

No: 01/2025/BC-HĐQT

*Ho Chi Minh City, January 24 2025*

**REPORT ON CORPORATE GOVERNANCE 2024**

To : The State Securities Commission  
Vietnam Stock Exchange  
Hanoi Stock Exchange  
Ho Chi Minh Stock Exchange

- Name of company: SBS Securities Joint Stock Company
- Address of headoffice : 40 Pham Ngoc Thach, Vo Thi Sau Ward , District 3, HCMC
- Phone : (84 28) 6268 6868 - Fax: (84 28) 6255 5957 E-mail: contact\_vn1@sbsc.com.vn
- Charter Capital : 1,466,076,000,000 VND
- Stock symbol : SBS
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, Board of Management
- The implementation of internal audit: Implemented

**I. Activities of the General Meeting of Shareholders**

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments)

STT	Resolution/Decision No	Date	Content
01	01/2024/NQ-DHCD	June 14, 2024	Annual General Meeting of Shareholders 2024

**II. Board of Director**

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

No.	Board of Director's Member	Position	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Phan Quoc Huynh	Chairman	May 25, 2020	
2	Mr. Duong Manh Hung	Executive Chairman vice	May 25, 2020	

3	Mr. Tran Ngoc Tuan	Vice Chairman	November 28, 2022	
4	Mr. Tran Van Dinh	Independent Board Member	November 28, 2022	
5	Mr. Dinh Hoai Nam	Independent Board Member	November 28, 2022	
6	Mrs. Le Thi Mai Loan	Member	November 28, 2022	Resign from October 27, 2023 and the General Meeting of Shareholders dismisses from June 14, 2024
7	Ms. Nguyen Thi Hoai Thuong	Member	June 14, 2024	

## 2. Meetings of the Board of Directors in 2024

### • From January 1, 2024 to December 31, 2024

STT	Board of Director's Member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Phan Quoc Huynh	12/12	100%	
2	Mr. Duong Manh Hung	12/12	100%	
3	Mr. Tran Ngoc Tuan	12/12	100%	
4	Mr. Tran Van Dinh	12/12	100%	
5	Mr. Dinh Hoai Nam	12/12	100%	
6	Mrs. Le Thi Mai Loan	0/12	0%	Has submitted a resignation letter since October 27, 2023, so will not attend Board of Directors meetings in 2024 until officially dismissed by the General Meeting of Shareholders on June 14, 2024
7	Ms. Nguyen Thi Hoai Thuong	4/12	33%	Newly appointed by the General Meeting of Shareholders on June 14, 2024

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

With three independent operating departments (Board of Directors, Supervisory Board and Executive Board) and the permanent operating mechanism of the Board of Directors and Supervisory Board, the supervision of the Board of Directors over the activities of the Executive Board is very close and timely, actively supporting the Executive Board in the company's operations..

**4. Activities of the Board of Directors' subcommittees (If any):**

In 2024, SBS has decided to establish and operate the following Councils/Committees/Boards:

No.	Decision No.	Date	Content
1	03/2024/NQ-HĐQT	April 05, 2024	Establishment of the Shareholders' Meeting Organizing Committee
2	04/2024/NQ-HĐQT	April 05, 2024	Establishment of Shareholder Qualification Inspection Committee

**5. Resolutions/Decisions of the Board of Directors**

No.	Resolution/Decision No.	Date	Content	Approval rate
1	01/2024/NQ-HĐQT	March 04, 2024	Finalize the list of shareholders to hold the 2024 Annual General Meeting of Shareholders	100%
2	02/2024/NQ-HĐQT	April 05, 2024	Convening the first meeting of the 2024 Annual General Meeting of Shareholders	100%
3	03/2024/NQ-HĐQT	April 05, 2024	Resolution on the establishment of the Organizing Committee of the Shareholders' Meeting	100%
4	04/2024/NQ-HĐQT	April 05, 2024	Resolution on the establishment of the Shareholders' Qualifications Inspection Committee	100%
5	05/2024/NQ-HĐQT	April 29, 2024	Convening the second meeting of the 2024 Annual General Meeting of Shareholders	100%
6	06/2024/NQ-HĐQT	May 13, 2024	Approval of the contract with the related party of the insider	100%
7	07/2024/NQ-HĐQT	May 24, 2024	Convening the third meeting of the 2024 Annual General Meeting of Shareholders	100%
8	08/2024/NQ-HĐQT	September 30, 2024	Change of audit Company	100%
9	09/2024/NQ-HĐQT	December 27, 2024	Resignation and appointment of the Director of the Hanoi branch	100%

**III. Board of Supervisors :****1. Information about members of Board of Supervisors**



No.	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors	Qualification
1	Mrs. Le Huynh Hong	Head of Supervisory Board	November 28, 2022	Bachelor of Law and Bachelor of Economics
2	Mr. Luu Thanh Hung	Board Member	May 26, 2020	Master of Finance
3	Mr. Luu Anh Duc	Board Member	May 25, 2020	Bachelor of Economics

## 2. Meetings of Board of Supervisors

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mrs. Le Huynh Hong	3/3	100%	100%	
2	Mr. Luu Thanh Hung	3/3	100%	100%	
3	Mr. Luu Anh Duc	3/3	100%	100%	

## 3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors or Audit Committee

- The Supervisory Board always receives timely support and assistance in all aspects of work from the Board of Directors. There are always representatives of the Supervisory Board attending all meetings of the Board of Directors..
- In June 2024, the Supervisory Board reported to shareholders on the results of supervision and the Supervisory Board's plan to the Company's Annual General Meeting of Shareholders..
- Monitor compliance with the law, comply with the Company's Charter, and implement the Resolution of the Shareholders' Meeting of the Board of Directors and the Executive Board in 2024. Monitor the Company's business activities and financial situation and always have appropriate recommendations and solutions depending on the Company's operating situation.
- Auditing the Company's quarterly, semi-annual and annual financial reports.

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

In 2024, the coordination between the Supervisory Board and the Board of Directors, the Board of Management and other managers was carried out smoothly, in accordance with SBS's internal regulations and the provisions of law. The Supervisory Board always received close coordination and was given the most favorable conditions to perform its supervisory duties from the Board of Directors, the Board of Management and the Company's managers, through being provided with full documents and information related to all aspects of the Company's business operations and financial situation..

## 5. Other activities of the Board of Supervisors and Audit Committee (if any): none

#### IV. Board of Management

No.	Members of Board of Management	Position	Qualification	Date of appointment / dismissal
1	Mr. Duong Manh Hung	Chief Executive Officer	Master of Management	July 25, 2017
2	Mr. Tran Ngoc Luom	Deputy Chief Executive Officer	Master of Finance	October 01, 2022

#### V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Tran Thi Thu Nga	September 16, 1976	Bachelor of Accounting	October 28, 2012

#### VI. Training Courses on Corporate Governance

All members of the Board of Directors, Board of Supervisors, Board of General Directors, and Chief Accountant always update the latest legal regulations on Corporate Governance, and are ready to fully attend all courses and update regulations on Corporate Governance organized by relevant State management agencies and the State Securities Commission.

**VII . The list of affiliated persons of the public company (Semi-annual report/annual report) and transactions of affiliated persons of the Company)**

**1. The list of affiliated persons of the Company**

No.	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Phan Quoc Huynh		Chairman			May 25, 2020			
2	Duong Manh Hung	017C086869	Executive Vice Chairman cum CEO			May 25, 2020			
3	Tran Ngoc Tuan		Vice Chairman			November 28, 2022			
4	Tran Van Dinh		Independent Member of BOD			November 28, 2022			
5	Dinh Hoai Nam		Independent Member of BOD			November 28, 2022			
6	Le Thi Mai Loan		Member of BOD			November 28, 2022	October 27, 2023	Resigned on October 27, 2023 and dismissed by the General Meeting of Shareholders on June 14, 2024	



7	Nguyen Thi Hoai Thuong		Member of BOD			June 14, 2024		Shareholders' Meeting Appointment	
8	Le Huynh Hong		Head of Supervisory Board			November 28, 2022			
9	Luu Thanh Hung	017C106003	Member of BOS			May 25, 2020			
10	Luu Anh Duc	017C009361	Member of BOS			May 25, 2020			
11	Tran Ngoc Luom	017C006166	Deputy Chief Executive Officer			October 01, 2022			
12	Tran Thi Thu Nga	017C000358	Chief Accountant, Party authorized to disclose information			October 28, 2012			
13	La My Phuong	006C034792				September 04, 2019			Major shareholder

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons

On May 13, 2024, the Board of Directors of SBS Securities Joint Stock Company approved Resolution No. 06/2024/NQ-HDQT regarding the signing of a consulting service contract for issuing shares under the employee stock option program between SBS Securities Joint Stock Company and Yeah1 Group Joint Stock Company (Stock code YEG), a related party of the independent Board Member of SBS Securities Joint Stock Company.

3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: None

4. Transactions between the Company and other objects: None

### VIII. Share transactions of internal persons and their affiliated persons

#### 1. The list of internal persons and their affiliated persons:

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Phan Quoc Huynh		Chairman of BOD			-	-	
1.1	Tran Thi Xuan		Wife			-	-	
1.2	Phan Trong Linh		Father			-	-	
1.3	Dinh Thi Dung		Mother			-	-	
1.4	Phan Thu Trang		Daughter			-	-	
1.5	Sik Low Kai Jing		son in law			-	-	
1.6	Phan Thu Huong		Daughter			-	-	
1.7	Phan Dinh Duc		brother			-	-	
1.8	Nguyen Thi Hue		Older sister			-	-	
1.9	Phan Quoc		younger			-	-	



	Thong		brother					
1.10	Dang Thi Tuyet		sister in law			-	-	
1.11	Phan Hau Toan		younger brother			-	-	
1.12	Nguyen Thi Ngoc		sister in law			-	-	
1.13	Phan Thi Thuong		younger brother			-	-	
1.14	Nguyen Quoc Thanh		brother in law			-	-	
1.15	Phan Thi Thom		younger brother			-	-	
1.16	Nguyen Quoc Khanh		brother in law			-	-	
1.17	Phan Quyet Thang		younger brother			-	-	
1.18	Le Thi Thanh Toan		sister in law			-	-	
1.19	Phan Thi Hoa		younger brother			-	-	
1.20	Nguyen Van Thich		brother in law			-	-	
1.21	Phan Dinh Ten		younger brother			-	-	
1.22	Nguyen Thi Thanh Tu		sister in law			-	-	

<b>2</b>	<b>Duong Manh Hung</b>		<b>Executive Vice Chairman cum CEO</b>			-	-	
2.1	Duong Dinh Man		Father			-	-	
2.2	Nguyen Thi Thiem		Mother			-	-	
2.3	Tran Thi Tra Giang		Wife			-	-	
2.4	Duong Nam Khanh		Son			-	-	
2.5	Duong Gia Hung		Son			-	-	
2.6	Duong Thi Thu Ha		younger sister			-	-	
2.7	Nguyen Quang Minh		brother in law			-	-	
<b>3</b>	<b>Tran Tuan Ngoc</b>		<b>Vice Chairman of BOD</b>			-	-	
3.1	Tran Quang Ngoc		Father			-	-	
3.2	Ta Bao Quynh		Mother			-	-	
3.3	Dang Quoc Viem		Father in law			-	-	
3.4	Do Thi Hao		Mother in			-	-	

			law					
3.5	Dang Cam Tu		Wife			-	-	
3.6	Tran Dang Tu Nhi		Daughter			-	-	
3.7	Tran Dang Tuan Khai		Son			-	-	
3.8	Tran Quynh Hoa		Older sister			-	-	
3.9	Le Quang Hien		brother in law			-	-	
3.10	Unik Holdings Joint Stock Company		<i>Related organization</i>			-	-	
3.11	Unik Business Consulting Services Company Limited		<i>Related organization</i>			-	-	
3.12	AAA Insurance Joint Stock Company		<i>Related organization</i>			-	-	
<b>4</b>	<b>Tran Van Dinh</b>		<b>Independent Board Member of BOD</b>			-	-	
4.1	Tran Van Can		Father			-	-	
4.2	Do Thi Cu		Mother			-	-	
4.3	Hoang Van My		Father in law			-	-	



4.4	Nguyen Thi Mau		Mother in law			-	-	
4.5	Hoang Thi Xuan		Wife			-	-	
4.6	Tran Thi Thuy Linh		daughter			-	-	
4.7	Tran Thi Thuy Duong		Daughter			-	-	
4.8	Lai Binh Nguyen		son in law			-	-	
4.9	Nguyen Hai Nam		son in law			-	-	
<b>5</b>	<b>Dinh Hoai Nam</b>		<b>Independent Member of BOD</b>			-	-	
5.1	Le Thi Khanh Chi		Wife			-	-	
5.2	Dinh Thi Chien		Mother			-	-	
5.3	Le Duc Tu		Father in law			-	-	
5.4	Vu Khanh Van		Mother in law			-	-	
5.5	Dinh Hoai Giang		Younger brother			-	-	
5.6	Nguyen Thi Phuong Ninh		sister in law			-	-	
5.7	Yeah1 Group Joint Stock		Independent Member of					

	Company		BOD					
6	Le Thi Mai Loan		Board Member of BOD			-	-	Resigned on October 27, 2023 and dismissed by the General Meeting of Shareholders on June 14, 2024
6.1	Mai Thi Mai		Mother			-	-	
6.2	Le Van Luyen		Father			-	-	
6.3	Vu Thang		Father in law			-	-	
6.4	Nguyen Thi Thanh Hoa		Mother in law			-	-	
6.5	Vu Viet Phuong		Husband			-	-	
6.6	Vu Viet Bach		Son			-	-	
6.7	Vu Mai Phuong Linh		Son			-	-	
6.8	Vu Aliz Nhat Tuyet		Son			-	-	
6.9	Le Mai Long		brother			-	-	
6.10	Thieu Minh Anh Thu		sister in law			-	-	
7	Nguyen Thi Hoai Thuong		Board Member of BOD			-	-	

7.1	Nguyen Doan Hoa		Father			-	-	
7.2	Nguyen Thi Linh		Mother			-	-	
7.3	Nguyen Van Lam		Father in law			-	-	
7.4	Hoang Thi Mai		Mother in law			-	-	
7.5	Nguyen Hoang Tung		Husband			-	-	
7.6	Nguyen Hoang Thien Huong		Child			-	-	
7.7	Nguyen Thi An Ha		Older sister			-	-	
7.8	Nguyen Thi Hong Hanh		Younger sister			-	-	
7.9	Nguyen Thi Minh Nguyet		Younger sister			-	-	
7.10	Bare Pham Hoang Phong		brother in law			-	-	
7.11	Nguyen Duy Dan Sinh		brother in law			-	-	
8	<b>Le Huynh Hong</b>		<b>Head of Supervisory Board</b>			-	-	
8.1	ChenTian Shi		Husband			-	-	



8.2	Le Trung Tinh		biological father			-	-	
8.3	Huynh Ngoc Diep		Mom intestine			-	-	
8.4	ChenShang Hua		Dad husband			-	-	
8.5	Chen Qiu Ying		Mom husband			-	-	
8.6	Le Huynh Happiness		younger brother			-	-	
<b>9</b>	<b>Luu Thanh Hung</b>		<b>Member of BOS</b>			-	-	
9.1	Luu Dai Phuoc		Father			-	-	
9.2	Ngo Bau Nga		Mother			-	-	
9.3	Do Van Ngoc		Father in law			-	-	
9.4	Vu Thi Thao		Mother in law			-	-	
9.5	Do Thi Thi		Wife			-	-	
9.6	Luu Minh Tri		Son			-	-	
9.7	Luu Quoc Cuong		Younger brother			-	-	
9.8	Nguyen Thi Quynh Trang		sister in law			-	-	
<b>10</b>	<b>Luu Anh Duc</b>		<b>Member of BOS</b>			-	-	
10.1	Nguyen Thi		Wife			-	-	

	Thanh Tinh							
10.2	Luu Van Thuat		Father			-	-	
10.3	Le Thi Xuan		Mom			-	-	
10.4	Nguyen Van Yen		father in law			-	-	
10.5	Tran Thi Thinh		Mother in law			-	-	
10.6	Luu Ha Phuong		Daughter			-	-	
10.7	Luu Tuan Phong		Son			-	-	
10.8	Luu Thi Thanh		Older sister			-	-	
10.9	Tran Manh Hung		brother in law			-	-	
10.10	Luu Thi Binh		Older sister			-	-	
10.11	Luu Van Toan		Older brother			-	-	
10.12	Le Thi Ha		sister in law			-	-	
10.13	Luu Thi Vinh		Younger sister			-	-	
10.14	Nguyen Van Truong		brother in law			-	-	
<b>11</b>	<b>Tran Ngoc Luom</b>		<b>Deputy Chief Executive Officer</b>			-	-	
11.1	Tran Ngoc Nghia		Father			-	-	

11.2	Nguyen Thi Nhung		Mother			-	-	
11.3	Tran Ngoc Minh Khoa		Son			-	-	
11.4	Tran Ngoc Huong		younger brother			-	-	
11.5	Huynh Quoc Thien An		brother in law			-	-	
12	<b>Tran Thi Thu Nga</b>		<b>Chief Accountant, Party authorized to disclose information</b>			-	-	
12.1	Tran My Thao		Father			-	-	
12.2	Nguyen Thi Nhat		Mother			-	-	
12.3	Nguyen Thi Yen		Mother in law			-	-	
12.4	Nguyen Thuc Khoi		Husband			-	-	
12.5	Nguyen Thuc Nguyen		Son			-	-	
12.6	Nguyen Tran Uyen Chi		Daughter			-	-	
12.7	Tran Thi Minh Nguyet		Older sister			-	-	



12.8	Tran Hau Thanh		brother in law			-	-	
12.9	Tran Hai Dang		Older brother			-	-	
12.10	Nguyen Thi Dung		Sister in law			-	-	

**2. Transactions of internal persons and affiliated persons with shares of the company:** None

**IX . Other significant issues : none**

Best regards,

**OBF. BOARD OF DIRECTORS**

**Chairman**



**PHAN QUOC HUYNH**

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