

No.: 04/BC-CKDK-HĐQT

Ha Noi, 04/04/

2025

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

**To: General Meeting of Shareholders of  
PetroVietnam Securities Inc. (PSI)**

The Board of Directors of PetroVietnam Securities Inc. respectfully reports to the General Meeting of Shareholders on the results of operations in 2024 and the direction for 2025 as follows:

**I. COMPANY ACTIVITIES IN 2024**

**1. Results of Operations in 2024:**

**1.1. Financial results:**

- Revenue for 2024 reached VND 347.29 billion, achieving 116% of the annual plan for 2024.
- Pre-tax and pre-provision profit for 2024 was VND 25.9 billion, reaching 123% of the target.
- The total asset size in 2024 reached VND 2,598.6 billion, completing 104% of the planned total assets of VND 2,500 billion for 2024.
- The financial safety ratio was over 200%, exceeding the required level of 180%.

• **Growth Structure:**

- The Company has identified a path for the investment bank model, adopting a proactive and balanced strategy in expanding business areas, diversifying tools, networks, and preparing for market challenges.

- In addition to strengthening core securities services, the Company has established capital operations, transforming investment quality and capital, forming a "three-legged stool" in revenue structure including securities services; capital and investment; consulting and analysis, which has accelerated business growth and breakthroughs.

- The revenue/profit ratio among sectors grew evenly by 2024. Securities services accounted for 60-65%; capital and investment accounted for 30-35%; Investment Banking and Research activities accounted for 5%.

**1.2. Business Operations:**



## **1.2. Business Operations:**

Recognizing market challenges and opportunities, the Board of Directors has provided decisive guidance; directly supported business plans; and issued 78 Resolutions/Decisions with important orientations and policies to enhance governance and business capabilities.

Implementing the strategic development direction for PSI until 2025 approved by the General Meeting of Shareholders: "3 pillars – 2 foundations – 1 goal," where the 3 pillars are Vietnam Oil and Gas Group (PVN), parent bank PVComBank, and foreign shareholders; the 2 foundations are human resources and technology; the goal is to develop according to the investment bank model focusing on the energy sector. Key business activities have been directed to strengthen and grow significantly in quality and specific numbers:

- ***Securities Services:***

This is the core business and backbone of PSI's annual operations. Securities services also support other business activities.

The average annual growth rate of outstanding loans reached 127%. Margin lending outstanding as of March 2025 was maintained at VND 1,400 billion.

- ***Investment Banking:***

PSI's IB sector has demonstrated its role and fulfilled important tasks by gradually mastering consulting activities for PVN and its member entities; serving PVComBank's business; providing consulting products for strategic partners like Nikko and many foreign partners operating or expanding in Vietnam.

- ***Capital and Investment:***

- **Addressing existing issues and restructuring the investment portfolio**

PSI restructured its investment portfolio, handling and rearranging inefficient and non-profitable investments. Thus, available capital was gradually supplemented, enhancing business efficiency.

The restructuring of the investment portfolio helped resolve legal issues, enabling control and governance of the portfolio. It can be affirmed that this breakthrough in investment activities and portfolio handling laid the groundwork for PSI's financial picture.

- **Capital Allocation Activities**

This is a new area of activity formed from PSI's strategy to transform into an investment bank model. Capital operations create a foundation for PSI's deep and stable development, from policy building to direct capital business, balancing and ensuring liquidity in core activities.

Developing capital operations significantly increased PSI's business efficiency by over 136%, with total assets reaching VND 2,598.6 billion in 2024, contributing

importantly to sustainable growth (Securities Services/Capital and Investment/Investment Banking and Research).

- ***Research:***

- The Research Center serves as a bridge between PSI and its partners and clients in the energy industry, enhancing PSI's position to master the energy sector.

- Building, developing, and continuously expanding relationships with foreign partners, providing diverse consulting services and investment products tailored to partners' needs and preferences.

- ***Development of Science and Technology:***

- Based on human resources and technology, PSI has identified the focus on developing people and technology as a breakthrough. PSI has developed a technology strategy to achieve goals, specifically: (i) Adopting advanced technologies, promoting digital transformation, and applying science and technology to increase utility on digital platforms; (ii) Building a strategy to partially master technology, creating application products that accompany governance and business activities.

- ***Restructuring Activities***

PSI has reorganized, restructured, and rearranged its organizational model to complete the organizational structure, thereby enhancing operational efficiency. Specifically:

- The Company reviewed the organizational model, reduced intermediate management levels, optimized task allocation, resulting in changes in coordination between entities and departments, facilitating flexibility in operations.

- Restructured individual in depth, strengthened recruitment of high-quality professionals with suitable skills aligned with the Company's strategy. Improved working environment, built a more specific performance evaluation system.

**Governance Activities:**

- ***Risk Management and Internal Audit:***

- \* *Legal:* PSI has standardized: (i) internal legal systems covering all business activities; (ii) organized corporate governance in a systematic and highly effective manner; (iii) internal processes and regulations standardized according to ISO 9001:2015.

- \* *Operation:* PSI has controlled risks through multiple layers: (i) The Risk Management Department participates in early risk assessment and identification; (ii) The Internal Control Department strictly controls internal processes independently; (iii) The Internal Audit Department monitors risk management, internal control, as well as financial and accounting activities



- Risk management and internal audit activities are comprehensively implemented. Regular or ad-hoc inspections are conducted to ensure PSI's activities comply with legal and internal regulations.

- **Personnel Structure**

The Company has developed a scientific and relatively complete organizational structure and model, aiming for a complete investment bank model in the energy industry. Personnel structure has been optimized, increasing the proportion of business staff while gradually reducing support staff.

## **II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

### **1. Members of the Board of Directors:**

As of December 31, 2024, the Board of Directors of PetroVietnam Securities Inc. included:

<b>No.</b>	<b>Members of BOD</b>	<b>Position</b>	<b>Period</b>
1	Mr. Nguyen Anh Tuan	Chairman - BOD	2022 - 2027
2	Mrs. Ho Viet Ha	Mem. BOD	2022 - 2027
3	Mr. Trinh The Phuong	Mem. BOD	2022 - 2027
4	Mrs. Phan Quynh Nga	Mem. BOD cum CEO	2022 - 2027
5	Mr. Than Tuan Anh	Independent Mem. BOD	2022 - 2027

### **2. Remuneration of the Board of Directors:**

Remuneration, operating expenses, and other benefits are implemented according to legal regulations and Company policies, suitable for PSI's operational situation. Each member of the BOD receives remuneration and other benefits in their capacity as a Board member.

### **3. Report on transactions between the Company, its subsidiaries, and companies where the Company holds more than 50% of the charter capital with members of the Board of Directors and their related parties; transactions between the Company and companies where Board members are founding members or business managers within the past three years prior to the transaction date.**

3.1 Transactions between the company and related individuals of the company; or between the company and major shareholders, insiders, and related individuals of insiders:



No.	Name of organization/ individual	Relationship with the company	Holder's Reg., Date, Place of Issuance	Head Office / Contact Address	Time of transaction	Resolution/Decision Number approved by the General Meeting of Shareholders (GMS)/Board of Directors (BOD)	Content, Quantity, and Total Value of transaction
1	PVComBank Fund Manegement JSC	Subsidiary of Vietnam Public Commercial Joint Stock Bank	23/UBCK-GP issued by the State Securities Commission on 14/12/2007 and Regulatory Licenses	9th Floor, Hapro Building, 11B Cat Linh, Ha Noi	The first 6 months of 2024	Resolution No. 04/NQ-BOD-CKDK dated March 28, 2024, Re.: "Approval of transactions involving insiders and related parties" with PVComBank Fund Management JSC.	Investment Portfolio Management Contract worth VND 125 billion.
2	Vietnam Public Joint Stock Commercial Bank	Parent Company	279/GP-NHNN issued on 16/9/2013 issued by the State Bank of Vietnam and adjusted licenses	22 Ngo Quyen, Ha Noi	The last 6 months of 2024	Resolution No. 19/NQ – HĐQT – CKDK dated 13/11/2024 Re.: "Approval of transactions with related individuals of the company"	Integrated services and linked account opening using EKYC technology
3	Vietnam Oil and Gas Group	Parent company of Vietnam Public Joint Stock Commercial Bank	176/GP-TTDT, issued on: 11/09/2019	No. 18 Lang Ha, Ha Noi.	The last 6 months of 2024	Resolution No. 25/NQ – HĐQT – CKDK dated 27/12/2024 Re.: "Approval of transactions with related individuals of the company"	Capital transfer advisory contract between PSI and PVN for providing consulting services on "developing and executing the plan for PVN's capital



							divestment at PVI, PAP, PVE, Petrosetco”
4	Vietnam Oil and Gas Group	Parent company of Vietnam Public Joint Stock Commercial Bank	176/GP-TTDT, issued on: 11/09/2019	No. 18 Lang Ha, Ha Noi.	The last 6 months of 2024	Resolution No. 26/NQ – HĐQT – CKDK dated 27/12/2024 Re.: "Approval of transactions with related individuals of the company"	Advisory service contract for organizing the General Meeting of Shareholders between PSI and PVN.

3.2 Transactions between insiders of listed companies, related individuals of insiders and subsidiaries or companies controlled by listed companies.

02 Transactions

3.3 Transactions between the company and other entities

No transactions.

3.4 Transactions between companies and companies in which members of the BOD, members of the Supervisory Board, and the CEO have been founding members or members of the BOD, and the CEO in the past three (03) years (as of the time of making reports)

No transactions.

3.5 Company-to-company transactions in which related person of members of the BOD, members of the Supervisory Board, and the CEO are members of the BOD, the Executive Director

01 Transaction.

3.6 Transactions of the company (if any) that may bring material or immaterial benefits to members of the BOD, members of the Supervisory Board, and the CEO

No transaction.

3.7 Trading shares of insiders and related person of insiders

No transaction.

#### 4. Resolutions of the Board of Directors (BOD) in 2024:

No.	Resolution No.	Dated	Related	Approval Rate
1	01/NQ - HĐQT- CKDK	24/01/2024	Quarter 4/2023 BOD Meeting	5/5
2	02/NQ - HĐQT- CKDK	30/01/2024	Issuance of PSI's risk policy.	5/5
3	03/NQ - HĐQT- CKDK	08/03/2024	Plan for organizing the 2024 Annual General Meeting of Shareholders.	5/5



No.	Resolution No.	Dated	Related	Approval Rate
4	04/NQ - HĐQT- CKDK	28/03/2024	Approval of transactions involving insiders and related parties with PVCB Fund Management Joint Stock Company.	5/5
5	05/NQ - HĐQT- CKDK	01/04/2024	Assignment of duties for accounting officers at PSI.	5/5
6	06/NQ - HĐQT- CKDK	01/04/2024	Approval of draft contents to be submitted to the 2024 Annual General Meeting of Shareholders.	5/5
7	07/NQ - HĐQT- CKDK	08/05/2024	Quarter 1/2024 BOD Meeting Approval of business results of the first quarter of 2024 and the plan for the second quarter of 2024	5/5
8	09/NQ - HĐQT- CKDK	12/06/2024	Selection of independent auditors for 2024	5/5
9	10/NQ - HĐQT- CKDK	25/06/2024	Issuance of Regulations on Investment activity.	5/5
10	11/NQ - HĐQT- CKDK	03/07/2024	Approval of the bond issuance plan for PSI.	5/5
11	12A/NQ - HĐQT- CKDK	17/08/2024	Regular BOD Meeting for the second quarter of 2024.	5/5
12	13/NQ - HĐQT- CKDK	26/08/2024	Change of Director of Ho Chi Minh Branch	5/5
12	14/NQ - HĐQT- CKDK	26/08/2024	Change in the Corporate Governance Officer.	5/5
14	15/NQ - HĐQT- CKDK	11/09/2024	Appointment of Deputy CEO of the company, Mrs. Luu Thi Viet Ha	5/5
15	17/NQ - HĐQT- CKDK	22/10/2024	Regular BOD Meeting for the third quarter of 2024.	5/5
16	19/NQ - HĐQT- CKDK	13/11/2024	Approval of the transaction with related party of Vietnam Public Commercial Joint Stock Bank.	5/5
17	21/NQ - HĐQT- CKDK	14/11/2024	Approval of the registration for PSIH2426001 bond transaction on the private bond trading system of HNX.	5/5



No.	Resolution No.	Dated	Related	Approval Rate
18	25/NQ - HĐQT- CKDK	06/12/2024	Approval of transactions with a related party, the Vietnam Oil and Gas Group.	5/5
19	26/NQ - HĐQT- CKDK	27/12/2024	Approval of transactions with a related party, Vietnam Oil and Gas Group.	5/5

#### **5. Supervisory activities of the Board of Directors:**

In order to ensure the effective organization of the company's business operations in accordance with the decisions and directives of the BOD, the BOD regularly monitors the activities of the Board of Management and other departments through a clearly defined assignment mechanism, to evaluate the performance of the Board of Management, ensuring the company's operations are transparent, comply with the law, and are implemented in alignment with the Resolutions/Decisions of the BOD. The BOD has carried out its supervisory responsibilities over the activities of the Executive Board as follows:

- Organize the supervision and implementation of the 2024 Financial Statements, 2024 Quarterly Financial Statements, Semi-annual Financial Statements, and Annual Reports 2024.
- To supervise the implementation of the Resolutions/Decisions of the General Meeting of Shareholders and the BOD that have been issued, to inspect the executive activities of the BOD in business activities.
- Supervise and direct the disclosure of target information to ensure transparency and timeliness in accordance with regulations; and
- Supervise the management of the BOD to improve business efficiency and complete the targets set.
- The BOD considered and evaluated the implementation of the business plan through reports, documents of the Executive Board and quarterly reports to the BOD.
- Review reports and recommendations from assisting subcommittees to monitor compliance and orient the activities of the Executive Board.

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

##### **Mr. Nguyen Anh Tuan – Chairman of the Board of Directors:**

- As Chairman of the BOD, Mr. Nguyen Anh Tuan has convened, chaired and directed the meetings of the BOD, discussed and voted to approve the contents of the BOD' opinion in 2024; Supervise, direct and support the activities of the Board of Management and business entities. Directly



chairing the meetings of the Subcommittees of the BOD: Financial Services Policy Council, Investment Council, Emulation and Commendation Council... directly directing the implementation of PSI's development strategy; information technology development strategy... Support to expand customer relations, work with superior management agencies and connect business opportunities.

**Mrs. Ho Viet Ha – Member of the Board of Directors:**

- As a member of the BOD, Ms. Ho Viet Ha has fully participated in meetings of the Board of Directors, advised and voted on the contents of the Board of Directors; advised and gave opinions on business plans, corporate governance issues related to PSI's activities.
- Support to promote cross-selling products with Parent Bank - PVComBank.
- Providing feedback on the development, amendment, and supplementation of regulations and policies in the company's internal governance.

**Mr. Trinh The Phuong: Member of the Board of Directors:**

- As a member of the Board of Directors, Mr. Trinh The Phuong has fully participated in Board of Directors meetings, advised and voted on the contents of the Board of Directors consultation; Legal advice and dissemination of legal regulations related to the Company's operations.
- Support to promote cross-selling products with Parent Bank - PVComBank.
- Providing feedback on the development, amendment, and supplementation of regulations and policies in the company's internal governance.

**Mrs. Phan Quynh Nga: Member of Board of Directors cum Director:**

- As a member of the Board of Directors, Ms. Phan Quynh Nga has fully participated in Board of Directors meetings, advised and voted on the contents of the Board of Directors. As a Member of the Board of Directors and CEO of the Company, Ms. Phan Quynh Nga performs the duties and powers of the role of CEO, specified in the Company's Charter
- Implementing the Resolutions and Decisions of the Board of Directors; directly overseeing and managing the company's overall operations, daily business activities, financial and accounting tasks, planning duties, and personnel management within the scope of delegated authority; stationed regularly at the headquarters to promptly handle matters, ensuring the company operates continuously and smoothly.
- Developing annual business plans, investment projects, and internal management policies and regulations for the company.

**Mr. Tran Tuan Anh: Independent Member of the Board of Directors**

- Supporting PSI in its relationships with Entities inside and outside the industry to promote business activities, advising the Board of Directors in evaluating the operational capacity of the Board of Management, providing remuneration levels for members of the Board of Directors and members of the Board of Management
- Review financial statements and prevent and resolve conflicts that may arise between shareholders or managers of the Company.
- Supporting the promotion of domestic and foreign cooperation.

### **III. 2025 BOARD OF DIRECTORS ACTION PLAN**

- 1) Directing and supporting solutions to complete and strive to exceed the 2025 business plan assigned by the General Meeting of Shareholders.
- 2) Strategic orientation of products and services:
  - Strategic Orientation:
    - 03 pillars: PVN, PVComBank, a complex of foreign partners
    - 02 Platform: People, Technology
    - 01 Objective: A securities company under the model of Investment Banking in the energy sector
  - Strategic Product: Financial Products in the energy sector
  - Focus on developing digital financial products applying technology.
- 3) Growth Rate:
  - The average growth rate of revenue and profit is 20%.
  - The average income strives to grow by 10%/year, reaching the top high average of the industry.
- 4) Improving governance:
  - Cost management and operational efficiency.
  - Improve operational risk management, ensure compliance.
  - Develop and implement an end-to-end decentralized governance model.
  - Continue to set up a data management system (database).
- 5) Technology:
  - Catching up with the trend of technology (AI), promoting the application of science and technology to production and business activities, gradually mastering the IT system through intermediary APIs to completely master the IT system.
  - Perfecting the long-term technology strategy in the direction of partial mastery, diversifying technology partners.
  - Consolidate technology personnel to meet the strategy.
  - Develop technological infrastructure according to the new trend to meet development needs;



- Promoting digital transformation activities to participate in increasing revenue, market share and labor productivity.
- 6) Regarding the network: Prioritize network development at key oil and gas administrative points and priority transaction points of PVComBank.
- 7) Regarding products and services: Developing investment banking products and services, increasing cross-selling with the Bank.
- 8) In terms of market share and customer network: Focus on developing target customer groups in the Energy industry and expand to Japanese and Korean enterprises in Vietnam; Increase transaction market share and number of individual customers through the deployment of technology applications according to new trends.
- 9) Regarding recovery and handling of backlogs: Continue to definitively handle major shortcomings (bad debts, outstanding OTC portfolios).
- 10) Human Resource Management:
  - Strengthen administrative discipline and working culture in the workplace. Building a dynamic and enthusiastic entrepreneurial spirit; Friendly and fair working environment.
  - Continue to consolidate and improve the executive capacity of the Company's executives and key leaders;
  - Implement competitive wage policies to ensure the development of quality and quantity of human resources;
  - Develop a strategy for training and improving labor productivity in both breadth and depth;
  - Develop a core team policy for core employees to build a cohesive team of personnel to accompany PSI and develop with PSI.

The above is the 2024 activity report and the 2025 activity plan of the Board of Directors. The Board of Directors respectfully submits this to the General Meeting of Shareholders for review and approval.

Respect./.

**Recipients:**

- As above;
- Archive

**O/B. BOARD OF DIRECTORS  
CHAIRMAN**



**Nguyen Anh Tuan**