

REPORT OF THE BOARD OF DIRECTORS

2025

Submit to: General Meeting of Shareholders of Vietnam Bank for Industry and Trade Securities Joint Stock Company

The Board of Directors (BOD) of Vietnam Bank for Industry and Trade Securities Joint Stock Company (the Company/VietinBank Securities) respectfully submit the following report to the Valued shareholders:

- Assessment of the Company's business management activities in 2024;
- Governance and performance of the BOD and BOD members in 2024;
- Business orientation for 2025.

OVERVIEW OF THE STOCK MARKET IN 2024:

The year 2024 continued to present significant challenges for the global economy and international stock markets in general, as well as Vietnam's economy and stock market in particular. These challenges stemmed from both domestic and international factors, including the slower-than-expected rate cuts by the FED and other major central banks in Europe, the UK, Canada, and Australia amid persistently complex inflation trends, which have yet to reach target levels, thereby affecting consumption demand in Vietnam's major export markets. Geopolitical conflicts and ineffective stimulus packages aimed at reviving China's real estate market also raised concerns among investors about economic growth prospects. Additionally, the Vietnamese stock market faced pressure from macroeconomic factors such as the unexpected surge in exchange rates in early June 2024, prompting the State Bank of Vietnam (SBV) to flexibly manage monetary policy to support economic recovery and growth. Domestic gold prices continuously hit historical peaks due to global geopolitical instability, leading the SBV to adjust its gold-selling methods through four state-owned banks. Banks encountered excess liquidity risks as they were required to increase provisions for bad debts if they granted credit to customers severely affected by macroeconomic fluctuations since 2022.

Under these circumstances, the Vietnamese stock market in 2024 exhibited unpredictable movements. The VN-Index surged by over 160 points from late December 2023 to the end of March 2024 but then fluctuated widely within the 1,200–1,300-point range for the remainder of the year, closing at 1,266.78 points at the end of 2024, reflecting a 12.11% increase compared to the closing level at the end of 2023 (1,129.93 points). The market capitalization of the VN-Index at the end of 2024 was recorded at VND 5,252.24 trillion, marking a 16.33% increase from the end of 2023. The market's average trading volume in 2024 was 641.74 million matched shares per session, a 4.4% decrease from 2023, but the average matched trading value reached VND 16,410.13 billion per session, up 21.1% from 2023.

Regarding newly opened accounts, the number of investors opening accounts continued to increase at a significantly stronger pace than in previous periods. Specifically, in 2024, domestic investors opened over 2 million new securities accounts, more than five times the number in 2023, while foreign investors opened nearly 2,400 new accounts. This brought the total number of investor accounts in the Vietnamese stock market to over 9.29 million as of December 31, 2024, an increase of 27.5% compared to the end of 2023.

In terms of foreign investor trading activities, foreign investors recorded a record net sell of VND 90,269.03 billion on HOSE in 2024, a substantial increase compared to the net sell value of VND 24,670.75 billion in 2023. Notably, foreign investor selling pressure surged sharply in Q2 2024, primarily due to the unexpected rise of the USD/VND exchange rate, which approached its historical peak of 25,500 VND.

Amidst the stock market's unpredictable fluctuations, securities companies displayed varied business performance in 2024. While some companies, including VietinBank Securities, SSI, SHS, and HCM, achieved profit growth compared to 2023, others, such as VND and VDS, experienced a decline in business results.

I. ASSESSMENT OF COMPANY BUSINESS MANAGEMENT IN 2024

1. Business Operations

By the end of 2024, the Company's total revenue and other income reached VND 1,038.84 billion, while pre-tax profit amounted to VND 287.39 billion, reflecting a 24.48% increase from 2023 and achieving 102.56% of the pre-tax profit target assigned by the General Meeting of Shareholders (VND 280.223 billion). After-tax profit reached VND 231.09 billion, marking a 23.31% increase from 2023. Specifically:

Unit: VND

No.	Items	Implementation		Implementation rate in 2024 compared to 2023
		2024	2023	
I	Revenue	1,036,052,431,257	1,148,978,927,439	90.17%
1.1	Gain from financial assets at fair value through profit/loss (FVTPL)	391,767,991,951	533,828,174,904	73.39%
1.2	Gain from available-for-sale (AFS) financial assets	64,879,576,528	72,374,821,001	89.64%
1.3	Gain from loans and receivables	319,637,893,115	253,381,553,614	126.15%
1.4	Gain from held-to-maturity (HTM) investments	119,525,223,514	162,032,721,280	73.77%
1.5	Revenue from securities brokerage services	105,190,238,623	100,344,090,765	104.83%

No.	Items	Implementation		Implementation rate in 2024 compared to 2023
		2024	2023	
1.6	Revenue from underwriting and securities issuance agent services	1,120,000,000	2,321,818,182	48.24%
1.7	Revenue from financial advisory services	8,865,183,340	5,534,272,727	160.19%
1.8	Revenue from securities depository services	12,989,457,983	13,946,258,320	93.14%
1.9	Other operating income	8,271,188,358	467,674,964	1,768.58 %
1.10	Financial income	3,805,677,845	4,747,541,682	80.16%
II	Other income	2,791,736,431	951,759,241	293.32%
III	Expenses	751,452,642,910	919,058,920,093	81.76%
3.1	Operating expenses + General and Administrative expenses	494,594,610,512	577,200,878,585	85.69%
3.2	Financial expenses	256,343,679,748	341,794,385,505	75.00%
3.3	Other expenses	514,352,650	63,656,003	808.02%
IV	Accounting Profit Before Tax	287,391,524,778	230,871,766,587	124.48%
4.1	Realized profit	301,723,136,270	338,893,201,377	89.03%
4.2	Unrealized profit	(14,331,611,492)	(108,021,434,790)	13.27%
V	Accounting Profit After Tax (*)	231,086,774,298	187,400,623,843	123.31%
5.1	Realized profit	242,552,063,493	273,599,321,211	88.65%
5.2	Unrealized profit	(11,465,289,195)	(86,198,697,368)	13.30%

(Source: The Company's audited financial statements in 2024)

(*) According to the accounting standards applicable to securities companies issued by the Ministry of Finance under Circular No. 210/2014/TT-BTC dated December 30, 2014, and Circular No. 334/2016/TT-BTC dated December 27, 2016, amending and supplementing Circular No. 210/2014/TT-BTC.

2. Evaluation of Main Business Operations

The Company's results in 2024 primarily stem from its core business activities, including securities investment and capital trading, brokerage and margin lending, as well as corporate financial advisory services. Specifically:

2.1. Securities Investment and Treasury Activities

Proprietary Investment Activities: In 2024, amid unpredictable developments in the stock market, the Company closely adhered to the strategic direction set at the beginning of the year for proprietary trading. It strengthened risk management for its portfolio and implemented safe, flexible, and efficient investment strategies. By the end of 2024, the Company's Gain from financial assets at fair value through profit/loss (FVTPL) and Gain from available-for-sale (AFS) financial assets reached VND 391.77 billion and VND 64.88 billion, respectively. The Company also intensified its bond investment activities, with the total value of its unlisted corporate bond investment portfolio reaching VND 725.31 billion as of December 31, 2024, marking a 46.65% increase compared to the beginning of the year.

Treasury Activities: In 2024, both domestic and international financial markets continued to face multiple challenges due to persistently high global interest rates, significant fluctuations in the VND/USD exchange rate, rising gold prices, and an overall challenging economic environment. In Vietnam, the strong surge in credit demand from the second half of the year drove interest rates upward, posing significant challenges for the Company's Treasury activities. In response, the Company proactively negotiated with both domestic and international financial institutions to increase credit limits, ensuring liquidity for business operations while optimizing funding costs. By the end of 2024, the Company had established and expanded relationships with more than 40 credit institutions, financial institutions, and businesses both domestically and internationally. The total credit limit, borrowing limit, and guarantees granted to the Company as of December 31, 2024, converted into VND, amounted to nearly VND 23,500 billion. Additionally, the Company actively implemented various Treasury strategies to enhance revenue and profitability throughout the year.

2.2. Brokerage and Securities Margin Lending Activities

In 2024, the Company continued to strengthen its securities brokerage activities and expand its margin lending operations, achieving positive results. Specifically:

- The Company's total revenue from brokerage services for 2024 reached VND 105.19 billion, representing a 4.83% increase compared to 2023. The number of newly opened regular securities trading accounts recorded by the Company was 5,227, marking a sharp increase of 109.42% compared to 2023

- The Company's loan receivables from margin activities at the end of 2024 stood at VND 3,193.56 billion, up 17.32% compared to the end of 2023. Total revenue from interest income from margin lending in 2024 amounted to VND 306.99 billion, reflecting a 26.59% increase compared to the previous year. Throughout the year, the Company ensured compliance with the margin loan limit, keeping it within 200% of equity as stipulated by the margin trading regulations of the State Securities Commission.

2.3. Corporate Financial Advisory and Securities Issuance Agent Activities

In 2024, the Company's corporate financial advisory and securities issuance agency activities continued to face numerous challenges. However, through the collective efforts of the leadership and employees across the Company's advisory units, improvements were made in

market presence, product diversification, and service quality enhancement. As a result, the Company's corporate financial advisory operations saw significant positive developments. Over the course of the year, the Company successfully signed 56 new advisory and issuance agency contracts, representing a 40% increase compared to 2023. Total revenue from advisory and issuance agency activities reached VND 9.99 billion in 2024, up 27.10% compared to 2023. Specifically, revenue from corporate financial advisory services amounted to VND 8.87 billion, reflecting a 60.19% increase, while revenue from issuance agency activities reached VND 1.12 billion.

3. Evaluation of Support Activities and Risk Management

3.1. Research, Analysis, and Product Development Activities

In 2024, the Company's research, analysis, and product development activities continued to provide investors with valuable insights and recommendations through various reports and in-depth analyses. These reports served as strategic guidance, supporting the Company's securities brokerage division and other internal departments. Additionally, the product development division focused on software upgrade projects, participation in the KRX project, and other initiatives. Furthermore, the Company conducted surveys/research on new products and developed marketing programs (Customer Appreciation Program on the Company's anniversary, Trade & Earn Rewards, the "Travel with VietinBank Securities" program, and a special transaction fee waiver for customers linking their VietinBank payment accounts with VietinBank Securities accounts,...) to enhance brand recognition and attract new customers while maintaining existing accounts.

3.2. Accounting and Financial Management

In 2024, the Company's accounting and financial management operations continued to ensure close coordination between internal units. This collaboration ensured timely, accurate, and transparent tracking and accounting of all assets, capital sources, business investments, and customer securities transaction account balances in compliance with regulatory requirements. The financial accounting team also effectively supported internal departments in managing and balancing capital to ensure safe and stable liquidity while complying with all legally mandated financial safety ratios.

3.3. Information Technology Activities

In addition to ensuring stable and continuous operation of the Company's Information Technology (IT) system, a major project was undertaken in 2024 to relocate all IT infrastructure—including network equipment, servers, storage systems, and transmission lines from 306 Bà Triệu to a professional Data Center (DC) managed by CMC (This transition established a standardized connectivity model linking the headquarters, branches, and the Bà Triệu transaction office to the new DC while ensuring proper connectivity with Stock Exchanges in accordance with regulatory requirements). The Company also continued implementing multiple software projects aimed at improving service quality and customer experience, with completion expected in 2025.

To strengthen system security, the Company actively collaborated with partners and the IT Center of VietinBank to conduct a comprehensive review of its entire IT infrastructure and

security policies. These efforts ensured compliance with Stock Exchange regulations and the State Securities Commission's requirements.

3.4. Internal Control and Risk Management

In 2024, the Company continued monitoring, preventing, detecting, and addressing risks that could impact the interests of both the Company and its customers in accordance with corporate policies and legal regulations. Risk management remained a priority and was integrated into all business activities. The Company proactively identified potential risks, issued warnings, and implemented measures to mitigate losses in business operations. The Executive Board and risk control teams regularly assessed risks in investment activities, capital trading, margin lending, overdue and matured debts, transaction risks, operational risks, and risks associated with new products and services. This proactive approach enabled timely risk warnings and effective risk management strategies.

3.5. Human Resource and Compensation Management

In 2024, the Company continued to focus on human resource development policies, emphasizing the recruitment of skilled personnel, internal promotions, and workforce restructuring to strengthen operational efficiency. The Company also enhanced training programs through high-quality internal and external courses to support employee development.

The Company's compensation system remained performance-based, with salary adjustments aligned with KPI evaluations. This ensured that employee contributions were accurately assessed and appropriately rewarded. Additionally, the Company continued refining its compensation structure to attract and retain highly skilled and experienced employees, thereby fostering a strong foundation for sustainable growth.

3.6. Administrative Management

In 2024, administrative management operations effectively supported the Company's business activities. Investments were made to upgrade and maintain office equipment, tools, transportation, and other essential infrastructure. The Company ensured compliance with security regulations and fire prevention protocols throughout the year, with no security incidents reported.

4. Social welfare work

In 2024, through the Company's Labor Union and Youth Union, a series of charitable and social welfare activities were organized and participated in, including:

- In collaboration with the Central Acupuncture Hospital in Hanoi, the Company organized the "Zero-Cost Spring Fair" in 2024 on the occasion of the Lunar New Year 2023, distributing Tet gifts directly to patients and their families receiving treatment at the hospital.

- In partnership with Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank), the Company implemented the "Loving Porridge" program - Sponsoring breakfast for underprivileged pediatric patients undergoing medical examinations and treatment at the National Children's Hospital on days throughout the year (except holidays, Tet).

- Organized the "Return to the Roots 2024" program, paying tribute at the Quang Tri Ancient Citadel and the Special National Relic Site of Truong Son Martyrs' Cemetery. This annual activity is carried out to honor the immense contributions and sacrifices of past generations while reinforcing patriotism and encouraging the spirit of national protection and development among VietinBank Securities' employees.

- To support flood-affected communities in overcoming difficulties, all employees of VietinBank Securities, in collaboration with the VietinBank system, launched the "One Day Salary Donation – Support for People Affected by Typhoon Yagi" campaign. This initiative reflected the spirit of mutual assistance and solidarity with those impacted by the storm. Additionally, trade union members contributed one day's salary to support social welfare activities, commemorating the 75th anniversary of the historic Dien Bien Phu victory and other significant national events initiated by the VietinBank Trade Union.

- Participated in blood donation activities at the "Blood Donation, Sharing Life with Every Drop" event, organized by VietinBank in cooperation with the National Institute of Hematology and Blood Transfusion at the Quan Ngua Sports Complex in Ba Dinh.

5. Other Contentss

- *Regarding the Company's corporate bond issuance:* In 2024, the Company did not implement any corporate bond issuance.

II. CORPORATE GOVERNANCE AND PERFORMANCE OF THE BOARD OF DIRECTORS AND ITS MEMBERS IN 2024

At VietinBank Securities, based on the established business orientations and the overall objectives for 2024, as well as the business plans and targets assigned by the General Meeting of Shareholders (GMS), and taking into account actual market developments and forecasts, the Board of Directors (BOD), its members, and the Executive Board have consistently worked together, actively leveraging their leadership roles to drive the Company's business activities efficiently and safely. Accordingly, in 2024, the BOD has directed the Executive Board and various internal departments to continue strengthening cross-selling of products and services, enhancing the exploitation of VietinBank's ecosystem to develop customer bases, and increasing the Company's revenue and profits. At the same time, core business activities have been further promoted, including maximizing market opportunities for proprietary trading in stocks and bonds while maintaining strict and effective portfolio risk management. Additionally, the Company has continued to expand its brokerage services and margin lending activities (with the average margin loan balance in 2024 increasing significantly by 41.55% compared to the 2023 average, marking the first time the Company has exceeded a margin loan balance of VND 3,000 billion). Furthermore, under the guidance, leadership, and support of the BOD and its members, as well as the concerted efforts of the Executive Board and internal departments, in 2024, the Company has continued to expand its relationships with domestic and international financial institutions and enterprises to promptly meet capital needs for business activities at a reasonable funding cost. This was achieved despite the upward trend in interest rates in the latter part of the year. As a result,

the Company's liquidity remained stable and secure throughout 2024. In parallel with promoting business activities, the BOD has also instructed the Executive Board and internal departments to strengthen risk control across all operations, ensuring that no major risks arose during the year. The Company has continued to enhance audit, inspection, and control activities while maintaining and improving the review, amendment, supplementation, and completion of internal policy and regulatory documents. Additionally, the BOD has directed efforts towards human resource development, streamlining, innovation, and improving workforce quality, as well as promoting digital transformation and ensuring the security and safety of the Company's IT systems. Overall, all aspects of the Company's activities in 2024 have received close attention and proactive guidance from the BOD and its members. The tasks assigned by the GMS have been fully implemented by the BOD.

Specifically:

1. Performance of the Board of Directors and Its Members Based on Assigned Functions and Responsibilities

- 1.1. The Board of Directors (BOD) is responsible for the overall leadership of all activities in accordance with the functions, duties, and powers prescribed by law and the Company's Charter of Organization and Operations (Company's Charter).
- 1.2. Based on the Company's 2024 business plan targets approved by the General Meeting of Shareholders (GMS), the BOD has set operational goals, approved the allocation of business targets to different departments, and supervised the implementation to ensure the plan is not only met but exceeded.
- 1.3. In 2024, the BOD held 27 in-person meetings, with 100% attendance from all BOD members. These included at least one regular meeting per quarter and extraordinary meetings as necessary to address arising issues. Through these meetings, the BOD promptly grasped the Company's business operations, corporate governance, and risk management, supervised, and directed the CEO and executives in handling work matters, provided timely solutions for operational challenges, and oversaw risk management, internal control, and internal audit processes. These efforts have contributed to enhancing the Company's business performance. BOD members actively participated in meetings, thoroughly researched and provided input on decision-making processes, and approved resolutions with a strong sense of responsibility.

All BOD meetings were convened and conducted with a specific, legally compliant schedule, adhering to the procedures outlined in the Company Charter, Internal Corporate Governance Regulations, and BOD Operational Regulations. Meeting agendas were actively discussed, and BOD members provided their opinions. For contentss requiring deliberation and voting, the BOD Chairman ensured all members were consulted in compliance with the regulations.

In addition to in-person meetings, the Chairman of BOD also sought opinions from BOD members in writing for resolutions, leading to the issuance of 242 resolutions through this method.

In total, the Company's BOD issued 269 resolutions in 2024.

Detailed information regarding BOD meetings, resolutions issued in 2024, and corporate governance contentss has been presented in the Company's 2024 Corporate Governance Report and disclosed to all shareholders, investors, and regulatory authorities in accordance with securities market disclosure regulations.

1.4. Activities of the Independent BOD Member and Evaluation of the BOD's Performance by the Independent BOD Member

At the Company's 2024 Annual General Meeting of Shareholders (AGM) held on April 2, 2024, the GMS approved the personnel proposal and elected BOD members and Board of Supervisors members. Accordingly, five BOD members were elected, including one independent BOD member, with a term of five years from April 10, 2024, to April 9, 2029.

As per the election results for the independent BOD member at the 2024 AGM, the Company had a change in this position during the year:

- From January 1, 2024, to April 9, 2024, the independent BOD member was Ms. Nguyen Thi Thu Hang.
- From April 10, 2024, to December 31, 2024, the independent BOD member was Ms. Pham Thi Huyen Trang.

Throughout 2024, in addition to fulfilling the general duties and responsibilities of a BOD member, both Ms. Nguyen Thi Thu Hang and Ms. Pham Thi Huyen Trang, in their capacity as independent BOD members, performed their supervisory roles in accordance with legal regulations, ensuring the protection of shareholders' interests. They fully attended and actively contributed independent opinions at all BOD meetings and written consultations, with a 100% participation rate in voting. The independent BOD member also proactively provided suggestions and recommendations regarding the Company's business operations, risk management, and governance.

According to the independent BOD member's assessment:

- In 2024, the BOD actively and responsibly executed and supervised the implementation of resolutions and decisions of the GMS and BOD. The BOD fulfilled its rights, obligations, and responsibilities as stipulated by law, the Company's Charter, the Internal Corporate Governance Regulations, and the BOD Operational Regulations. Discussions in BOD meetings were transparent, independent, and constructive, with input from all members being considered.
- The BOD directed and supervised the Executive Board in developing medium-term strategies and business plans, ensuring operational targets were aligned with the objectives approved by the GMS while safeguarding shareholder interests, company benefits, employee rights, and customer rights.
- The BOD focused on enhancing cross-selling efforts to maximize the benefits of the parent bank's ecosystem, strengthening the core product and service offerings aligned

with market trends and the Company's strategic direction, such as securities brokerage, margin lending, capital market activities, and corporate financial advisory. It also continued to maintain and optimize operational efficiency and risk management.

- The BOD and Executive Board held regular and ad-hoc meetings to monitor the Company's performance, ensure the execution of business plans, and address operational challenges in a timely manner. The BOD required the Executive Board to provide periodic and ad-hoc reports on business activities and corporate governance. Based on these reports, the BOD provided timely directives to resolve operational issues, oversee risk management, and ensure the smooth execution of business strategies.
- In 2024, despite continued macroeconomic challenges affecting the securities market both domestically and internationally, the BOD and Executive Board actively monitored market conditions, assessed developments, and made timely decisions to ensure that the Company met the business targets set by the GMS. As a result, through the collective efforts and commitment of the BOD, the Executive Board, and all employees, the Company successfully exceeded its 2024 pre-tax profit target assigned by the GMS.

2. Regarding transactions between the Company and major shareholders; transactions between the Company and members of the Board of Directors and their related persons; transactions between the Company and companies in which a member of the Board of Directors is a founding member or has been an enterprise manager within the past three years before the transaction date:

2.1. *Transactions between the Company and major shareholders, transactions between the Company and members of the Board of Directors and their related persons:*

In 2024, the Board of Directors of the Company issued a total of 12 Resolutions related to transactions with related persons, including:

- 11 Board Resolutions approving transactions with related persons, specifically as follows:
 - (1) Resolution No. 52/2024/NQ-HĐQT-CKCT dated March 27, 2024, approving the Company to enter into confidentiality agreements (NDA) with MUFG Ltd. Bank, Hanoi Branch (MUFG Hanoi) and MUFG Ltd. Bank, Ho Chi Minh City Branch (MUFG Ho Chi Minh) – Transaction with related persons.
 - (2) Resolution No. 114/2024/NQ-HĐQT-CKCT dated June 10, 2024, regarding the signing of a Receivables Management Service Agreement through Account Identification with VietinBank Thanh Xuan Branch – Transaction with related persons.
 - (3) Resolution No. 146/2024/NQ-HĐQT-CKCT dated July 25, 2024, approving the Company to enter into a Consulting Contract for Bond Offering Registration

Documents, Registration Agent, and Payment Agent, as well as Bond Listing Consultancy for the 2024 Public Issuance of Bonds by Vietnam Joint Stock Commercial Bank for Industry and Trade with VietinBank – Transaction with related persons.

- (4) Resolution No. 157/2024/NQ-HĐQT-CKCT dated August 8, 2024, approving the Company to sign an additional Appendix 09 attached to the Cooperation Agreement on providing payment account opening services, securities account opening services, and online linking/unlinking of payment and securities accounts for individual customers with Vietnam Joint Stock Commercial Bank for Industry and Trade – Transaction with related persons.
- (5) Resolution No. 165/2024/NQ-HĐQT-CKCT dated August 12, 2024, approving the Company to enter into a Master Agreement for the purchase and sale of valuable papers and conduct transactions with Indovina Bank Limited (IVB) – Transaction with related persons.
- (6) Resolution No. 183/2024/NQ-HĐQT-CKCT dated August 30, 2024, approving Vietnam Bank for Industry and Trade Securities Joint Stock Company - Da Nang Branch to enter into an Office Lease Agreement with the Representative Office of Vietnam Joint Stock Commercial Bank for Industry and Trade in Da Nang – Transaction with related persons.
- (7) Resolution No. 199/2024/NQ-HĐQT-CKCT dated September 25, 2024, approving the Company to enter into a Comprehensive Health Insurance Contract VBICARE with Vietnam Joint Stock Commercial Bank for Industry and Trade Insurance Corporation (VBI) and/or VBI branches – Transaction with related persons to implement a customer appreciation program on the Company's anniversary.
- (8) Resolution No. 242/2024/NQ-HĐQT-CKCT dated November 28, 2024, approving the Company to sign an additional Appendix 06 attached to the VBI Care Health Insurance Contract No. 020.KD07.HD.CN.23.390901 dated December 1, 2023, with Vietnam Joint Stock Commercial Bank for Industry and Trade Insurance Corporation - VietinBank Dong Do Insurance Company – Transaction with related persons.
- (9) Resolution No. 258/2024/NQ-HĐQT-CKCT dated December 26, 2024, approving the Company to enter into a VBI Care Health Insurance Contract with Vietnam Joint Stock Commercial Bank for Industry and Trade Insurance Corporation - VietinBank Dong Do Insurance Company – Transaction with related persons to purchase health insurance for Company employees.
- (10) Resolution No. 259/2024/NQ-HĐQT-CKCT dated December 26, 2024, approving the Company to enter into a Purchase Contract with Vietnam Joint Stock Commercial Bank for Industry and Trade Gold and Jewelry One Member Company Limited – Transaction with related persons to implement the Tet gift

procurement package for partner appreciation, featuring the Company's logo, on the occasion of the New Year 2025.

- (11) Resolution No. 260/2024/NQ-HĐQT-CKCT dated December 27, 2024, approving the Company to enter into a Purchase Contract with Vietnam Joint Stock Commercial Bank for Industry and Trade Gold and Jewelry One Member Company Limited – Transaction with related persons to implement the Tet gift procurement package for employee appreciation on the occasion of the New Year 2025.

and

- 01 Resolution No. 200/2024/NQ-HĐQT-CKCT dated September 26, 2024, approving the policy of entering into contracts and transactions with related (including details on *partners/related parties, the scope of contracts/transactions, and the maximum cumulative transaction value within the year*).

2.2. *Transactions between the Company and a company where a Board member is a founding member or has been a manager within the last three years before the transaction:*

- In 2024, the Company engaged in transactions with VietinBank Fund Management One Member Limited Liability Company (where Ms. Tran Thi Ngoc Tai – Deputy General Director of the Company was Deputy General Director of this company until March 30, 2022). Specifically: the VietinBank Fund Management One Member Limited Liability Company conducted securities custody and trading activities at VietinBank Securities.

Detailed information on transactions between the Company and major shareholders; transactions between the Company and members of the Board of Directors and their related persons; transactions between the Company and a company where a Board member is a founding member or has been a manager within the last three years in 2024, as well as the balances with the related parties mentioned above, have been presented in the Company's audited 2024 financial statements and Section VII of the 2024 Corporate Governance Report, which has been disclosed to all shareholders, investors, and regulatory authorities in accordance with information disclosure regulations in the securities market.

3. Regarding the Supervision Results for the General Director and Other Executives of the Company:

In 2024, the Board of Directors (BOD) of the Company supervised the General Director and other executives in carrying out their rights and duties, as well as in achieving the assigned goals and targets according to legal regulations, the Company's Charter, and the Resolutions of the General Meeting of Shareholders (GMS)/BOD. This supervision ensured the legitimate rights and interests of the Company and its shareholders.

The BOD's supervision of the General Director and other executives in managing business operations and daily activities of the Company was conducted through specific resolutions and directives issued by the BOD to the General Director, Deputy General Directors, and other

/Asc.

executives during regular or extraordinary BOD meetings whenever necessary. Additionally, supervision was carried out through resolutions approved by the BOD via written consent for specific cases and through various channels such as reports submitted by the General Director to the BOD, the activities of the Internal Audit Department under the BOD, etc.

Through the BOD's supervision of the Executive Board, the BOD observed that the Executive Board has implemented the orientations and directives of the BOD and executed assigned tasks based on the provisions of the Charter, internal regulations of the Company, and applicable laws. In 2024, the General Director directed various units to develop business targets for BOD approval. Based on these approved targets, the General Director assigned specific business tasks to each relevant unit for implementation and required them to report on performance results to the BOD as stipulated. At the regular BOD meetings, the General Director reported on the Company's business activities and future business plans. Additionally, the General Director provided progress reports and updates on the implementation of GMS/BOD Resolutions and fulfilled reporting obligations as requested by the BOD.

The BOD acknowledges and highly appreciates the efforts of the General Director and other executives in fulfilling their responsibilities and achieving the business targets assigned by the 2024 Annual GMS, as well as in managing the Company's business operations in 2024.

The salaries of the Company's executives in 2024 (including **salaries** of executives concurrently serving as BOD members) amounted to VND 9,693,910,712, detailed as follows:

No.	Description	Amount (VND)
1	Mr. Vu Duc Manh – Member of Board of Directors and General Director	1,953,205,622
2	Mr. Dang Anh Hao – Member of Board of Directors and Deputy General Director	1,349,850,571
3	Mr. Pham Ngoc Hiep – Deputy General Director	1,190,200,354
4	Mr. Nguyen Tuan Anh – Deputy General Director	1,160,082,296
5	Ms. Tran Thi Ngoc Tai – Deputy General Director	1,127,338,173
6	Ms. Nguyen Thi Anh Thu – Chief Accountant	967,676,679
7	Mr. Ha Ngoc Hung – Director of Ho Chi Minh City Branch	980,045,684
8	Ms. Le Dieu Thuy – Director of Da Nang branch	965,511,333
	TOTAL	9,693,910,712

4. Implementation of Certain Contents According to the GMS Resolutions:

4.1. Implementation of the Profit Distribution Plan:

- Pursuant to GMS Resolution No. 01/2024/NQ-DHĐCĐ-CKCT dated April 2, 2024, the 2024 Annual GMS approved the 2023 profit distribution plan. Accordingly, the Company has allocated funds for the Financial Reserve and Operational Risk Fund, as well as the Reward and Welfare Funds from the post-tax profits of 2023, in compliance with the approved GMS contents.
- Regarding the content *"The Company plans to increase charter capital through the issuance of shares for dividend payment and will seek shareholder approval after obtaining consent from competent authorities"* as per the 2023 Annual GMS Resolution No. 01/2023/NQ-DHĐCĐ-CKCT dated March 27, 2023, and the 2024 Annual GMS Resolution No. 01/2024/NQ-DHĐCĐ-CKCT dated April 2, 2024, the Company has developed a plan for increasing charter capital through the issuance of shares for dividend payment. The Company is currently updating the plan and completing procedures to seek approval from competent authorities for this capital increase plan.

4.2. Adjustment of the Remuneration Allocation for the BOD and Board of Supervisors (SB) from the Post-Tax Profit of 2022 (According to the 2022 Profit Distribution Plan Approved by the 2023 Annual GMS):

- Pursuant to the 2024 Annual GMS Resolution No. 01/2024/NQ-DHĐCĐ-CKCT dated April 2, 2024, in 2024, the Company has reversed an amount of VND 150,800,000 into the Company's undistributed post-tax profit, in accordance with the GMS approval.

4.3. Implementation of Business Plan Targets, Profits, and Dividends for 2024 as Assigned by the 2024 Annual GMS:

- Business and profit results: In 2024, the Company achieved a pre-tax profit of VND 287.39 billion, fulfilling 102.56% of the pre-tax profit target of VND 280.223 billion assigned by the GMS.
- Dividend rate in 2024: As reported in Section 4.1, the Company is currently updating the plan for increasing charter capital through the issuance of shares for dividend payment and completing procedures to seek approval from competent authorities for this plan.

4.4. Authorization of the 2024 Annual GMS for the BOD to Decide on Selecting an Independent Audit Firm to Review/Audit the Company's Financial Statements and Financial Safety Ratio Reports for the First Half and Full Year of 2024:

- On June 26, 2024, the Company's BOD issued Resolution No. 127/2024/NQ-HĐQT-CKCT approving the selection of Deloitte Vietnam Audit Co., Ltd. as the audit firm to review the interim financial statements, the financial safety ratio report as of June 30, 2024, and to audit the financial statements for the fiscal year ending December 31, 2024, as well as the financial safety ratio report as of December 31, 2024.

- On June 28, 2024, the Company signed a contract with Deloitte Vietnam Audit Co., Ltd. to carry out the aforementioned audit tasks and has disclosed this information in accordance with regulations.
- 4.5. *Regarding remuneration, operating expenses, and other benefits of the Board of Directors and each member of the Board of Directors in 2024:* The Company implements these matters based on the resolution of the 2024 Annual General Meeting of Shareholders (AGM) and the Company's internal regulations. Specifically:
- The total planned remuneration, bonuses, and other benefits of the Board of Directors, as well as salaries, remuneration, bonuses, other benefits, and operational budget of the Board of Supervisors for 2024, as approved by the 2024 AGM, *is set at a maximum of 6% of the Company's after-tax profit for 2024.*
 - The total salaries, remuneration, bonuses, and other benefits of the Board of Directors for 2024 amount to VND 6,999,955,057 (including remuneration for non-executive members and independent members of the Board of Directors; salaries, bonuses, and other benefits as per the Company's internal salary payment regulations for executive members or members holding management positions such as Chairman of the Board, Member of the Board and General Director, Member of the Board and Deputy General Director).
 - **The total salaries, remuneration, bonuses, and other benefits of the Board of Directors, as well as the salaries, remuneration, bonuses, and other benefits of the Board of Supervisors for 2024, amount to VND 9,401,430,630, equivalent to 4.07% of the Company's after-tax profit for 2024.**

Details as follows:

No.	Content	Amount (VND)
1	Salaries, remuneration, bonuses, and other benefits of the Board of Directors in 2024	6,999,955,057
-	<i>Mr. Tran Phuc Vinh – Chairman of the Board of Directors</i>	<i>2,264,952,919</i>
-	<i>Mr. Vu Duc Manh – Member of Board of Directors and General Director</i>	<i>2,134,459,910</i>
-	<i>Mr. Dang Anh Hao – Member of Board of Directors and Deputy General Director</i>	<i>1,483,396,624</i>
-	<i>Ms. Ho Thi Thu Hien – Member of the Board of Directors</i>	<i>290,788,762</i>
-	<i>Ms Nguyen Thi Thu Hang – Independent Member of the Board of Directors</i>	<i>566,014,737</i>

No.	Content	Amount (VND)
-	<i>Ms. Pham Thi Huyen Trang – Independent Member of the Board of Directors</i>	260,342,105
2	Salaries, remuneration, bonuses, and other benefits of the Board of Supervisors in 2024	2,401,475,573
-	<i>Ms. Phan Thi Thu Hang – Head of the Board of Supervisors</i>	1,118,387,306
-	<i>Ms. Lam Thi Thu Huong – Supervisor</i>	613,696,531
-	<i>Ms. Tran Thi Kim Oanh – Supervisor</i>	669,391,736
	TOTAL	9,401,430,630

4.6. *Regarding the authorization of individuals to issue the Charter on Organization and Operation, Internal Corporate Governance Regulations, and Board of Directors' Operational Regulations as approved by the 2024 AGM:*

- On April 2, 2024, the Chairman of the Board of Directors signed and issued the Company's Charter on Organization and Operation, Internal Corporate Governance Regulations, and Board of Directors' Operational Regulations. These documents have been disclosed in accordance with legal

4.7. *Regarding the personnel of the Board of Directors and Board of Supervisors as per the 2024 AGM Resolution:*

- Pursuant to Resolution No. 01/2024/NQ-ĐHĐCĐ-CKCT dated April 2, 2024, the Board of Directors and Board of Supervisors members elected at the 2024 AGM assumed their responsibilities effective from April 10, 2024.
- On April 10, 2024, the Board of Directors convened and elected Mr. Tran Phuc Vinh as Chairman of the Board (as per Resolution No. 68/2024/NQ-HĐQT-CKCT dated April 10, 2024). Meanwhile, the Board of Supervisors held a meeting and elected Ms. Phan Thi Thu Hang as Head of the Board of Supervisors, as recorded in Meeting Minutes No. 01/2024/BB-BKS-CKCT. These contents have been disclosed in accordance with the regulations.

III. BUSINESS ORIENTATION FOR 2025:

1. Market Outlook for 2025

Several key factors are expected to shape Vietnam's stock market trends throughout 2025, including a low interest rate environment alongside the State Bank of Vietnam's flexible monetary policy. Additionally, the continued strong inflow of Foreign Direct Investment (FDI) and increased public investment by the Government are considered positive signals for key industries. In the long run, Vietnam's stock market retains several growth drivers such as political stability,

the Government's commitment to market upgrading, and the introduction of new financial products with the launch of the KRX system, which could attract foreign capital. However, certain risks must be noted, including USD/VND exchange rate fluctuations, inflation concerns, and potential U.S. tariff policies under President Donald Trump's administration, which may take aggressive actions post-re-election.

Based on the baseline scenario, the VN-Index is projected to close 2025 in the range of 1,300 – 1,310 points. The conditions supporting this scenario include: (1) The Federal Reserve's monetary easing policy proceeding as planned, leading to a soft landing for the U.S. economy; (2) Policies under President Trump facilitating FDI shifts from China to other nations, including Vietnam; (3) The People's Bank of China's supportive monetary policies boosting China's real estate sector, with consumer demand recovering by early 2026; (4) The State Bank of Vietnam's economic stimulus measures aligning with the National Assembly's GDP growth target of 6.5%-7% for 2025; and (5) Positive progress in upgrading Vietnam's market status from frontier to emerging in 2025.

2. Company's Objectives for 2025

Based on the aforementioned assessments of the stock market, the Company has set its 2025 objective to maintain growth momentum, promote development solutions for potential and core business segments in alignment with market trends and assessments, and optimize operational management efficiency and risk management. **Accordingly, the Company has developed a plan to achieve a pre-tax profit of VND 297.4 billion in 2025, which will be submitted for approval at the 2025 Annual General Meeting of Shareholders**

3. Specific Directions

3.1. Effective Utilization of the VietinBank Ecosystem:

As a subsidiary of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) – one of the largest state-owned joint-stock commercial banks in Vietnam, the Company aims to further leverage the VietinBank ecosystem. This includes actively cross-selling services across various business segments such as securities brokerage, corporate financial advisory, and Treasury within the system, contributing to the development of a comprehensive, optimized, and efficient banking ecosystem.

3.2. Securities Brokerage and Margin Trading Activities

With a continuous focus on enhancing brokerage activities and increasing market share, in 2025, the Company will continue to research, develop, and implement solutions such as: (i) Encouraging increased client transactions by improving the securities trading platform with superior features and utilities to attract investors; enhancing the quality of recommendations, reports, and news bulletins to remain flexible with market movements; launching product packages and promotional programs to attract customers; developing policies to attract domestic and foreign investment funds, institutional clients, and corporate clients to open securities trading accounts with the Company (ii) Strengthening margin lending activities to maximize the use of the margin limit on the Company's equity while ensuring strict loan risk management (iii)

Developing flexible policies and mechanisms to expand the network of collaborators and create motivation for brokerage staff.

3.3. Proprietary Trading and Underwriting Activities

In 2025, the Company aims to enhance risk management, maintain a flexible approach aligned with macroeconomic factors and market trends, and implement strict portfolio risk control to make optimal, effective, and secure investment decisions for its stock portfolio. The Company will continue to expand investments in corporate bonds, seeking and selecting publicly issued bonds and bonds from large enterprises with strong financial positions, good cash flow, and valuable collateral, while ensuring compliance with legal issuance requirements. Additionally, the Company will enhance bond underwriting services to increase fee-based income. Simultaneously, the Company will proactively expand its potential customer base and leverage the information and data advantages within the VietinBank ecosystem to identify suitable investment opportunities, actively manage and control cash flow and collateral assets, and improve investment efficiency.

3.4. Treasury Activities

In 2025, the Company continues to prioritize maintaining stable and solid liquidity, ensuring a liquidity buffer to meet capital needs at all times. The Company also aims to deepen relationships with financial institutions to secure the best borrowing rates. Furthermore, it will strengthen liquidity management, proactively responding to challenges and unpredictable fluctuations in both domestic and international financial markets. The Company will balance domestic and international borrowing based on interest rate trend forecasts to optimize overall capital costs. In addition to liquidity management and interest cost optimization, the Company will also boost trading in valuable securities to increase profits, diversify its asset portfolio on the balance sheet, and enhance the presence of VietinBank Securities in both domestic and international financial markets.

3.5. Corporate Financial Advisory Activities

In 2025, the Company aims to further invest in quality control for advisory services, using this as a competitive advantage to retain existing clients and attract new ones. Additionally, the Company will implement various organizational, communication, and internal training solutions to enhance cross-selling activities, leveraging the advantages of the VietinBank ecosystem to attract customers. The Company will also focus on restructuring service products and fee structures, selecting high-profit services while ensuring that fees align with the complexity and risk levels of the advisory services provided.

3.6. Other Activities

In addition to the above business directions, the Company will continue to focus on key initiatives in 2025, including: (i) Enhancing resource efficiency by streamlining processes, innovating, and improving human resource quality; (ii) Developing and implementing digital transformation initiatives; (iii) Promoting cost-saving and anti-waste measures; (iv) Strengthening risk management and internal control activities, implementing high-security measures, and effectively preventing and responding to cybersecurity threats.

Respectfully reported! *me*

Ha Noi, April 25, 2025

ON BEHALF OF THE BOARD OF DIRECTORS



CHAIRMAN *me*

Trần Phúc Vinh



Hanoi, April 23, 2025

**REPORT ON THE ACTIVITIES OF INDEPENDENT MEMBER OF
THE BOARD OF DIRECTORS AND EVALUATION BY
INDEPENDENT MEMBER ON THE BOARD OF DIRECTORS'
PERFORMANCE**

According to Clause 4, Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, by the Government detailing the implementation of a number of articles of the Law on Securities, the independent member of the Board of Directors (BOD) hereby reports on the activities of the independent member of the Board of Directors and provide an evaluation of the Board of Directors' performance of Vietnam Bank for Industry and Trade Securities Joint Stock Company (the Company) as follows:

I. Activities as an Independent Member of the Board of Directors:

I was elected by the General Meeting of Shareholders of the Company as an independent member of the Board of Directors at 2024 Annual General Meeting of Shareholders held on April 2, 2024, with a 5-year term from April 10, 2024, to April 9, 2029.

Since assuming the position of an independent member of the Board of Directors of the Company, I have exercised my rights, obligations, and responsibilities as a member of the Board of Directors and an independent member of the Board of Directors under the provisions of law and the Company's policies, internal regulations, and governance framework. I have fully participated in all activities of the Board of Directors, complying with the law, the Charter on Organization and Operation of the Company (Company's Charter), the internal corporate governance regulations, the Board of Directors' operating regulations, and the assignments made by the Chairman of the Board of Directors. Specifically:

- Fully performing the responsibilities of a Company manager, as a Board member, and an independent member of the Board under the law and the Company's Charter, ensuring proper oversight of the Company's activities to safeguard the interests of shareholders.



- Exercising my rights and duties in good faith and with prudence to maximize the Company's legitimate interests, while acting in the best interests of shareholders and the Company.

- Remaining loyal to the interests of the Company and its shareholders, refrain from using the Company's information, business opportunities, or proprietary knowledge, and have not abused my position or the Company's assets for personal gain or to serve the interests of other organizations or individuals.

- Attending all meetings of the Board of Directors, actively contributing independent opinions on matters discussed and reviewed during these meetings, as well as providing input on all resolutions adopted via written consultation. I reviewed all documents submitted to the Board and provided independent opinions/votes on decisions, ensuring compliance with legal regulations, the Company's Charter, and internal regulations. Accordingly, in 2024, from the start of my term as an independent member of the Board of Directors (April 10, 2024) until December 31, 2024, I attended 100% (19/19) of the BOD meetings and voted to approve 100% (200/200) of the BOD Resolutions.

- I have conducted independent reviews, provided responsible and independent opinions, and regularly, continuously and closely monitored the Board's activities to ensure legal compliance; overseen internal audits; developed and updated the Company's policy roadmap; and directly oversaw the Internal Audit Department as assigned by the BOD Chairman. Furthermore, I have proactively provided recommendations on business operations, risk management and corporate governance.

II. Evaluation of the Independent Member of the Board of Directors of the Board of Directors' Performance :

1. Structure of the Board of Directors :

During my tenure as an Independent BOD Member, the BOD) organizational structure of the Vietnam Bank for Industry and Trade Securities Joint Stock Company consisted of five members, meeting the legal qualifications and conditions set out in the Company's Charter for BOD membership. The BOD composition ensures compliance with the regulation that at least one-third of the members must be non-executive (including Mr. Tran Phuc Vinh – BOD Chairman, and Ms. Ho Thi Thu Hien – BOD Member) and there's one (01) Independent BOD Member.

2. Operational Mechanism of the Board of Directors :

- The Board of Directors convenes meetings at least once per quarter and holds extraordinary meetings when necessary. In addition to physical meetings, the Chairman of the Board also seeks written opinions from Board members to pass resolutions in

accordance with the Company's Charter, internal corporate governance regulations, and the Board's operating regulations.

- Board meetings are convened and conducted according to proper schedules and procedures in compliance with the law, the Company's Charter, and internal corporate governance regulations. Board members actively discuss, exchange opinions, and provide feedback on the matters presented. The Chairman ensures that all required discussions and decisions are carried out in accordance with governance protocols.

- The process of obtaining written opinions from Board members is implemented in accordance with the Company's Charter, internal corporate governance regulations, and Board operating procedures. When urgent matters arise that require Board decisions but do not necessitate a physical meeting, the Chairman conducts written consultations, with 100% participation from all the Board members. This process guarantees compliance with legal requirements and adherence to Company's Charter, internal corporate governance rules, and the Board's operating regulations. As a result, the Board's Resolutions and Decisions are issued following the proper procedures as outlined.

- The Company has disclosed all necessary Board resolutions and decisions as required by law.

3. Result of governance and supervision of the Board of Directors:

3.1. Activities of the Board and Its Members According to Assigned Functions and Responsibilities

- The Board of Directors is responsible for overall corporate leadership in accordance with legal regulations and the Company's Charter.

- Based on the Company's 2024 business targets set by the GMS, the Board of Directors has determined operational objectives, approved business target allocations to departments, and monitored implementation to achieve assigned plans.

- From April 10, 2024, to December 31, 2024, the BOD held 19 in-person meetings. In total, the BOD held 27 in-person meetings in 2024 with 100% attendance of BOD members, ensuring timely updates on business operations, corporate governance, and risk management. The BOD has supervised and directed the General Director and other executives, provided timely resolutions to arising issues, and enhanced governance, control, and internal audit efficiency. BOD members actively participated in meetings and decision-making with a high sense of responsibility. Besides physical meetings, the BOD Chairman also collected written opinions for BOD Resolutions. A total of 200 Resolutions were issued between April 10, 2024, and December 31, 2024; in 2024, a total of 269 Resolutions were promulgated.

- Board members provided input and votes on 100% of the matters presented to the Board, actively guiding the Company's strategic direction, business plans, and risk management framework. The Board has closely overseen the Executive Management to ensure optimal business performance. Additionally, the Board has undertaken multiple corporate governance initiatives, strengthened risk management practices, refined internal policies, and ensured strict compliance with regulations.

3.2. Supervision Activities of the Board of Directors (BOD) over the Board of General Directors:

- The Company's BOD has supervised the Board of General Directors in performing its assigned rights and responsibilities in accordance with the law, the Company's Charter, and the Resolutions of the General Meeting of Shareholders to ensure the legitimate interests of the Company and its shareholders.

- The BOD has also regularly monitored and provided timely guidance to the Board of General Directors in implementing the Company's business objectives and targets. It has supervised business management and operations based on the Company's Charter, the Law on Enterprise, the Law on Securities, and related amendments, supplements, and implementation guidelines, as well as regulations and instructions from competent authorities. The BOD has required the Board of General Directors to report periodically and on an ad-hoc basis regarding business operations and management activities. Based on these reports, the BOD has issued timely directives to address issues in corporate governance, risk management, and business execution.

- The BOD has issued, amended, and supplemented regulations, policies, and decisions related to internal corporate governance in compliance with the law and the Company's Charter. At the same time, it has monitored the implementation and adherence of these regulations by the Board of General Directors to ensure the safety of the Company's operations and compliance with applicable laws.

3.3. Activities of Committees under the BOD :

The BOD does not establish any subcommittees under its direct supervision. However, to fulfill its functions and responsibilities, the BOD/Chairman of the BOD has:

- Assigned tasks to members of the BOD in charge of specific operational areas to execute the duties and powers of the Board comprehensively and fully, in accordance with the provision of the law, the Company's Charter, and internal regulations of the Company.

- Continued to maintain and strengthen the role of the Internal Audit Department under the BOD. The Internal Audit Department at the Company performs its functions and tasks in accordance with the provisions of Decree 05/2019/ND-CP, dated January 22, 2019, issued by the Government on internal audit, and Circular 121/2020/TT-BTC, dated

 4



December 31, 2020, issued by the Ministry of Finance regarding the operations of securities companies, at the same time performs specific tasks assigned by the Board of Directors. Currently, the Internal Audit Department under the Company's Board of Directors has 01 person as Department Head.

4. Conclusion:

Evaluation of the independent member of BOD of BOD performance:

- In 2024, the Company's BOD has actively and responsibly implemented and supervised the execution of resolutions and decisions made by both the General Meeting of Shareholders and the BOD. The BOD has fulfilled its rights, obligations, and responsibilities in accordance with the law, the Company's Charter, the internal corporate governance regulations, and the operational rules of the BOD. Discussions during BOD meetings have been conducted transparently, independently, and constructively, with input from all members being considered.

- The BOD has directed, supervised, and provided feedback to the Board of General Directors in formulating the Company's medium-term strategy and business plans, setting operational goals for each unit based on the Company's overall objectives and strategies. These efforts have ensured the interests of shareholders, the Company, employees, and customers.

- The BOD also focused on directing and promoting the development of product cross-selling to effectively exploit the Parent Bank's ecosystem, strengthening the provision of core products and services in line with market trends and developments as well as the Company's orientation such as brokerage and lending for securities margin trading; treasury; corporate finance advisory; ... and continue to maintain and optimize the efficiency of administration and risk management at the Company.

- The BOD and the Board of General Directors have held regular meetings and additional meetings as necessary to assess the business situation, monitor performance, and ensure the achievement of business objectives. The BOD has required the Board of General Directors to report periodically and on an ad-hoc basis on business activities and corporate governance. Based on these reports, the BOD has issued timely directives to resolve management challenges and oversee risk control and business operations.

- In 2024, despite the ongoing impact of macroeconomic factors on the stock market, the BOD and Board of General Directors remained proactive in monitoring, assessing, and making timely decisions and directions to ensure the Company met the business targets set by the GMS. As a result of the collective efforts and determination of the BOD, Board of General Directors, and all employees, the Company exceeded its 2024 pre-tax profit target assigned by the GMS.

 5



Y.P.
V
DÁN
THƯỜNG
M
T.P.

Respectfully submitted!

INDEPENDENT BOD MEMBER



Phạm Thị Huyền Trang



*Ha Noi, April 09, 2024*

**REPORT ON THE ACTIVITIES OF INDEPENDENT MEMBER OF THE
BOARD OF DIRECTORS AND EVALUATION BY INDEPENDENT
MEMBER ON THE BOARD OF DIRECTORS' PERFORMANCE
(Period from January 1, 2024 – April 9, 2024)**

According to Clause 4, Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, by the Government detailing the implementation of a number of articles of the Law on Securities, I hereby report on my activities as an independent member of the Board of Directors of Vietnam Bank for Industry and Trade Securities Joint Stock Company (the Company) in 2024 (from January 1, 2024, to April 9, 2024) and provide an evaluation of the Board of Directors' performance during this period as follows:

I. Activities as an Independent Member of the Board of Directors:

From January 1, 2024, to April 9, 2024, I have exercised my rights, obligations, and responsibilities as a member of the Board of Directors and an independent member of the Board of Directors under the provisions of law and the Company's policies, internal regulations, and governance framework. I have fully participated in all activities of the Board of Directors, complying with the law, the Charter on Organization and Operation of the Company (Company's Charter), the internal corporate governance regulations, the Board of Directors' operating regulations, and the assignments made by the Chairman of the Board of Directors. Specifically:

- Fully performing the responsibilities of a Company manager, as a Board member, and an independent member of the Board under the law and the Company's Charter, ensuring proper oversight of the Company's activities to safeguard the interests of shareholders.
- Exercising my rights and duties in good faith and with prudence to maximize the Company's legitimate interests, while acting in the best interests of shareholders and the Company.
- Remaining loyal to the interests of the Company and its shareholders, refrain from using the Company's information, business opportunities, or proprietary knowledge, and have not abused my position or the Company's assets for personal gain or to serve the interests of other organizations or individuals.
- Attending all meetings of the Board of Directors, actively contributing independent opinions on matters discussed and reviewed during these meetings, as well as providing input on all resolutions adopted via written consultation. I reviewed all documents submitted to the



Board and provided independent opinions/votes on decisions, ensuring compliance with legal regulations, the Company's Charter, and internal regulations. Accordingly, during the period from January 1, 2024, to April 9, 2024, I attended 100% (08/08) of the Board meetings and voted to approve 100% (69/69) of the Board resolutions.

- I have conducted reviews, provided responsible and independent opinions, and regularly, continuously, and closely monitored the Board's activities to ensure legal compliance. Additionally, I have continued to implement and review the Company's corporate culture development efforts, overseen the development of the Company's policy roadmap, and contributed to the development of the Company's human resource training and development strategy as assigned by the Chairman of the Board of Directors. Furthermore, I have proactively offered recommendations on business operations, risk management, corporate governance, and human resource policies.

II. Evaluation of the Board of Directors' Performance (Period from January 1, 2024 – April 9, 2024):

1. Structure of the Board of Directors:

The Board of Directors of Vietnam Bank for Industry and Trade Securities Joint Stock Company for the period from January 1, 2024, to April 9, 2024, consists of five (05) members, including two (02) non-executive members (excluding the independent Board member) and one (01) independent Board member. This composition complies with legal regulations and the Company's Charter regarding the number, qualifications, and conditions for Board members/independent Board members.

2. Operational Mechanism of the Board of Directors:

- The Board of Directors convenes meetings at least once per quarter and holds extraordinary meetings when necessary. In addition to physical meetings, the Chairman of the Board also seeks written opinions from Board members to pass resolutions in accordance with the Company's Charter, internal corporate governance regulations, and the Board's operating regulations.

- Board meetings are convened and conducted according to proper schedules and procedures in compliance with the law, the Company's Charter, and internal corporate governance regulations. Board members actively discuss, exchange opinions, and provide feedback on the matters presented. The Chairman ensures that all required discussions and decisions are carried out in accordance with governance protocols.

- The process of obtaining written opinions from Board members is implemented in accordance with the Company's Charter, internal corporate governance regulations, and Board operating procedures. When urgent matters arise that require Board decisions but do not necessitate a physical meeting, the Chairman conducts written consultations, with 100% participation from all the Board members. This process guarantees compliance with legal requirements and adherence to the Company's Charter, internal corporate governance rules,

and the Board's operating regulations. As a result, the Board's Resolutions and Decisions are issued following the proper procedures as outlined.

- The Company has disclosed all necessary Board resolutions and decisions as required by law.

- Matters related to business plans and strategies, key staff development, corporate culture development, and internal management systems have been thoroughly discussed and closely controlled by the Board and the Board of General Directors.

3. Result of governance and supervision of the Board of Directors:

3.1. Activities of the Board and Its Members According to Assigned Functions and Responsibilities

- The Board of Directors is responsible for overall corporate leadership in accordance with legal regulations and the Company's Charter.

- During the period from January 1, 2024, to April 9, 2024, the Board of Directors held eight (08) in-person meetings, attended by 100% of its members. These meetings provided the Board with the opportunity to closely monitor the Company's business performance, corporate governance, and risk management. The Board provided timely guidance to the General Director and other executives, resolving operational challenges, overseeing risk management, and strengthening internal controls and audits to enhance business efficiency. Board members actively participated in meetings, reviewed proposals, and made decisions with a high sense of responsibility. In addition to the in-person meetings, the Chairman conducted written consultations to facilitate decision-making. A total of 69 Board resolutions were issued during this period under my tenure as an independent Board member.

- Board members provided input and votes on 100% of the matters presented to the Board, actively guiding the Company's strategic direction, business plans, and risk management framework. The Board has closely overseen the Executive Management to ensure optimal business performance. Additionally, the Board has undertaken multiple corporate governance initiatives, strengthened risk management practices, refined internal policies, and ensured strict compliance with regulations.

3.2. Supervision Activities of the Board of Directors (BOD) over the Board of General Directors:

- The Company's BOD has supervised the Board of General Directors in performing its assigned rights and responsibilities in accordance with the law, the Company's Charter, and the Resolutions of the General Meeting of Shareholders to ensure the legitimate interests of the Company and its shareholders.

- The BOD has also regularly monitored and provided timely guidance to the Board of General Directors in implementing the Company's business objectives and targets. It has supervised business management and operations based on the Company's Charter, the Law

on Enterprise, the Law on Securities, and related amendments, supplements, and implementation guidelines, as well as regulations and instructions from competent authorities. The BOD has required the Board of General Directors to report periodically and on an ad-hoc basis regarding business operations and management activities. Based on these reports, the BOD has issued timely directives to address issues in corporate governance, risk management, and business execution.

- The BOD has issued, amended, and supplemented regulations, policies, and decisions related to internal corporate governance in compliance with the law and the Company's Charter. At the same time, it has monitored the implementation and adherence of these regulations by the Board of General Directors to ensure the safety of the Company's operations and compliance with applicable laws.

3.3. Activities of Committees under the BOD:

The BOD does not establish any subcommittees under its direct supervision. However, to fulfill its functions and responsibilities, the BOD/Chairman of the BOD has:

- Assigned tasks to members of the BOD in charge of specific operational areas to execute the duties and powers of the Board comprehensively and fully, in accordance with the provision of the law, the Company's Charter, and internal regulations of the Company.

- Continued to maintain and strengthen the role of the Internal Audit Department under the BOD. The Internal Audit Department at the Company performs its functions and task in accordance with the provisions of Decree 05/2019/ND-CP, dated January 22, 2019, issued by the Government on internal audit, and Circular 121/2020/TT-BTC, dated December 31, 2020, issued by the Ministry of Finance regarding the operations of securities companies, at the same time performs specific tasks assigned by the Board of Directors. Currently, the Internal Audit Department under the Company's Board of Directors has 01 person as Department Head.

4. Conclusion:

Evaluation of the BOD's Performance from January 1, 2024, to April 9, 2024:

- During the period from January 1, 2024, to April 9, 2024, the Company's BOD) has actively and responsibly implemented and supervised the execution of resolutions and decisions made by both the General Meeting of Shareholders and the BOD. The BOD has fulfilled its rights, obligations, and responsibilities in accordance with the law, the Company's Charter, internal corporate governance regulations, and the operational rules of the BOD. Discussions during BOD meetings have been conducted transparently, independently, and constructively, with input from all members being considered;


- The BOD has directed, supervised, and provided feedback to the Board of General Directors in formulating the Company's medium-term strategy and business plans, setting operational goals for each unit based on the Company's overall objectives and strategies.

These efforts have ensured the interests of shareholders, the Company, employees, and customers;

- The BOD has continued to focus on guiding the development of the Company's core products and services while maintaining and optimizing management efficiency and risk management at the Company;

- The BOD and the Board of General Directors have held regular meetings and additional meetings as necessary to assess the business situation, monitor performance, and ensure the achievement of business objectives. The BOD has required the Board of General Directors to report periodically and on an ad-hoc basis on business activities and corporate governance. Based on these reports, the BOD has issued timely directives to resolve management challenges and oversee risk control and business operations.

- Under the guidance, close direction and collective efforts of the BOD and the Board of General Directors, by the end of Q1.2024, the Company recorded a positive business performance, achieving a pre-tax profit of VND 124.387 billion more than 9 times the result of Q1.2023.

Respectfully report! 

REPORTING PERSON



Nguyen Thi Thu Hang

