PTSC M&C customers; Tender packages under the Baltica, Fengmiao wind power projects of Investor Orsted;
- Approaching out-of-industry packages such as fabrication and installation of steel structures for factories under the Long Son Petrochemical Plant expansion project, Long Thanh airport, etc., creating a premise and job opportunities for the following years in the Company's goal to 2030.



- Seeking and marketing capabilities to participate in the oil and gas construction and installation market in India and Taiwan.

**d) Capital construction investment and improvement of construction equipment capacity**

In 2024, PVC-MS did not carry out investment work but focused on managing and coordinating equipment, vehicles, tools, etc. effectively while performing full and periodic maintenance and repair of these assets to optimize their functions.

**e) Company organization and personnel work**

- Implement the management and operation of the Port Services Enterprise, the General Services Workshop and the Design – Engineering Department according to the new model and organizational structure. Update, amend and reissue relevant regulations and rules such as: Regulations on functions, tasks and powers of functional departments/divisions; Regulations on organization and operation of DVC Enterprise; Regulations on organization and operation of DVTH Workshop; Regulations on management of machinery, equipment and tools; Regulations on materials management; Regulations on contract management; Regulations on assignment, etc. in order to improve corporate governance efficiency.

**f) Financial accounting work**

- The financial and accounting work is carried out in compliance with the provisions of law. The Company's financial statements are prepared and fully audited to ensure transparency.
- In 2024, the Company always proactively contacted and expanded relationships with credit institutions/banks to arrange capital sources to promptly serve production and business activities and project implementation.
- Develop detailed financial plans on a monthly and quarterly basis to manage and control cash flow effectively. Continue to promote and focus drastically on debt recovery and construction settlement to ensure cash flow for the Company's production and business plan.
- Taxes and amounts payable to the State Budget: Fulfilling tax obligations in accordance with State regulations. During the year, the Company paid 46.66 billion VND to the State budget (including personal income tax, value-added tax, value-added tax on imported goods and other taxes).

## PART II

### KEY PLANS, TASKS AND SOLUTIONS IMPLEMENTATION IN 2025

**1. Plan of economic targets:**

In 2025, the Company will focus on completing projects/works carried over from 2024, ensuring safety, quality and overall project progress (such as Lot B Topside, P15, Lac Da Vang Jacket, etc.) to contribute to the completion of the set plan. In addition, continue to promote the marketing of new projects/works such as some bidding packages at the Taiwan wind power project for Taiwan huanfeng holding Co.Ltd and the Field Development project of ONGC India of MDL customer, ... & ensure economic targets according to regulations for each winning project.

Based on this, the Company develops the 2025 production and business plan with the following main targets:

- Value of output: 784.00 billion VND;
- Revenue: 725.00 billion VND;
- Pre-tax profit: 12.20 billion VND, of which:
- Payment to the State budget: 22.50 billion VND.



- Investment: In 2025, the Company has no investment plan.
- Average salary of employees: 15.50 million VND/person/month.
- Dividend payout ratio: No dividend payout.

## 2. Key tasks for 2025:

To ensure the completion of the 2024 production and business plan with the above main targets, the Company must strive to focus on implementing the following main tasks:

### – *Regarding project construction:*

- + Focus on implementing the Topside Fabrication Lot B - Package 2 Phu Quoc, P15, Lac Da Vang Jacket Fabrication projects,... ensuring safety, quality, and progress.
- + Strictly control the implementation costs of projects, manage resources, allocate and use assets and resources effectively to ensure the economic targets approved by the Board of Directors for each project.
- + Prepare the best conditions and resources to be able to start construction immediately after the Company's new projects begin to be implemented, such as: Taiwan Wind Power, Topside for MDL, etc.

### – *Regarding financial work:*

+ Actively engage and approach credit institutions to arrange credit to serve production and business activities;

+ Negotiate to restructure payables and have a reasonable debt repayment plan and schedule with service providers to avoid disputes and lawsuits that affect the image, reputation and general business and operation situation of the Company;

+ Connect with financial leasing companies to sell a number of assets that are machinery and equipment that have been fully depreciated but are still usable to create working capital to serve production activities (when conditions are met).

### – *Regarding marketing and job search:*

Continue to promote marketing and search for new projects in specific areas as follows:

#### + Onshore construction and installation sector:

- Coordinate with the parent company PetroCons and domestic/foreign partners to market/bid together to implement storage, tank, transportation, and oil and gas processing projects of Vietnam Oil and Gas Group and units in the industry investing in the forms of: construction contractor, special subcontractor for projects with foreign general contractors;
- Participate in bidding to construct mechanical and installation items of Thermal Power Plant Projects.

#### + Offshore oil and gas construction sector:

- Being an onshore fabrication contractor for topside blocks and jacket structures for domestic and international customers (such as customers in the Middle East, India,...);
- Providing warehouse, processing yard and facility rental services to customers in need such as PTSC, PTSC M&C, VSP, Alpha,....
- Together with the parent company - PetroCons and other partners, participate in bidding and construction of downstream works of the Lot B - O Mon project chain such as onshore gas pipelines, valve stations, gas distribution stations and O Mon 4 Thermal Power Plant according to the implementation progress of each project.
- Seek strong units to jointly market, bid and share the work of manufacturing and assembling light and medium oil and gas rigs for the Oil and Gas industry such as Lot



B, Dai Hung Nam 4x, Cuu Long gas field projects,... Acting as a subcontractor for strong units such as VSP, PTSC, PTSC M&C,...

+ Wind power construction and renewable energy sector:

- Being a professional contractor in onshore fabrication for wind power projects of Orsted's wind farm projects in Taiwan, Baltic, etc.

– O&M, service, and logistics sector:

- Based on the available potential of the Metal Structure Fabrication and Oil and Gas Equipment Port, develop port and warehouse services for partners inside and outside the oil and gas industry, loading and unloading services for oversized and overweight cargo, and marine mechanical logistics technical services. The objective of this sector is only to exploit alternately, maximize the function, but give priority to the construction and installation of projects on the Port. Combine the commercial work of materials with port services and warehousing to implement the logistic supply chain for the Ba Ria - Vung Tau area and neighboring provinces.
- Build a force, technical facilities together with partners who have signed contracts to successfully implement and affirm capacity with specific contracts in the field of O&M, in the immediate future, the M part of the exploitation rigs, Long Son Petrochemical plant.

+ ***Regarding organizational work:***

- Focus on building a management department (especially in construction management), to specialize in capacity, increase strictness in monitoring, and grasp project information quickly and effectively.
- Develop and further improve the quality of the marketing and bidding team to access and participate in foreign markets.
- Build a team of talented and experienced design and technical staff in the Oil and Gas construction and installation industry.
- Build a team of skilled technical workers. Develop internal training, fostering, and improving skills for all types of workers, rejuvenating the technical workforce. Maintain a minimum of approximately 500 highly skilled direct laborers with full certificates meeting the strict requirements of customers.
- Develop vocational training services to improve the skills of workers, providing external human resources to maximize the Company's human resources or take advantage of available human resources in cases where the Company has not arranged jobs.

+ ***Other tasks:***

- Optimize the area of empty ground for the purpose of effective cooperation and exploitation. Continue to implement the arrangement and completion of the Port's facilities to improve operational capacity, as well as meet the requirements for offshore and onshore projects.
- For the factory system (including equipment in the factory): Arrange and allocate use appropriately with the actual situation to maximize the efficiency of the Company's invested assets.
- For vehicles and lifting equipment: Improve coordination in operations with Production Teams, maximizing the productivity of internal equipment to serve the Company's contracted projects. In addition, effectively serve partners who have been and are cooperating on the port.



- The above is a summary report on the production and business operations in 2024 and the plan and tasks for 2025 of PVC-MS Company.

Sincerely./.

- As above;
- PetroCons Corporation;
- BOD, BOS; BOM;
- Archive: Secretariat,  
Economics – Commerce



**DIRECTOR**  
**Phan Khac Man**

## Economics – Commerce Department: .....



Vung Tau, May 05, 2025.

**REPORT OF THE SUPERVISORY BOARD  
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**

**DRAFT**

To: The General Meeting of Shareholders of the Company.

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 2020-06-17;

Pursuant to the Charter on organization and operation of Metal Structure and Oil and Gas Installation Joint Stock Company approved by the General Meeting of Shareholders on 2021-06-30;

The Supervisory Board of PVC-MS reports to the Annual General Meeting of Shareholders in 2025 on the results of inspection and supervision of PVC-MS's operations in 2024 and the Supervisory Board's operating plan for 2025 as follows:

**PART I: ACTIVITIES OF THE SUPERVISORY BOARD IN 2024**

**1. Regarding organization: The Supervisory Board has 03 members:**

- Ms. Nguyen Thi Thuy Trang: Head of the Supervisory Board;
- Mr. Hoang Van Hai: Member;
- Ms. Nguyen Thi Thu Anh: Member.

**2. Activities of the Supervisory Board:**

- The Supervisory Board's activities are in compliance with the Company's Charter and the Law on Enterprises, always ensuring honesty and objectivity.
- Supervising the implementation of the 2024 General Meeting of Shareholders' resolutions and the resolutions and decisions of the PVC-MS Board of Directors that have been issued;
- Inspecting and supervising the preparation of Inventory Reports, quarterly/annual Financial Statements to ensure compliance with Vietnamese accounting standards and regulations. Coordinating with independent auditors to review the interim and annual Financial Statements. Evaluating the 2023 Financial Statements and the first 6 months of 2024 Financial Statements;
- Regularly inspecting the adherence to and implementation of regulations promulgated by the Company; Proposing amendments and supplements to internal management regulations that are no longer appropriate.
- In August, 2024, coordinating with the Supervisory Board of Petrocons Corporation to inspect the implementation of production and business activities in 2023 and the first 6 months of 2024, the use of capital, the situation of labor use, and evaluate the results of some of the Company's main economic contracts that are being implemented.



- Regularly attending meetings of the Board of Directors and the Board of Management.
- Implementing the periodic and unscheduled supervision reporting regime as required by the Supervisory Board of PetroCons Corporation.

### **3. Meetings of the Supervisory Board:**

- In 2024, the Supervisory Board held 04 periodic meetings, and regularly exchanged, discussed, and approved assigned tasks. The members of the Supervisory Board actively implemented and completed their assigned tasks well.

- The Supervisory Board has carried out many regular and unscheduled activities such as sending representatives to attend meetings of the Board of Directors and the Board of Management, contributing many opinions on the Company's management and administration.

- Statistics of the Supervisory Board meetings:

No.	BOS Member	Position	Number of BOS meetings attended	Attendance rate at meetings	Reason for non-Attendance
1	Nguyen Thi Thuy Trang	Head of BOS	4/4	100%	
2	Hoang Van Hai	BOS Member	4/4	100%	
3	Nguyen Thi Thu Anh	BOS Member	4/4	100%	

### **4. Self-assessment of the level of task completion of the Supervisory Board members in 2024:**

The Supervisory Board has completed the 2024 operating plan approved by the General Meeting of Shareholders, and the members of the Supervisory Board fully comply with the provisions of law and the Company's Charter. The Supervisory Board regularly supervises the operational aspects of the Company. Through inspection and supervision, it has sent to the Board of Directors and the Board of Management of the Company about the existing limitations and potential risks. The Supervisory Board self-assesses the level of completion of the members as follows:

- Ms. Nguyen Thi Thuy Trang - Head of the Supervisory Board: completed the task well;
- Mr. Hoang Van Hai - Member of the Board of Supervisors: completed the task well;
- Ms. Nguyen Thi Thu Anh - Member of the Board of Supervisors: completed the task well.

## **PART II: RESULTS OF INSPECTION AND SUPERVISION IN 2024**

### **I. Appraisal of the performance results of production and business tasks in 2024:**

#### **1. Implementation status of planned targets:**

*Unit: Billion VND*



No .	Indicators economic	Actual 2023	Year 2024			Implementation rate compared to 2023 (%)
			Plan	Actual	Implementation rate/Plan	
1	Production value	408.51	542.00	543.04	100.2%	134.0%
2	Revenue	417.74	547.00	579.63	106.0%	138.8%
3	Profit before tax	(159.01)	10.16	10.67	105.1%	-
4	Profit after tax	(159.01)	-	9.95	-	-
5	State budget payment	14.49	11.40	24.60	215.8%	166.5%
6	Dividend	0	0	0	-	-

## 2. Investment and procurement activities:

- In 2024, the Company invested in and purchased machinery and equipment worth: VND 6.57 billion.

- Financial investments: as of December 31, 2024, the outstanding balance of capital contributions to companies is as follows: (i) Oil and Gas Steel Pipe Production Joint Stock Company VND 50 million and (ii) Lam Kinh Hotel Joint Stock Company: VND 5 billion (100% provision has been made, which is VND 5 billion). In which, Lam Kinh Hotel Joint Stock Company has been operating ineffectively for many years, and has proposed that the Corporation support the search for partners to transfer the above capital contribution, but has not been successful.

## 3. Organization of personnel, labor, salary, and policy regime:

- In 2024, the Company ensured employment for employees, maintained the indirect labor department, and ensured social insurance benefits. The total number of employees as of December 31, 2024 is 646 people.

The total salary fund extracted during the year is VND 120.28 billion, the average salary is VND 15.5 million/person/month.

## 4. Development and implementation of the Company's internal management regulations:

The Company's system of internal management regulations is relatively complete, but it needs to be adjusted and amended regularly to suit the actual situation.

## 5. Financial accounting work in 2024:

- The Company has drastically implemented the finalization and recovery of debts, the situation of bad debts has been resolved, but the amount of customer receivables is still large at VND 155.49 billion (Detailed data in the audited Financial Statements), uncollectible debts are still outstanding.

- The Company fulfills its obligations to the State budget fully, in 2024 the Company's budget payment is VND 24.6 billion.

- Status of using contributed capital of the owner: As of January 01, 2024, charter capital is VND 600 billion, owner's equity is VND 118.60 billion. The production and business results in 2024 have a profit of VND 9.95 billion, increasing the owner's equity to VND 126.61 billion.



As of December 31, 2024, the Company is in negative equity of VND 473.39 billion, so the Company needs to continue to promote production and business activities, find more jobs/large contracts to reduce losses and restore owner's equity as planned.

## II. Appraisal of Financial Statements 2024:

### 1. Business production results:

According to the Company's 2024 Financial Statements and independent audit data, as follows:

- Total revenue: 579.63 billion VND;
- Total expenses: 568.96 billion VND;
- Profit before tax: 10.67 billion VND;
- Profit after corporate income tax: 9.95 billion VND.

### 2. The data on capital and assets as of December 31, 2024 are as follows:

T T	Index	Decemb er 31, 2024 (billion VND)	Decemb er 31, 2023 (billion VND)	Comparison of 2024 with 2023	
				Increase/decrea se (billion VND)	Growth rate (%)
<b>A</b>	<b>TOTAL ASSETS</b>	<b>837.76</b>	<b>820.68</b>	<b>17.08</b>	<b>2%</b>
<b>I</b>	<b>Short-term assets</b>	<b>334.52</b>	<b>290.40</b>	<b>44.12</b>	<b>15%</b>
1	Cash and cash equivalents	51.56	40.19	11.36	28%
2	Short-term receivables	173.54	89.80	83.74	93%
3	Inventory	97.42	149.12	(51.70)	(35%)
4	Other short-term assets	12.00	11.28	(0.71)	6%
<b>II</b>	<b>Long-term assets</b>	<b>503.24</b>	<b>530.28</b>	<b>(27.04)</b>	<b>(5%)</b>
1	Long-term receivables	0.94	1.65	0.71	(43%)
2	Fixed assets	395.64	414.78	(19.13)	(5%)
3	Investment properties	11.40	11.34	0.06	1%
4	Construction in progress	3.26	1.59	1.67	105%
5	Long-term financial investments	0.05	0.05	-	0%
6	Other long-term assets	91.95	100.88	(8.93)	(9%)
<b>B</b>	<b>TOTAL RESOURCES</b>	<b>837.76</b>	<b>820.68</b>	<b>17.08</b>	<b>2%</b>
<b>III</b>	<b>Liabilities</b>	<b>711.14</b>	<b>702.08</b>	<b>9.06</b>	<b>1%</b>
1	Short-term liabilities	704.39	693.24	11.14	2%
2	Long-term liabilities	6.75	8.84	(2.08)	(24%)
<b>IV</b>	<b>Equity</b>	<b>126.61</b>	<b>118.60</b>	<b>8.02</b>	<b>7%</b>
1	Owner's Equity	126.61	118.60	8.02	7%



T T	Index	Decemb er 31, 2024 (billion VND)	Decemb er 31, 2023 (billion VND)	Comparison of 2024 with 2023	
				Increase/decrea se (billion VND)	Growt h rate (%)
*	<i>Including: Contributed capital of owners</i>	600.00	600.00	-	0%
*	<i>Share premium</i>	13.25	13.25	-	0%
*	<i>Investment and development fund</i>	92.26	92.26	-	0%
*	<i>Undistributed after-tax profit</i>	(578.90)	(586.91)	8.02	1%

### **Conclusion:**

The Board of Supervisors agrees with the opinions of the Independent Audit Report No.: 260325.013/BCTC.HCM dated March 26, 2025 of AASC Auditing Company Limited.

The Board of Supervisors raises the following notes:

- The result of production and business in 2024 shows that the Company made a profit before tax of 10.67 billion compared to a loss of (159.01) billion in 2023, the Company's production and business situation has improved significantly, however, some port service contracts are not effective because the revenue is not enough to cover depreciation costs.

### **III. Evaluation of the Board of Directors' activities:**

- In 2024, the Board of Directors closely followed and promptly implemented the resolutions and decisions of the Company's Board of Management, and the instructions of PetroCons Corporation.

- The Board of Directors regularly inspects and supervises projects, closely directs and promptly resolves problems to ensure the progress and quality of the works.

- The Board of Directors has made many efforts in managing and operating production and business activities. The bidding work, project management and implementation have had many positive changes, initially the company has made a profit, however, it is necessary to further improve the management and control of costs in the projects.

### **IV. Evaluation of the Board of Management's activities:**

- The members of the Company's Board of Management operate actively with a high sense of responsibility. The Resolutions and Decisions of the Board of Management are issued in accordance with the provisions of Law and the Company's Charter, closely following the Resolutions of the General Meeting of Shareholders.

- The Board of Management has directed and supervised the Board of Directors in implementing the tasks approved by the General Meeting of Shareholders. The resolutions and decisions of the Board of Management were promptly implemented by the Board of Directors, however, the Board of Management needs to have drastic solutions for loss-making projects.



- In 2024, the Board of Management issued 62 Resolutions and Decisions to direct and manage all aspects of the Company's operations.
- The Board of Management has operated in accordance with its functions, tasks, regulations, in accordance with the Enterprise Law and the Company's organizational and operational charter.

**V. Report on the evaluation of transactions between the company and members of the Board of Management, Directors, other executives of the enterprise and related parties of those subjects; transactions between the company and companies in which members of the Board of Management, Directors, other executives of the enterprise are founding members or are business managers in the 03 years prior to the time of the transaction:**

- In 2024, the Company did not have any transactions with the above subjects.

**VI. Coordination between the Supervisory Board and the Board of Management, Board of Directors:**

- In the process of performing their duties, the Supervisory Board is facilitated by the Board of Management and the Board of Directors to complete their tasks.
- Through inspection and supervision activities, the Board of Supervisors grasps the production and business situation of the Company and its affiliated units and has given opinions to the Board of Directors, the Board of Management, and related units on measures to strengthen control, minimize risks, contributing to improving the efficiency and safety of production and business.

**VII. Assessment of potential risks:**

Based on the audited Financial Statements, the Supervisory Board has some comments as follows:

The Company's solvency ratios are low, short-term liabilities are exceeding short-term assets, which shows that the Company is facing financial difficulties and there are many risks leading to insolvency in the future. In the long term, the Company may not be able to pay its debts, which may lead to potential legal risks.

The total amount of short-term payables to sellers as of December 31, 2024 is the amount the Company owes to subcontractors/suppliers, which is 550.82 billion VND, of which some debts are long-term, leading to the risk of legal disputes and lawsuits in court. Some debts of the DKI-Ministry of National Defense project and Long Son Package A2 are imbalanced in payment.

The total short-term receivables as of December 31, 2024 are VND 173.54 billion, with a provision of VND 11.9 billion already made, including some unrecoverable risky debts such as:

+ A debt of VND 2.8 billion from the sale of apartments at 02 Nguyen Huu Canh, because the Certificate of Ownership of the apartments has been issued to the residents but the money has not been fully collected. The violation of Ms. Nguyen Thi Thu Thao has been tried in the first instance by the Court of Ba Ria Vung Tau province.

+ Debts of VND 3.66 billion from the Project Management Board 5B-Dung Quat Oil Refinery Export Port; VND 200 million from Petroleum Mechanical and Erection Joint Stock Company (PVC-ME); VND 353 million from Petroleum Construction Joint Stock Company of Nghe An; VND 617 million from Nhat Minh Construction and Installation Co., Ltd.; VND 249 million from Mepcom Offshore and Marine PTE LTD; VND 137



million from Cuong Ha Construction Co., Ltd.; advance debts of some individuals of VND 662 million; VND 1.13 billion for operating costs, electricity, water, apartment parking fees, etc.

+ For the Dai Hung 3 Topside project: The project has been completed and handed over to the general contractor. Currently, the Company is carrying out the final settlement with the Investor/General Contractor and implementing internal settlements of subcontracting contracts and subcontracts, but the final settlement has not been completed, so the final result of the project cannot be assessed (accumulated loss as of December, 2024 is -VND 13.36 billion).

+ For the Thai Binh 2 Thermal Power Plant project: due to the slow progress, leading to very high costs of accommodation, travel, and waiting for work, the acceptance and settlement of payments are very difficult and slow. The adjustment of contract prices for works arising outside the scope of the contract depends entirely on whether it is approved by the Investor (PVN) or not and is only implemented after the adjusted total estimate is approved, which will potentially pose unpredictable risks to the Company.

+ Regarding the land tax debt, this is the annual land tax (23 ha) that PVC MS Company must pay to the state budget through Sao Mai Ben Dinh Petroleum Investment Joint Stock Company (the land lessor). This amount has been incurred from 2008 to date and has not been paid to the tax authority by the Company. This is a large debt that the Company needs to handle in the future.

+ Management of individual advances

As of December 31, 2024, the outstanding balance of advances is VND 15.50 billion, and there are still some individual advance debts of VND 1.62 billion that exceed the prescribed time limit according to the Company's Financial Management Regulations and Internal Spending Regulations. It is recommended that individuals and relevant departments coordinate to handle this.

### **VIII. Recommendations of the Supervisory Board to the Company:**

- It is recommended that the Board of Directors review the costs of implementing the Dai Hung 3 project, finalize settlements with the Investor/General Contractor and subcontractors, and construction teams.
- The Company's leadership directs departments/sections to focus on the settlement of completed projects/items with the investor to recover capital as well as internal settlement work.
- Strengthen the management of costs and contract unit prices for construction teams/sections calculated according to market prices. Impose sanctions on contractors if losses occur.
- Focus on recovering debts to have capital for production and business activities and to repay bank loans and subcontractors.
- Liquidate damaged/unnecessary assets, machinery, equipment, materials, tools, and supplies to reduce depreciation costs and management costs.



- Continue to implement personnel streamlining towards reducing indirect labor and increasing highly skilled direct labor.
- The Finance - Accounting Department shall coordinate with the Trade and Economics Department to closely monitor the costs of projects, regularly compare costs with actual output, in order to avoid imbalances.
- Support the Port Services Enterprise in marketing to find jobs and promote the potential of the PVC-MS Port Area.
- Complete internal management regulations in accordance with new management requirements, with the goal of reducing enterprise costs.

#### **IX. Supervisory Board's recommendations to Petrocons Corporation:**

- Support the acceptance, settlement and finalization for PVC-MS at Thai Binh 2 TPP Project and Song Hau 1 project.
- Support PVC-MS in finding work sources from new projects of PVN Group and non-industry partners.
- Support PVC-MS in finding more Banks/ or Credit Institutions to arrange capital sources for production and business activities.
- Support PVC-MS in finding a partner to transfer the contributed capital of VND 5 billion to Lam Kinh Hotel Joint Stock Company.
- Support PVC-MS in recovering debts from member units of the Corporation such as PVC-ME, PVC Nghe An, PVC-TH, Petrocons Dong Do...
- Direct the timely handling of recommendations and proposals of PVC-MS in the process of implementing the 2025 production and business tasks.

#### **PART III: SUPERVISORY BOARD'S OPERATIONAL PLAN FOR 2025**

- Supervise the implementation of the resolution of the 2025 Annual General Meeting of Shareholders for the Board of Directors and the Board of Management.
- Inspect and supervise business administration and management activities according to the functions and tasks specified in the Enterprise Law and the company's Charter.
- Evaluate the Company's quarterly and annual financial statements. Evaluate the management and administration reports of the Board of Directors and the Board of Management.







## APPENDIX

### Report on payment of salaries/ allowances/ remuneration of the Supervisory Board for 2024 and the 2025 plan

#### I. FINAL SETTLEMENT OF SALARIES AND REMUNERATION OF THE SB FOR 2024:

Total salary and remuneration expenses of the SB in 2024 are: VND 519268000, specifically:

*Unit: VND.*

No.	Full name	Position	2024 plan	2024 expenses
1.	Nguyen Thi Thuy Trang	Full-time Head of BOS	267.750.000	284,650,000
2.	Hoang Van Hai	Full-time BOS member	196.650.000	205.585.000
3.	Nguyen Thi Thu Anh	Part-time BOS member	36.000.000	29,033,000
	<b>Total</b>		<b>500.400.000</b>	<b>519,268,000</b>

#### II. PLAN FOR SALARIES AND REMUNERATION OF THE SB IN 2025

- Based on the number of SB members according to the Charter and approved by the General Meeting of Shareholders;
- Based on the 2025 SXKD Plan of Metal Structure and Oil and Gas Installation Joint Stock Company;
- Based on the Company's Salary and Bonus Regulations and current guiding documents;
- Full-time SB members are paid according to the Company's Salary and Bonus Regulations;
- Non-executive BOS members receive an allowance of VND 3,000,000/month.

The total salary and remuneration of the Board of Supervisors in 2025 is: VND 681,450,000.

*Unit: VND.*

No.	Full name	Position	2025 Plan
1	Nguyen Thi Thuy Trang	Full-time Head of BOS	390.400.000
2	Hoang Van Hai	Full-time BOS member	255.050.000
3	Nguyen Thi Thu Anh	Part-time BOS member	36.000.000
	<b>Total</b>		<b>681.450.000</b>



Vung Tau, May 05, 2025.

No.: ...../TTr-KCKL-HDQT

Draft

## PROPOSAL

Regarding: Approval of the Audited Financial Statements for 2024

To: General meeting of Shareholders.

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter on organization and operation of Petroleum Equipment Assembly and Metal Structure Joint Stock Company (as amended and supplemented) approved by the General Meeting of Shareholders on May 20, 2024;

Pursuant to Resolution No. 71/NQ-KCKL-DHDCD dated May 20, 2024 of the 2024 Annual General Meeting of Shareholders of Petroleum Equipment Assembly and Metal Structure Joint Stock Company, PVC-MS has selected AASC Auditing Firm Company Limited to conduct the audit of the 2024 financial statements.

The Board of Directors hereby submits to the General Meeting of Shareholders for approval the audited financial statements for 2024 of PVC-MS (*as attached to this report*).

Respectfully submitted for consideration and approval.

Sincerely./.

**Recipients:**

- As above;
- BOD, BOM, BOS;
- Archive: Secretariat,  
Department of  
Accounting and Finance.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Vu Minh Cong



Draft

## PROPOSAL

Regarding: Selection of the Auditing Firm for the 2025 Financial Statements

To: General meeting of Shareholders.

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter on organization and operation of Petroleum Equipment Assembly and Metal Structure Joint Stock Company (as amended and supplemented) approved by the General Meeting of Shareholders on May 20, 2024;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the selection of the auditing firm for the 2025 financial statements of Petroleum Equipment Assembly and Metal Structure Joint Stock Company, specifically as follows:

- Approval of the list of 03 (three) independent auditing firms, including:
  1. Deloitte Vietnam Audit Company Limited;
  2. Vietland Auditing and Consulting Company Limited;
  3. AASC Auditing Firm Company Limited.

This list shall serve as the basis for the Board of Directors to select an independent auditing firm to provide auditing and review services for the financial statements in the 2025 fiscal year.

- Approval of authorizing the Board of Directors to decide on the selection and appointment of one of the above-mentioned auditing firms to audit the annual financial statements and review the interim financial statements for the 2025 fiscal year in accordance with current regulations.

Respectfully submitted for consideration and approval.

Sincerely./.

**Recipients:**

- As above;
- BOD, BOM, BOS;
- Archive: Secretariat,  
Department of  
Accounting and Finance.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Vu Minh Cong



Vung Tau, May 05, 2025.

Draft

## PROPOSAL

**Regarding: Finalization of Remuneration and Salaries for the Board of Directors  
and the Board of Supervisors in 2024 and Payment Plan for 2025**

To: General meeting of Shareholders.

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter on organization and operation of Petroleum Equipment Assembly and Metal Structure Joint Stock Company (as amended and supplemented) approved by the Annual General Meeting of Shareholders;

Pursuant to Resolution No. 71/NQ-KCKL-ĐHĐCĐ dated May 20, 2024 of the 2024 Annual General Meeting of Shareholders of Petroleum Equipment Assembly and Metal Structure Joint Stock Company;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the finalization of remuneration and salaries for the Board of Directors and the Supervisory Board in 2024 and the payment plan for 2025 as follows:

### **1. Finalization of remuneration and salaries for the Board of Directors and the Supervisory Board in 2024:**

Total payment of salaries, allowances, and remuneration to the Board of Directors and the Board of Supervisors in 2024 is VND **1,532,978,000**, in which:

- Total salaries, allowances, and remuneration of the Board of Directors: VND **1,013,710,000**;
- Total salaries, allowances, and remuneration of the Supervisory Board: VND **519,268,000**.

*\* (Details as per Appendix 01 attached)*

### **2. Basis for determining remuneration and salaries of the Board of Directors and the Supervisory Board:**

- Based on the number of members of the Board of Directors and the Supervisory Board as stipulated in the Charter approved by the General Meeting of Shareholders;
- Based on the business plan and performance results of Petroleum Equipment Assembly and Metal Structure Joint Stock Company;
- Based on the Company's salary and bonus regulations and applicable legal documents.





### **3. Payment plan for remuneration and salaries of the Board of Directors and the Supervisory Board in 2025:**

- For full-time members of the Board of Directors and the Supervisory Board at PVC-MS: salary shall be paid in accordance with the Company's salary and bonus regulations, aligned with business performance and relevant legal regulations;
- For the Chairman of the Board of Directors working on a part-time basis: allowance of VND 12,000,000/month;
- For members of the Board of Directors who are strategic partners/representatives of Mepcom Offshore & Marine Pte. Ltd. at PVC-MS: remuneration of VND 10,000,000/month;
- For independent members of the Board of Directors: allowance of VND 10,000,000/month;
- For members of the Supervisory Board working on a part-time basis without receiving salary from the Company: remuneration of VND 3,000,000/month.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Sincerely./.

#### ***Recipients:***

- As above;
- BOD, BOM, BOS;
- Archive: Secretariat, Department of Administrative organization.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**



**Vu Minh Cong**

