

**DRAFT**

**PERFORMANCE RESULTS REPORT IN 2024  
AND ACTIVITIES PLAN IN 2025  
OF THE BOARD OF DIRECTORS  
OF PETROVIETNAM TRANSPORTATION CORPORATION**

**I. BOARD OF DIRECTORS' PERFORMANCE IN 2024**

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

The Board of Directors (BOD) of Petrovietnam Transportation Corporation consisted of 07 members, specifically:

1. Mr. Pham Viet Anh - Chairman of the BOD
2. Mr. Nguyen Duyen Hieu - Member of the BOD, General Director
3. Mrs. Nguyen Linh Giang - Member of the BOD
4. Mr. Nguyen Dinh Thanh - Member of the BOD, Deputy General Director
5. Mr. Hoang Duc Chinh - Member of the BOD
6. Mr. Doan Dinh Thai - Independent member of the BOD
7. Mrs. Nguyen Thi Thu Huong - Independent member of the BOD

The BOD operated in accordance with the Corporation's Charter, the BOD operation regulation, the internal regulations, and other regulations of PVTrans.

**2. Performance of the BOD**

**2.1. Overall assessment**

The shipping market continued to face a challenging year in 2024 shaped by the sluggish global economy, tightened monetary policies, fluctuating oil prices, and heightened geopolitical tensions. The prolonged Russia-Ukraine conflict, escalating unrest in the Middle East, and ongoing US-China trade war further compounded market uncertainties. As a result, freight rates across most tanker segments declined on the backdrop of weakened transport demand and an oversupply of vessels. Meanwhile, the dry bulk carrier segment showed signs of recovery compared to 2023 yet remained below the peak levels witnessed in 2021-2022.

With flexible and creative mindset, the BOD focused on finding solutions to adapt to the new context and taking growth opportunities. The key priority was to actively build an efficient and well-structured governance system while ensuring flexibility, practicality, and a strong distinctive identity.

As a result, PVTrans achieved an outstanding performance in 2024, exceeded the business targets approved by the 2024 Annual General Meeting of Shareholders. Total assets reached VND 19,858 billion and total equity reached VND 10,389 billion. The highest business results ever recorded, with total consolidated revenue reached VND 12,303 billion (140% of the plan), consolidated profit before tax (PBT) reached VND1,868

billion (197% of the plan) and remittance to State Budget reached VND 645 billion (182% of the plan). The solvency ratio was above 1.79 times, and the PBT/Charter capital ratio was approximately 55%. Thanks to maintaining sustainable growth for 14 consecutive years, PVTrans received good evaluations from reputable organizations and financial institutions, as well as the trust of strategic partners and the domestic and international investor community.

- In 2024, all subsidiaries made profit, with no accumulated losses remaining. all subsidiaries made an effort to fulfill the assigned business targets, 5/9 subsidiaries made profit before tax exceeded VND 100 billion.

- PVTrans was honored for the 4<sup>th</sup> time in the "Top 50 Best Listed Companies in 2024" by Forbes Vietnam and won the "Asia's Outstanding Enterprise" award by the Asia Pacific Enterprise Awards. Furthermore, PVTrans made significant strides in rankings, risen to 86<sup>th</sup> in the Top 500 Largest Enterprises in Vietnam (VNR500) and the Top 50 Most Profitable Enterprises in Vietnam, as ranked by Vietnam Report. PVTrans continued leading position in the cargo shipping industry by maintaining the rank in the Top 10 Reputable Companies in the Logistics Industry, with 4 subsidiaries of PVTrans also honored: Pacific Petroleum Transportation JSC (ranked 3rd); Nhat Viet Transport Corporation (ranked 4th), International Gas Product Shipping JSC (ranked 5th), and Phuong Dong Viet Shipping and Logistics Corporation (ranked 10th).

- Corporate governance: The BOD played a crucial role in formulating, monitoring, and supervising the implementation of development and risk management. Accordingly, the BOD deployed a series of strategic initiatives to ensure sustainable development, specifically:

- + Medium and long-term strategies: The BOD directed and supervised all subsidiaries about business and investment plans for the 2026-2030 period, and a vision toward 2050. The direction was focused on the dynamic and uncertain factors of both the external and internal environment to identify strategic breakthroughs, implementation resources, key solutions, and effective action plans.

- + Business and restructuring plan for the 2021-2025 period of Parent company and subsidiaries/branches: The BOD issued "Action Program for Restructuring" to accelerate the implementation of initiatives approved by the BOD . The BOD continuously reviewed, refined, and evaluated the performance of restructuring to ensure alignment with PVTrans' strategic development goals for the next period.

- + The 2024 business plan of Parent company and subsidiaries/branches: The BOD closely reviewed and supervised business and investment performance of Parent company and subsidiaries/branches by monthly, quarterly, and annually. Accordingly, the BOD timely directed and made solutions to ensure the successful achievement of the plan.

- + The BOD regularly convened strategic meetings to assess and update on the economic, geopolitical development, freight market, vessel sales and purchase (S&P) market, and energy transition trends. These insights enabled timely assessment and strategic guidance for the Board of Management to implement plans aligned with the evolving landscape.

+ In 2024, the BOD prioritized enhancing governance in line with best practices, establishing organizational structure, strengthening personnel, shaping policies and operating plan for the ESG Committee to drive sustainable development. Additionally, the BOD also established teams under the BOD to support governance, communication, and investor relations aiming for a well-structured upgrade in corporate governance.

- Review/Supervision: The BOD adopted a proactive and comprehensive approach to review/supervision, ensuring strong governance across PVTrans and subsidiaries. Key initiatives included improving the corporate governance framework, conducting internal audits to promptly identify and address operational weaknesses, and preventing management loopholes. The BOD also focused on strengthening the management system by structuring, training, rotating, and reinforcing key personnel. Additionally, the BOD directed all subsidiaries enhancing technical and safety supervision, strictly monitoring technical standards to ensure efficiency and cost-effective fleet operations.

- HR management: the BOD identified the quality of human resources as a key factor in successfully implementing the Corporation's development strategies and orientations. PVTrans continued accelerating the recruitment of young talent, developing specialized training programs, implementing job rotations, and enhancing the leadership team. A commitment to build a fair and transparent work environment that motivated employees to develop their professional skills and helped PVTrans to get reward the "Top 10 Best Places to Work in Vietnam 2024."

- Vessel investment: Thanks to good market forecasting and assessment, along with the implementation of highly feasible and effective projects, PVTrans has demonstrated flexibility in management and governance. The Corporation PVTrans decentralized investment to subsidiaries with strong management. This encouraged them actively investing in vessels while limited supply. In 2024, PVTrans and subsidiaries successfully acquired 8 vessels, expanded the fleet to 58 vessels with a total capacity exceeded 1.7 million DWT, maintained the leading position in Vietnam. Besides, the BOD encouraged all subsidiaries to ensure effective risk management in business operation.

- Financial investment: capital investment in subsidiaries was executed in accordance with the approved plan. In 2024, PVTrans invested VND 231 billion in Dong Duong Company, Thang Long Maritime, and PVT Logistics, achieving 88.2% of its financial investment target for the year.

- Capital increase: PVTrans successfully increased charter capital from VND 3,236 billion to VND 3,560 billion by stock dividend at 10% of charter capital, in accordance with Resolution No. 01/NQ-VTDK-ĐHĐCĐ2022.

- Cash dividend distribution: in October 2024, PVTrans paid cash dividend at 3% of charter capital from 2023 undistributed profit after tax.

## **2.2 Assessment of performance in accordance with Resolutions of the General Meeting of Shareholders**

In 2024, PVTrans has strictly followed Resolution No. 01-2024/NQ-VTDK-ĐHĐCĐ from the General Meeting of Shareholders on 15<sup>th</sup> April 2024, the results were as follows:

- Cash dividend distribution: in October 2024, PVTrans paid cash dividend at 3% of charter capital from 2023 undistributed profit after tax.
- Amendments to the charter and business activities: PVTrans updated Charter and business activities and has been completing legal procedures to register these changes.
- Selection of audit firm for the 2024 financial statements: PVTrans appointed Deloitte Vietnam Co., Ltd. to audit 2024 financial statements and review interim financial statements, in compliance with prevailing regulations.

In 2024, PVTrans finalized plan to increase charter capital by issuing shares to pay dividend from the undistributed profit after tax of 2021 at 10% of charter capital, in accordance with Resolution No. 01/NQ-VTDK-ĐHĐCĐ2022.

Regarding the investment plan, due to various subjective and objective factors, primarily volatility in the global economic and political landscape affecting vessel sale and purchase market, PVTrans was only able to complete 2 out of the 4 investment projects approved by the General Meeting of Shareholders.

### **3. Activities of the Members of the BOD**

In 2024, BOD members actively and proactively fulfilled their roles, diligently participated in decision-making, and voted on matters within their authority, complied with the Law on Enterprises, PVTrans's Charter, the BOD's operation regulations, and other relevant legal regulations, effectively completed tasks assigned by the BOD, specifically as follows:

*\* Mr. Pham Viet Anh – Chairman*

Overseeing all BOD activities; Assigning, directing, supporting, and urging the implementation by BOD members; Directing the development of annual and medium-long-term plans, restructuring, personnel management, corporate culture initiative, and other important tasks; Directing the ESG Committee and The Human Resources and Remuneration Subcommittee.

*\*Mr. Nguyen Duyen Hieu – Executive member of the BOD*

Serving as Executive BOD Member and General Director, overseeing business operations and supervising assigned subsidiaries.

*\*Ms. Nguyen Linh Giang – Delicated member of the BOD*

Serving as a full-time BOD member; Overseeing risk management across PVTrans; Overseeing the development of periodic or thematic inspection and supervision programs of the BOD; Overseeing capital management, asset management, and financial activities; Overseeing the development of norms, regulations, and governance rules of the Corporation; Overseeing the Audit and Risk Management Sub-Committee and the Internal Audit Division; Participating in the Human Resources and Remuneration Sub-Committee; Monitoring and supervising assigned subsidiaries.

*\* Mr. Nguyen Dinh Thanh – Executive member of the BOD*

Serving as Executive BOD member; Overseeing asset/vessel investment; Overseeing brand development; Participating in the Human Resources and Remuneration Sub-Committee; Monitoring and supervising assigned subsidiaries.

*\*Mr. Hoang Duc Chinh – Non-executive member of the BOD*

Serving as a non-executive board member; Overseeing market research and business opportunity assessment; Participating in the development of short-term plans and medium-to-long-term strategies of PVTrans; Participating in establishing norms, regulations, and governance policies of PVTrans; Monitoring and supervising assigned subsidiaries.

*\*Mr. Doan Dinh Thai – Independent member of the BOD*

Serving as an Independent board member; Participating in the Audit and Risk Management Sub-Committee, providing risk management recommendations.

*\*Ms. Nguyen Thi Thu Huong – Independent member of the BOD*

Serving as Independent board member; Participating in the ESG Committee under the BOD.

#### **4. Remuneration, Allowances, and Operating Expenses of the BOD and the Board of Supervisors (BOS) in 2024**

Remuneration, allowances, and operating expenses of the BOD and the BOS in 2024 were paid according to the levels approved by the 2024 Annual General Meeting of Shareholders and the PVTrans' regulations, as follows:

- The BOD members received a monthly VND 20 million per person, while executive BOD members received monthly VND 5 million per person, the BOS concurrent members received VND 9 million per person in accordance with the plan approved by the General Meeting of Shareholders. Total remuneration for the BOD members and the BOS concurrent members in 2024 was VND 876 million. Annual bonus fund for Executive Board was decided by the BOD according to the PVTrans' regulations on remuneration, salary, and bonus.

- For the BOD members and the BOS members, remuneration follows Decree 53/2016/ND-CP dated June 13, 2016, of the Government, Circular 28/2016/TT-BLDTBXH dated 01<sup>st</sup> September 2016 of the Ministry of Labor, Invalids and Social Affairs, and the PVTrans's regulations on salary and bonus. The total salary and income of delegated members of the BOD (2 people) was VND 3,396 million, and the total salary for head of the BOS was VND 1,025 million (Details are presented in the audited 2024 Financial Statements of the Holding Company).

- Operating expenses of the BOD and the BOS in 2024 were VND 1,336 million, covering travel, airfare, accommodation, and other expenses, accounted for under the PVTrans's general administrative expenses.

#### **5. Supervision of the General Director and the Board of Management (BOM)**

The BOD of PVTrans always identifies supervision, including the supervision of the BOM's activities, as a core responsibility to ensure transparency, legal compliance, efficiency, and alignment with the Corporation's development strategy. This is one of the essential tools for sustainable growth and risk management. Supervision is conducted based on legal regulations, the Corporation's Charter, internal corporate governance policies, and best corporate governance practices.

Based on the issued Resolutions, Decisions, Directives, etc., the BOD implemented

comprehensive supervision and closely monitored the execution of the strategic directions, business plans, risk management, and legal compliance by the BOM. This mechanism ensured that the BOD's decisions were implemented consistently, effectively, and in compliance with applicable laws.

Key highlights of the BOD's supervision over the BOM in 2024 are as follow:

- The BOD assigned specific tasks to each member to monitor key areas (such as developing long-term strategies, restructuring, annual business plans, capital management, human resources, investment activities, etc.). Additionally, each BOD member was responsible for supervising the operation of designated subsidiary/branch to ensure alignment in governance and management. Within their assigned scope, they acted on behalf of the BOD to supervise, direct, and urge the BOM and subsidiaries/branches, ensuring that the BOD's resolutions/decisions were implemented effectively, schedulely, and in line with the Corporate's overall development strategy.

- The BOD issued an annual activity plan, including an annual supervision plan, thematic activity plans, shareholder engagement programs, and ad-hoc supervision programs as needed. BOD members, as assigned, directed and/or proactively proposed and executed their work programs to fulfill their assigned responsibilities.

- BOD members proactively analyzed, evaluated, identified key lessons, and/or proposed solutions to the BOD to improve operational efficiency and address existing challenges related assigned areas and subsidiaries. They also recommended convening meetings to consider and decide on matters within their scope of responsibilities.

- BOD members attended and expressed opinions at the BOM's meetings related to their assigned areas and subsidiaries.

- BOD members presided over oversight/supervision meetings, conducted regular or ad-hoc BOD meetings. BOD Member may proactively invited and organized meetings with the BOM, functional departments, capital representatives at subsidiaries, and branch directors to assess, clarify or request their assigned areas. When urgent issues within the General Director's responsibility were identified, BOD members directly consulted with the General Director to promptly resolve them and report the outcome to the BOD.

**6. Decisions of the Board of Directors in 2024**

In 2024, the BOD held 75 meetings, either in-person or by written opinions, including 04 quarterly regular meetings. Based on the results of these meetings, the BOD issued Resolutions/Decisions on important issues of the Corporation such as approving the Corporation's 2024 production and business plan, approving investment projects for vessel acquisitions by the Parent Company and subsidiaries, increasing capital at certain subsidiaries, amending and supplementing internal governance regulations... to direct the General Director in implementation. The list of significant Resolutions/Decisions issued by the BOD in 2024 was disclosed in the 2024 Corporate Governance Report.

**a. Transactions between the Parent company, its subsidiaries, companies in which the Parent company holds more than 50% of charter capital with members of the BOD and related persons of such members; Transactions between the Corporation and companies where a member of the BOD is a founding shareholder**

**or BOM member in the last 03 years prior to the transaction date:** Details are presented in the explanation of the audited financial statements of the Holding company in 2024.

**b. Performance of Independent members of the BOD and the evaluation results of Independent members regarding the BOD's performance.**

**❖ Performance of Independent members of the BOD**

Currently, PVTrans has 02 independent BOD members out of a total of 07 members of the BOD, meeting the requirements regarding the number of independent members according to current regulations. The independent BOD members possess the necessary expertise, experience and professionalism, ensuring independence, objectivity and transparency. They meet the qualifications and conditions specified in Clause 2, Article 155 of the Law on Enterprises 2020, the Corporate Charter and PVTrans's internal regulations.

In 2024, the independent BOD members actively fulfilled their roles by actively participating in all meetings and promoting independence and objectivity in discussions and voting. Their contributions helped safeguard the best interests of the Corporation and its shareholders.

In addition, the independent BOD members actively participated in the activities of the Committees/Sub-committees under the Board, promoting their role in fulfilling assigned responsibilities of these Committees/Sub-committees.

**❖ Evaluation results of independent Board members on the performance of the BOD**

In 2024, the BOD of PVTrans effectively fulfilled its role in strategic direction, supervision, and corporate governance complying with current legal regulations, the Charter, the internal regulations of the Corporation while adopting best governance practices to ensure the sustainable and effective development:

The BOD of PVTrans developed an operation plan, and assigned specific responsibilities to each BOD member based on their expertise and experience, thereby creating motivation, maximizing their capabilities, empowering independent BOD members to fully exercise their rights and duties and actively contributing to corporate governance and oversight.

The BOD focused on implementing inspection and supervision through annual supervision plans, thematic operation plans, ad-hoc supervision programs when necessary, etc. The inspection and supervision were carried out regularly and closely.

The BOD has remained committed to strengthening corporate governance by reviewing and assessing the current corporate governance, improving internal governance regulations and policies, building an improvement roadmap in accordance with regulations and best practices on corporate governance. These efforts ensured compliance while enhancing PVTrans's market position and reputation.

The BOD regularly monitored and updated the business activities of the Corporation and its subsidiaries, providing timely guidance and strategic adjustments to ensure alignment with the Corporation's development strategy, ensure market adaptability, and maximize growth opportunities.

In 2024, the BOD closely coordinated with the BOS to direct and supervise the BOM, ensuring timely and informed decisions that maintained stable operations and successfully achieved business objectives.

### **c. Performance of the Committees/Subcommittees under the BOD**

The BOD deeply recognized corporate governance as a key driver of the sustainable development of the Corporation. In 2024, the BOD decided to establish Committees, Subcommittees, and functional Department, Working Team under the BOD to support and assist the BOD in executive activities, thereby enhancing management efficiency. This decision demonstrated the commitment of the BOD to ensuring transparency, strengthening supervision and pursuing sustainable development in line with ESG standards.

The BOD directly directed the activities of the ESG Committee, The Audit and Risk Management Subcommittee, The Human Resources and Remuneration Subcommittee, The General Affair Division, the Internal Audit Division, the Corporate Culture Steering Committee, the Digital Transformation Steering Committee and other Working Teams under the BOD, as follows:

#### **a) ESG Committee**

Established in September 2024, the ESG Committee is chaired by the Chairman of the BOD and includes members from the BOD (including one independent member), the BOM, functional departments of the Corporation, and representatives from some subsidiaries.

The ESG Committee is responsible for advising on strategies, objectives and policies on sustainable development; monitoring the implementation of the roadmap to ensure compliance with legal regulations, international standards, and best practices. The Committee is also responsible for preparing the Corporation's sustainability report, managing information disclosure related to sustainable development across the Corporation, improving governance policies and regulations, and proposing solutions to enhance the effectiveness of the sustainability strategy.

In 2024, despite being newly established, the ESG Committee promptly consolidated its organization, completed and supplemented the Operational Regulations, assigned specific tasks to members and developed the 2025 operational plan, creating a solid foundation for future ESG initiatives. The Committee also launched a project to prepare the Sustainability report in accordance with GRI standards, collaborating with internal teams and external consultants to comprehensively assess the Parent Company's environmental, social, and governance impacts and enhance future sustainability strategies.

In addition, the ESG Committee proposed and implemented training programs to equip the Corporation with knowledge and skills related to Sustainability report which according to GRI standard and greenhouse gas emissions reporting under ISO 14064-1. Furthermore, the Committee also participated in reviewing and evaluating the application of the Corporation to Vietnam Corporate Governance Code (VNCG) best practices.



### **b) The Audit and Risk Management Subcommittee**

The Audit and Risk Management Subcommittee consists of three members, including 01 independent BOD member and 01 non-executive BOD member. It is responsible for supervising the Corporation's internal control system, risk management, and internal audit activities. The Subcommittee also coordinates with the BOS in appraising financial statements, reviewing transactions with related parties, proposing the selection of an independent auditing firms and ensuring compliance with legal regulations, regulatory requirements, and internal policies.

Over the past year, the Subcommittee implemented several key initiatives to enhance oversight and risk management, including: completing and supplementing the Subcommittee's Operation Regulations, assigning specific responsibilities to each member, and excuting planned activities. The Subcommittee also reviewed and provided feedback on critical policies to ensure compliance with current legal regulations and alignment with business realities. Additionally, the Subcommittee monitored the Internal Audit program as approved by the BOD, directed the General Director, representatives at subsidiaries to implement audit recommendations, and supervised their execution. Throughout 2024, the Subcommittee also monitored the performance of the Internal Audit Department throughout 2024 and provided suggestions for improvement to enhance operational efficiency.

### **c) The Human Resources and Remuneration Subcommittee**

To assist and support the BOD in human resources management, the Corporation established the Human Resources and Remuneration Subcommittee. This Subcommittee consists of 05 members, including 02 non-executive BOD members.

The Subcommittee is responsible for providing advisory input on policies, regulations regarding organizational structure, personnel, remuneration, and allowances for the BOD, BOS, BOM and senior management. At the same time, the Subcommittee proposes and implements standards, criteria for the election/appointment process, as well as competency and performance evaluation metrics for key management positions within the Corporation. The review and approval of personnel evaluation results for commendation and reward purposes are conducted based on reports from the Commendation and Reward Council. Furthermore, the Subcommittee participates in the recruitment and interview process for senior management positions of the Corporation.

The Subcommittee's activities in 2024 included completing the Subcommittee's Operation Regulation; consulting the BOD on salary and bonus plans for 2025 for the executive management and employees of the Corporation, and reviewing and evaluating personnel for commendation and reward purposes as authorized by the BOD.

## **II. ORIENTATION AND PLAN FOR 2025 IMPLEMENTATION**

### **1. Financial Targets for 2025:**

Unit: Billion VND

No.	Indicators	Consolidation	Parent Company
1	Equity, of which:		6.320,5
	<i>Charter capital</i>		4.699,4
2	Turnover	10.300,0	3.000,0
3	Profit before tax	1.200,0	600,0
4	Profit after tax	960,0	482,0
5	Remittance to the State budget	380,0	215,0

## 2. The BOD's Key Priorities for 2025

The BOD continues to direct the Corporation's operation in line with strategic objectives to achieve the 2025 business plan and the 5-year plan for 2021-2025 as approved by the GMS, focusing on specific objectives, including:

- **Business Operations:** Direct and supervise the BOM and Capital Representatives at subsidiaries to effectively implement the 2025 business plan as approved by the GMS, specifically:

+ Maintain the domestic transportation market share, ensure safe and timely transportation of crude oil inputs and product outputs for Dung Quat Refinery, Nghi Son Refinery, and other customers in accordance with signed contracts.

+ Closely monitor transportation market trend to expand operations and enhance PVTrans' brand presence on international shipping routes.

+ Ensure the safe, efficient operation and exploitation of PVN Dai Hung Queen FSO at Dai Hung mine and the CPP rig for Idemitsu at Dai Nguyet Gold Star mine, with no production disruptions.

+ Expand the service chain to optimize resources and increase investment efficiency. Maintain stable business operations while ensuring effective capital utilization, exercising strict control, and minimizing overdue debts.

+ Proactively research and stay updated on market trends to develop business and investment strategies aligned with market demands and the global energy transition.

+ Enhance collaboration within the Group to identify opportunities where PVTrans can leverage its competitive advantages in service provision.

### - Investment Activities

+ Continuously monitor and update forecasts of the freight market and vessel sales and purchase markets to ensure investment projects are aligned with the approved plan. Prioritize market alignment, timely execution, efficiency, and strict compliance with legal regulations and PVTrans' internal policies. Maintain effective capital management to balance investment projects and regular operations of PVTrans.

+ Make equity investments in subsidiaries only after completing all required

procedures in compliance with state regulations, legal requirements. Ensure accountability for the operational efficiency of the invested units while preserving and enhancing capital value.

- + Implement comprehensive measures to monitor project progress, optimize investment efficiency, and ensure timely disbursement of investment capital as scheduled.

- **Financial Activities:**

- + Optimize asset utilization across the entire Corporation to maximize operational efficiency.

- + Preserve and grow capital while maintaining and enhancing key financial indicators to ensure the Corporation's financial stability.

- + Develop a comprehensive cash flow plan for the Parent company to ensure full and puntual payment of loans and investment projects.

- + Continue working closely with the relevant authorities to finalize the plan for increasing charter capital through stock dividend distribution.

- **Corporate governance:**

- + Enhance the quality of the corporate governance system in accordance with the law and best practices.

- + Review and improve the system of governance regulations, strengthen inspection, supervision, internal audit and risk management to minimize operational risks and improve governance efficiency.

- + Develop a strategic framework for Sustainable Development, integrate ESG into business activities and implement ESG initiatives.

- + Strengthen communication efforts, corporate culture, and the culture of the BOD.

- + Accelerate digital transformation, develop a comprehensive digital strategy with a clear digital vision and detailed implementation roadmap, and synchronize business operations data and information across the entire Corporation.

- **Corporate Restructuring and Innovation:** Implement the overall restructuring of PVTrans in accordance with the new conditions, thoroughly addressing existing challenges and difficulties faced by PVTrans and its subsidiaries to restructure the fleet, enhance transportation capacity, increase competitiveness to meet the development opportunities of PVTrans in the coming period.

- **Human Resource Development:** Strengthen initiatives to develop high-quality human resources in corporate governance, business management, and specialized expertise, ensuring alignment with PVTrans' growth and development objectives.

- **Social responsibility:** Actively participate in social security; ensure stable employment, improve and enhance the physical and mental well-being of PVTrans employees; prioritize and safeguard the legitimate rights of shareholders; and make meaningful contributions to the community and society.

- Perform other tasks assigned by the GMS.

### **III. CONCLUSION**

Building upon the achievements of 2024, with the solidarity, creativity and determination of the BOD, the BOM and all employees, the BOD is confident in fulfilling the mandated assigned by the GMS and continuing to lead PVTrans towards greater successes. This commitment ensure the sustainable and long-term development of PVTrans while continuously increasing values for shareholders.

This is the 2024 Performance Report and the 2025 Activity Plan of the Board of Directors of Petrovietnam Transportation Corporation.

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

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

**Pham Viet Anh**

**DRAFT**

**INDEPENDENT BOARD MEMBERS' ASSESSMENT REPORT  
ON THE PERFORMANCE OF THE BOARD OF DIRECTORS  
OF PETROVIETNAM TRANSPORTATION CORPORATION IN 2024**

**I. Independent Board Members' assessment on the performance of the Board of Directors (BOD) of PetroVietnam Transportation Corporation (PVTrans) in 2024**

**1. The structure of the BOD**

In 2024, the BOD consisted of 07 members, included 02 independent members, ensuring compliance with legal regulations and the PVTrans's Charter, specifically:

1. Mr. Pham Viet Anh - Chairman of the BOD
2. Mr. Nguyen Duyen Hieu - Member of the BOD, General Director
3. Mrs. Nguyen Linh Giang - Member of the BOD
4. Mr. Nguyen Dinh Thanh - Member of the BOD, Deputy General Director
5. Mr. Hoang Duc Chinh - Member of the BOD
6. Mr. Doan Dinh Thai - Independent member of the BOD
7. Mrs. Nguyen Thi Thu Huong - Independent member of the BOD

All members of the BOD actively and fully participated in strategic planning and business operations, supervised the General Director in ensuring compliance and implementing Resolutions/Decisions of the BOD, ensuring application of corporate governance best practices.

**2. Overall Assessment of Performance of the BOD**

In 2024, the BOD operated with a high sense of responsibility and transparency in governance, strictly complied with regulations for public companies and PVTrans' policies while incorporating corporate governance best practices aimed at sustainable and efficient development.

The BOD focused on strategic direction, management system improvement, and governance. These areas were regularly reviewed and assessed, with timely and effective solutions implemented.

The BOD deployed flexible solutions to handle global economic challenges, included oil price, geopolitical tensions and down-trend of tanker freight rates. By this, the BOD took opportunities for growth with key focus on establishing an effective and robust governance system while maintaining flexibility in line with PVTrans's operational characteristics.

**3. Performance of the BOD**

In 2024, the BOD held 75 meetings, either in person or written opinions, included 04 quarterly meetings. Based on these meetings, the BOD issued Resolutions/Decisions on

key matters such as approving the 2024 business plan, vessel investment of Parent company and subsidiaries, capital increases in subsidiaries, amendments and supplements to internal governance regulations.....directed the General Director for implementation of these.

The BOD’s meetings were convened in a timely manner and conducted following the Corporation's Charter and internal regulations. During these meetings, the board members discussed and assessed all matters to formulate directions and solutions that maximize the Corporation’s profit.

All BOD’s decisions at meetings were approved by majority vote, and meeting minutes were documented and signed by the attended board members.

**4. Supervision of the BOD**

The BOD defined responsibilities for supervision, included the supervision of the Board of Management (BOM). This supervision is conducted in accordance with legal regulations, the Corporation’s Charter, internal regulations, and corporate governance best practices.

Based on issued Resolutions, Decisions, and Directives, the BOD implemented comprehensive supervision and closely monitored the implementation by the BOM to ensure alignment with the strategic direction, business plans, risk management, and legal compliance.

The supervision activities were carried out as follows:

The BOD issued an annual work plan and assigned responsibilities to each member based on their expertise and experience in designated areas and subsidiaries. This approach maximized the capabilities and knowledge of each member, fostered motivation, and ensured that independent members could fully exercise their rights and responsibilities, making meaningful contributions to the company's supervision and governance.

The BOD focused on implementing review and supervision based on annual supervision plans, thematic activity plans, and ad-hoc supervision programs when necessary. The review and supervision were carried out regularly and rigorously.

The BOD continuously monitored business activities of the Parent company and subsidiaries/branches to promptly provide strategic direction and adjustments. This ensured alignment with the Corporation’s development strategy, enhanced adaptability to market fluctuations, and optimized growth opportunities.

In 2024, the BOD collaborated closely with the Board of Supervisors to supervise the BOM, ensuring timely and well-informed decision-making. This guaranteed the continuity, stability, and successful execution of the Corporation’s business operations and plans.

**5. Corporate Governance**

In 2024, the BOD focused on strengthening corporate governance in line with best practices. The BOD established ESG Committee for sustainable development, appointing key personnels, developing policies and action plans. Additionally, the BOD formed working teams under the BOD to support governance, communication, and investor relations, aiming for a systematic and comprehensive improvement of corporate governance.

The BOD prioritized strengthening governance capacity by reviewing and assessing current corporate governance practices, improving internal regulations and policies, and

developing a roadmap for governance improvement in line with legal requirements and best practices. These efforts aimed to ensure PVTrans' compliance with regulations while strengthening its market position and corporate reputation.

**6. Supervision of financial statements and business performance results**

The selected audit firm complied with legal regulations, adhered to audit timelines, and followed professional standards, ensuring independence and objectivity in its audit opinions.

Financial statements were prepared and disclosed in accordance with accounting standards and legal regulations.

**7. Transactions with the related parties**

PVTrans complied with relevant regulations on the approval authority, monitoring, and disclosure of transactions between internal companies, their related parties and PVTrans. These transactions were disclosed in compliance with legal requirements.

**II. Report on Performance of Independent Board Members**

**1. Independence of Independent Board Members**

PVTrans's Board of Directors consisted of 02 independent members, Mr. Doan Dinh Thai and Mrs. Nguyen Thi Thu Huong. Both of members met the criteria and standards stipulated in Clause 2, Article 155 of the Enterprise Law 2020.

**2. Performance of Independent Board Members**

**Mr. Doan Dinh Thai:** With extensive experience in commerce and business management, Mr. Thai contributed significantly to PVTrans' strategic development. As a member of the Audit and Risk Management Sub-Committee, he actively participated in oversight, internal control evaluations, proposing solutions to enhance operational efficiency, ensuring PVTrans' sustainable growth.

**Mrs. Nguyen Thi Thu Huong:** With an extensive background and experience across various industries, Mrs. Huong actively contributed to Board activities. In 2024, she joined the ESG Committee as the leader of the Social (S) Group, focusing on social aspects of PVTrans' sustainability strategy.

The independent Board members effectively performed their review and supervision roles, ensuring that decisions of the BOD were objective, transparent and in the best interests of shareholders.

**III. Conclusion**

Despite economic volatility and significant challenges in the shipping industry in 2024, the BOD, with a high sense of responsibilities, unity, and cooperation, carried out duties with integrity and diligence. The BOD proactively deployed flexible solutions in supervision, directed the BOM to execute the Resolutions of the General Meeting of Shareholders and the BOD, and achieved outstanding results for the year, ensuring benefits for the Corporation and shareholders.

This report presented 2024 activities of Independent Board Members and our assessment of the BOD's performance in 2024.

Sincerely./.

**ON BEHALF OF  
INDEPENDENT BOARD MEMBERS**

