

No: *24*/BC-VISC

Ha Noi, January *24*th, 2025

REPORT ON CORPORATE GOVERNANCE OF LISTED COMPANY
(For 2024)

To: - The State Securities Commission;
- Hanoi Stock Exchange.

- Name of listed company: Vietnam Financial Investment Securities Corporation
- Address of head office: 1st Floor & 8th Floor, Block B, Song Da Building, Pham Hung Street, My Dinh 1 Ward, Nam Tu Liem District, Hanoi City, Vietnam.
- Tel: +(024) 243514 9999 - Fax: (024) 35148766 - Email: info@visc.com.vn
- Charter capital: 451,333,000,000 dong (In words: Four hundred fifty-one billion three hundred thirty-three million dong)
- Stock Code: VIG
- Corporate governance model: General Meeting of Shareholders, Board of Directors, Supervisory Board and CEO
- Internal audit: Not yet implemented

I. Activities of the General Meeting of Shareholders

Documents concerning meetings, resolutions, and decisions made during the General Meeting of Shareholders (including those resolutions ratified in written form):

Stt	Resolution/Decision No	Date	Content
1	01/2024/NQ/ĐHĐCĐ-VISC	10/04/2024	<ul style="list-style-type: none">- Approval of the 2023 Business Performance Report and the 2024 Plan.- Approval of the audited 2023 Financial Statements.- Approval of the 2023 Report on Activities of the Board of Directors and the 2024 Activity Plan.- Approval of the Supervisory Board's Report on 2023 business results, performance of the Board of Directors, and General Director; Self-assessment report on the performance of the Supervisory Board and its members in 2023.

			<ul style="list-style-type: none"> - Approval of the Proposal to select an independent audit firm for the 2024 Financial Statements. - Approval of the Proposal on the 2023 remuneration report and the 2024 remuneration fund plan for the Board of Directors and the Supervisory Board. - Approval of the Proposal for the private placement of shares. - Approval of the Report on extending the submission deadline for documents related to debt purchase and sale transactions and the responsibilities of the former management team. - Approval of the Proposal to add the Securities issuance guarantee to the company's business operations.
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II. Board of Directors:

1. Information about the members of the Board of Directors (BOD):

No	The members of the BOD	Position	The date becoming/ceasing to be the member of the BOD	
			Date of appointment	Date of dismissal
1	Mr Nguyen Phuc Long	Chairman (Executive Board Member)	23/3/2023	
2	Mr Duong Quang Trung	Vice Chairman (Executive Board Member)	23/3/2023	
3	Ms Dao Thi Thanh	Member (Non-executive Board Member)	23/3/2023	
4	Mr Nguyen Viet Viet	Member (Independent Member)	23/3/2023	
5	Mr Nguyen Xuan Bieu	Member (Non-executive Board Member)	23/3/2023	

2. Meetings of the BOD

No	The members of the BOD	Position	Number of meetings of the BOD attended	Attendance rat	Reasons for absence
1	Mr Nguyen Phuc Long	Chairman	19/19	100%	
2	Mr Duong Quang Trung	Vice Chairman	19/19	100%	
3	Ms Dao Thi Thanh	Member	19/19	100%	
4	Mr Nguyen Xuan Bieu	Member	19/19	100%	
5	Mr Nguyen Viet Viet	Member	19/19	100%	

3. Supervisory activities of the BOD over the Board of Management:

Pursuant to the guidelines, policies, plans, and resolutions approved by the General Meeting of Shareholders, as well as the company's regulations and applicable laws, the Board of Directors has undertaken oversight and monitoring of the Board of Management's performance in managing production and business operations, , as detailed below:

- Strengthening internal control and risk management within the company.
- Directing and supervising the General Director to comply with the company's Charter, internal governance regulations, other corporate rules, and applicable laws.
- Ensuring timely and comprehensive submission of reports and disclosures, both periodic and extraordinary, to the State Securities Commission, the Vietnam Stock Exchange, the Hanoi Stock Exchange, the Ho Chi Minh Stock Exchange, and the Vietnam Securities Depository and Clearing Corporation, in compliance with mandatory disclosure requirements.
- In shareholder relations, the Board of Directors has consistently provided timely updates about the company's activities and events to shareholders via the press, the company's website, and other information dissemination channels

4. Activities of the Committees under the Board of Directors:

The Board of Directors has prioritized internal management and governance in accordance with the guidance of the State Securities Commission and adherence to applicable laws, including: The 2019 Securities Law; Decree No. 155/2020/ND-CP dated December 31, 2022; Circular No. 121/2020/TT-BTC dated December 31, 2022; Circular No. 116/2020/TT-BTC dated December 30, 2020; Decision No. 105/QĐ-UBCK dated February 26, 2013, of the State Securities Commission.

❖ *Secretariat Functions Supporting the Board of Directors:*

- Assisting the Board of Directors in organizing meetings and issuing resolutions in alignment with the resolutions of the General Meeting of Shareholders, the company's Charter, processes, and regulations, as well as applicable laws.

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- Acting as a bridge between the Board of Directors and the General Director, providing necessary information for legal disclosures and notifying shareholders about the company's activities and developments.
 - Collaborating with the Supervisory Board: The Secretariat has sent proposals, resolutions, and voting result records from the Board of Directors to the Supervisory Board, facilitating the exercise of their rights and responsibilities.
- ❖ ***Risk Management Department Functions and Responsibilities:***
- Issuing policies on risk management, risk assessment standards, and the overall risk levels of the company and its individual departments.
 - Conducting independent evaluations of the adequacy and compliance with the company's established risk policies and procedures.
 - Reviewing and assessing the completeness, effectiveness, and efficiency of the risk management system under the Executive Board to improve the system.
 - Monitoring and assessing the company's daily risk status by the Head of the Risk Management Department.
- ❖ ***Internal Control Department Functions and Responsibilities:***
- Evaluating business activities' compliance with the company's internal policies, procedures, and relevant legal regulations.
 - Carrying out the company's internal control tasks.
 - Regularly monitoring, assessing, and measuring the company's risks.
 - Reviewing and adjusting valuation models and financial instrument evaluation systems used by business departments.
 - Proposing risk management policies to the General Director.
 - Suggesting risk limits for business departments.
 - Assessing risk levels, concentrations, actual losses incurred, and forecasted losses as determined by the Risk Management Department.
 - Monitoring to ensure actual implementation of risk management policies, risk limits, and risk-handling procedures approved by the Board of Directors.

5. Resolutions/Decisions of the Board of Directors in 2024:

No	Resolution/Decision No	Date	Content	Approval Rate
1	02/2024/NQ/HĐQT-VISC	22/01/2024	Resolution approving the continuation of the Company's Risk Policy and Risk Limits	100%
2	04/2024/NQ/HĐQT-VISC	19/02/2024	Resolution approving the plan for organizing the 2024 Annual General Meeting of Shareholders	100%

3	05/2024/NQ/HĐQT-VISC	18/03/2024	Resolution approving the agenda and documents for the 2024 Annual General Meeting of Shareholders	100%
4	05.01/2024/NQ/HĐQT-VISC	04/04/2024	Resolution approving the share transfer plan of the Company at Hanoi Production & Import-Export Joint Stock Company.	100%
5	05.02/2024/NQ/HĐQT-VISC	04/06/2024	Resolution approving the share transfer plan of the Company at Hanoi Production & Import-Export Joint Stock Company and Dong Do Import-Export Investment Joint Stock Company	100%
6	06/2024/NQ/HĐQT-VISC	23/05/2024	Resolution registering the provision of services for customers borrowing money to purchase securities or receiving advances from securities sales	100%
7	13/2024/NQ/HĐQT-VISC	14/06/2024	Resolution selecting the audit firm for the 2024 financial statements of the Company	100%
8	13.01/2024/NQ/HĐQT-VISC	17/06/2024	Resolution issuing the process for risk management and controlling margin trading activities	100%
9	14/2024/NQ/HĐQT-VISC	22/06/2024	Resolution implementing the underwriting service of the Company.	100%
10	15/2024/NQ/HĐQT-VISC	08/07/2024	Resolution approving the investment plan in Alpec Joint Venture Joint Stock Company	100%
11	22/2024/NQ/HĐQT-VISC	22/07/2024	Resolution approving the withdrawal of investment consulting services at Ha Thanh Branch	100%

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12	30/2024/NQ/HĐQT-VISC	30/10/2024	Resolution approving the investment plan in Cherry Blossom Real Estate Joint Stock Company	100%
13	30.01/2024/NQ/HĐQT-VISC	30/10/2024	Resolution approving the purchase of shares through private placements at certain companies	100%
14	35/2024/NQ/HĐQT-VISC	10/12/2024	Resolution approving the transfer of all shares held by the Company in Kim Lan Financial Investment Joint Stock Company	100%
15	36/2024/NQ/HĐQT-VISC	10/12/2024	Resolution approving the transfer of all shares held by the Company in Tig Holdings Joint Stock Company	100%
16	37/2024/NQ/HĐQT-VISC	10/12/2024	Resolution approving the transfer of all shares held by the Company in Ha Thanh Real Estate Investment Joint Stock Company	100%
17	38/2024/NQ/HĐQT-VISC	16/12/2024	Resolution approving the share investment plan in Minh Nguyen Investment Joint Stock Company	100%
18	50/2024/NQ/HĐQT-VISC	25/12/2024	Resolution approving the acquisition of shares in Cherry Blossom Real Estate Joint Stock Company	100%
19	51/2024/NQ/HĐQT-VISC	27/12/2024	Resolution approving the acquisition of shares in Thang Long Phu Tho Investment Joint Stock Company	100%

III. Supervisory Board:

1. Information about the members of the Supervisory Board

No	The members of the Supervisory Board	Position	Date of appointment/ dismissal	Professional Qualifications
1	Ms Pham Tu Anh	Head of the Supervisory Board	23/3/2023	Bachelor of Finance and Banking
2	Ms Nguyen Thi Kim Oanh	Member of the Supervisory Board	23/3/2023	Bachelor of Accounting
3	Ms Vu Thi Thanh Hai	Member of the Supervisory Board	23/3/2023	Bachelor of Accounting

2. Meeting of the Supervisory Board

No	The members of the Supervisory Board	Position	Number of meetings of the BOD attended	Attendance rat	Voting ratio	Reasons for absence
1	Ms Pham Tu Anh	Head of the Supervisory Board	2/2	100%	100%	
2	Ms Nguyen Thi Kim Oanh	Member of the Supervisory Board	2/2	100%	100%	
3	Ms Vu Thi Thanh Hai	Member of the Supervisory Board	2/2	100%	100%	

3. Supervisory activities over the Board of Directors, Board of Management, and shareholders:

- Participated in BOD meetings.
- Reviewed and monitored the implementation of resolutions passed during the 2024 Annual General Meeting (AGM) by the BOD and Executive Management.
- Examined BOD resolutions and decisions.

- Reviewed periodic reports (quarterly) from the BOD and Executive Management.
- 4. The coordination between the Supervisory Board and the Board of Directors, Board of Management, and other management personnel:**
- The Supervisory Board noted no irregularities in the activities of the BOD, Executive Management, and other management personnel.
- The BOD closely monitored the Executive Management's implementation of resolutions set forth by the AGM.
- The BOD promptly issued resolutions after its meetings or through written approval of proposals.
- Regular and extraordinary meetings of the BOD were conducted in compliance with regulations to oversee and guide the Company's business activities.
- Quarterly activity reports were prepared on time and adhered to the Company's legal framework.
- 5. Other Activities of the Supervisory Board (If any):** No

IV. The Board of Management

No	Member of the Board of Management	Date of Birth	Professional Qualifications	The date becoming to be the member of the Board of Management	The date ceasing to be the member of the Board of Management
1	Mr Duong Quang Trung	01/9/1975	Bachelor's in Economics (Accounting), MBA	18/08/2023	
2	Ms Nguyen Thi Thu Hang	28/11/1984	Bachelor's in Economics	18/08/2023	

V. Chief Accountant

Name	Date of Birth	Qualifications	Date of Appointment/Resignation
Ms Vu Huyen Tram	25/06/1986	Master's in Economics	March 2012

VI. Corporate Governance Training:

The BOD prioritizes enhancing and improving the Company's governance by adhering to current legal regulations. Members of the BOD have actively participated in public governance training courses to fulfill their corporate governance responsibilities.

VII. List of Affiliated person of the Public company (2024) and Transactions of Affiliated person of the company with The company

1. List of Affiliated person of the Public company: According to the attached list (Appendix 1).
2. List of internal persons and affiliated persons of internal persons: None
3. Transactions between internal persons, affiliated persons of internal persons with subsidiaries, companies controlled by the company: None
4. Transactions between the company and other parties: None

VIII. Transactions between internal persons, affiliated persons of internal persons with subsidiaries, companies controlled by the company (2024):

1. List of internal persons and affiliated persons of internal persons: According to the attached list (Appendix 2).
2. Transactions of internal persons and affiliated persons in the company's stock: None

IX. Other notable issues: None



Chairman of the board of directions

Nguyen Phuc Long

APPENDIX I. LIST OF INSIDER AND RELATED PERSONS

No	Full name	Securities trading account (if any)	Position in the company (if any)	Type of NSH Paper, NSH Date of issue, NSH issue place	Head office address/ Contact address	Date become related person	Date become non related person.	Reason for channing
1	Nguyen Phuc Long		Chairman			23/03/2023		
2	Duong Quang Trung		Vice Chairman cum General Director			23/03/2023		
3	Nguyen Viet Viet		Member of BOD			23/03/2023		
4	Nguyen Xuan Bieu		Member of BOD			23/03/2023		
5	Dao Thi Thanh		Member of BOD			23/03/2023		
6	Nguyen Thi Thu Hang		Deputy General Director/ Corporate governance officer/ Information Disclosure Officer			18/08/2023		
7	Pham Thi Tu Anh		Head of the Supervisory Board			23/03/2023		
8	Vu Thi Thanh Hai		Member of the Supervisory Board			23/03/2023		
9	Nguyen Thi Kim Oanh		Member of the Supervisory Board			23/03/2023		
10	Vu Huyen Tram		Chief Accountant			01/12/2012		

APPENDIX II. LIST OF INSIDER AND RELATED PERSONS (INDIVIDUALS, ORGANIZATIONS) OF INSIDER

No	Full name	Securities trading account (if any)	Position in the company (if any)	Relationship with insiders	Type of NSH Paper, Date of issue, issue place	Head office address/ Contact address	Number of shares owned at the end of the period	Rate of shares owned at the end of the period	Note
1	Nguyen Phuc Long		Chairman of BOD				-	0	
1.1	Ho Thanh Huong			Spouse			-	0	
1.2	Nguyen Ho Huong Ly			Child			-	0	
1.3	Nguyen Ho Phuc Lan			Child			-	0	Underage
1.4	Nguyen Ho Kim Phung			Child			-	0	Underage
1.5	Nguyen Ho Phuc Anh			Child			-	0	Underage
1.6	Nguyen Ho Bao tran			Child			-	0	Underage
1.7	Nguyen Van Thuong			Father			-	0	
1.8	Nguyen Thi Minh Chau			Mother			-	0	

2.1	Vu Thi Thanh				Mother		-	0	
2.2	Duong Anh Tuan				Sibling		-	0	
2.3	Le Thi Minh Hang				Sibling-in-law		-	0	
2.4	Duong Thi Tu Anh				Sibling		-	0	
2.5	Than Thi Hong Ngoc				Spouse		-	0	
2.6	Than Van Toan				Father -in - law		-	0	
2.7	Ta Thi Kien				Mother -in - law		-	0	
2.8	Duong Hai Nam				Child		-	0	
2.9	Thang Long investment group JSC				Member of BOD		-	0	
3	Nguyen Viet Viet			Member of BOD			-	0	
3.1	Nguyen Bac Huong				Father		-	0	
3.2	Vu Thi Bich				Mother		-	0	
3.3	Nguyen Phi Long				Sibling		-	0	

3.4	Nguyen Viet Hung				Sibling		-	0	
3.5	Le Thi Hong Van				Sibling-in-law		-	0	
3.6	Hoang Hong Nhung				Sibling-in-law		-	0	
3.7	Nguyen Ngoc Gia Khanh				Child		-	0	Underage
3.8	Nguyen Khoi Nguyen				Child		-	0	Underage
3.9	Nguyen Ngoc Gia An				Child		-	0	Underage
3.10	Thang Long investment group JSC				Member of BOD		-	0	
4	Dao Thi Thanh			Member of BOD			-	0	
4.1	Cao Thi Khieu				Mother		-	0	
4.2	Dao Thi Thang				Sibling		-	0	
4.3	Dao Thi Nhung				Sibling		-	0	

5.4	Nguyen Thi Khien				Sibling		-	0	
5.5	Nguyen Thi Hien				Sibling		-	0	
5.6	Nguyen Xuan Hoa				Sibling		-	0	
5.7	Nguyen Van Thuong				Fathert-in-law		-	0	
5.8	Nguyen Thi Minh Chau				Mother-in-law		-	0	
5.9	Nguyen Thi Hanh Lien				Spouse		-	0	
5.10	Nguyen Thi Hanh Uyen				Child		-	0	
5.11	Nguyen Thi Hanh Nguyen				Child		-	0	
5.12	Nguyen Thi Thanh Ngan				Child		-	0	
5.13	Nguyen Xuan Nhan				Child		-	0	
6	Pham Thi Tu Anh			Head of the Supervisory Board			-	0	

6.1	Pham Van Tuan				Father		-	0	
6.2	Nguyen Thi Thu Thuy				Mother		-	0	
6.3	Nguyen Trung Kien				Spouse		-	0	
6.4	Nguyen Tu Duong				Child		-	0	Underage
6.5	Nguyen Minh Quang				Child		-	0	Underage
6.6	Nguyen Quoc Khanh				Father-in-law		-	0	
6.7	Nguyen Thi Chung				Mother-in-law		-	0	
6.8	Pham Thi Phuong Lien				Sibling		-	0	
7	Vu Thi Thanh Hai			Member of the Supervisory Board			-	0	
7.1	Nguyen Thi Bich Hang				Mother		-	0	
8	Nguyen Thi Kim Oanh			Member of the			-	0	

9	Nguyen Thi Thu Hang	Deputy General Director/ Corporate governance officer/ Information Disclosure Officer						-	0	
9.1	Nguyen Huy Tam				Father			-	0	
9.2	Bui Thi Phuong Hoa				Mother			-	0	
9.3	Nguyen Thi Thu Huong				Sibling			-	0	
9.4	Nghiem Hai Vu				Sibling-in-law			-	0	
9.5	Dinh Van Hieu				Spouse			-	0	
9.6	Dinh Van Lieu				Father-in-law			-	0	
10	Vu Huyen Tram	Chief Account						-	0	
10.1	Vu Dinh Thuoc				Father			-	0	

10.2	Hoang Thi Du				Mother			-	0	
10.3	Vu Kim Thoa				Sibling			-	0	
10.4	Ngo Tho Thiet				Sibling-in-law			-	0	
10.5	Vu Phuong Thuy				Sibling			-	0	
10.6	Pham Quynh				Spouse			-	0	
10.7	Pham Minh Hang				Parent-in-law			-	0	
10.8	Nguyen Thi Tinh				Parent-in-law			-	0	
10.9	Pham Anh Nhien				Child			-	0	Underage
10.10	Pham Quang Minh				Child			-	0	Underage