

No: 24/2025/BC-PPT

Hai Phong, dated 21 January 2025

REPORT ON CORPORATE GOVERNANCE
(year 2024)

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

- Name of company: **PETRO TIMES JOINT STOCK COMPANY**
- Address of headoffice: No 54, Tien Phong Street, Dang Hai Ward, Hai An District, Hai Phong City, VietNam.
- Telephone: 0225 3625882 Fax: 0225 3625882 Email: Info.petrotimes@gmail.com
- Charter Capital: 181.899.880.000 VND
- Stock symbol: PPT
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Directors.

I. Activities of the General Meeting of Shareholders:

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

Resolution/Decision No.	Date	Content
01/2024/PPT/NQ-ĐHĐCĐ	11/04/2024	<p>The GMS approved on the following contents:</p> <ul style="list-style-type: none">- The Board of Directors' report on the 2023 business results, the 2024 business plan and direction.- The Board of Management's report on the 2023 business results, the 2024 business plan and direction.- The Board of Supervisors' report on the 2023 business results, the 2024 business plan and direction.- The audited financial statements for 2023 and to select the audit firm for 2024

Resolution/Decision No.	Date	Content
		<ul style="list-style-type: none"> - The 2023 remuneration settlement and the 2024 remuneration forecast for members of the Board of Directors and the Board of Supervisors - The 2023 profit distribution plan and 2024 business plan - The issuance of shares to pay dividends for 2023 - The share issuance plan under the Employee Stock Ownership Plan for 2024

II. Board of Directors (annual report):

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

No.	Board of Directors' members	Position	The date becoming/ceasing to the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Phạm Văn Kỳ	Chairman	30/06/2021	
2	Ms. Phạm Thị Ly	Member of BoD, Deputy General Director	30/06/2021	
3	Mr. Hồ Văn Kiểm	Member of BoD	30/06/2021	
4	Mr. Nguyễn Văn Ngọc	Independent member of BoD	30/06/2021	
5	Ms. Nguyễn Thị Thà	Member of BoD, CEO	01/11/2022	

2. Meetings of the Board of Directors:

No.	Board of Directors' members	Number of meeting attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Phạm Văn Kỳ	11/11	100%	
2	Ms. Phạm Thị Ly	11/11	100%	

No.	Board of Directors' members	Number of meeting attended by Board of Directors	Attendance rate	Reasons for absence
3	Mr. Hồ Văn Kiêm	11/11	100%	
4	Mr. Nguyễn Văn Ngọc	11/11	100%	
5	Ms. Nguyễn Thị Thà	11/11	100%	

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

- To supervise and direct the Board of Management in managing and operating the Company's business activities;
- To propose plans and adjustments to the Company's production and business operations in 2024;
- To strengthen corporate governance in accordance with Public company standards;
- To set forth medium-term and long-term development orientations and strategies for the Company to meet the increasingly high standards of the petroleum industry;
- Under the direction of the Board of Directors, the Management Board has ensured that all operations comply with law, the resolutions of the General Meeting of Shareholders, and the resolutions of the Board of Directors.

4. Activities of the Board of Directors' subcommittees:

The Board of Directors did not establish any subcommittees.

5. Resolutions/Decisions of the Board of Directors (annual report):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	1901/2024/PPT/NQ-HĐQT	19/01/2024	Approval of the change in the Company's General Director	100%
2	2602/2024/PPT/NQ-HĐQT	26/02/2024	Approval of the 2024 Annual General Meeting of Shareholders organization	100%
3	1005/2024/PPT/NQ-HĐQT	10/05/2024	Approval of implementation the share issuance plan to pay dividends for 2023	100%
4	0306/2024/PPT/NQ-HĐQT	03/06/2024	Approval of the record date for the 2023 share dividend	100%
5	0107/2024/PPT/NQ-HĐQT	01/07/2024	Approval of amending the Company's Charter and	100%

No.	Resolution/Decision No.	Date	Content	Approval rate
			completing the procedures for the 2023 share dividend issuance	
6	1807-1/2024/PPT/NQ-HĐQT	18/07/2024	Approval of implementing the Employee Stock Ownership Plan for 2024	100%
7	1807-2/2024/PPT/NQ-HĐQT	18/07/2024	Approval of the criteria for selecting employees and the principles for distributing shares to employees	100%
8	2307/2024/PPT/NQ-HĐQT	23/07/2024	Approval of adding the distribution principles and the list of employees participating in the 2024 ESOP	100%
9	0908/2024/PPT/NQ-HĐQT	09/08/2024	Approval of the issuance announcement and the payment schedule for the 2024 ESOP	100%
10	2608/2024/PPT/NQ-HĐQT	26/08/2024	Approval of the results of the 2024 ESOP	100%
11	362/2024/PPT/NQ-HĐQT	04/09/2024	Approval of amending the Company's Charter and completing the procedures for the 2024 ESOP	100%

III. Board of Supervisors (annual report):

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	Ms. Cao Thị Phương	Head of Board of Supervisors	The date becoming: 30/06/2021	Bachelor of Accounting
2	Ms. Hồ Thị Hương	Members of Board of Supervisors	The date becoming: 30/06/2021	Bachelor of HR Management
3	Ms. Nguyễn Thị Thu Hương	Members of Board of Supervisors	The date becoming: 06/04/2022	Bachelor of Accounting

2. Meetings of Board of Supervisors:

No.	Members of Board of Supervisors	Numbers of meeting attended	Attendance rate	Voting rate	Reasons for absence
1	Ms. Cao Thị Phương	04	100%	100%	
2	Ms. Hồ Thị Hương	04	100%	100%	
3	Ms. Nguyễn Thị Thu Hương	04	100%	100%	

3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

The Board of Supervisors notes that the Board of Directors and the Management Board have fulfilled their assigned tasks. The Board of Directors' resolutions are consistent with the functions and authorities stipulated in the Company's Charter. The Management Board has organized and implemented tasks and plans in accordance with the directions, requirements, resolutions, and decisions of the General Meeting of Shareholders and the Board of Directors.

In 2024, no shareholder or group of shareholders submitted any documents to the Board of Supervisors requesting an audit of matters related to the management and operation of the Board of Directors, Management Board, and other company operations.

4. The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers:

- The Board of Supervisors proactively engaged with the Board of Directors and the Board of Management regarding the plans and contents approved at the General Meeting of Shareholders;
- The Board of Supervisors directly participated in the Board of Directors' meetings to ensure the appropriateness of authority in decision-making.
- In collaboration with the Board of Management, the Board of Supervisors reviewed and verified the Company's internal management documents to ensure that reports accurately, reasonably, and fully reflect the Company's business operations at the time of reporting.
- The Board of Directors, Board of Management and Board of Supervisors have cooperated in the issuance of dividend shares and the issuance of share under the Employee Stock Ownership Plan in 2024, in accordance with the resolutions of the General Meeting of Shareholders;

5. Other activities of the Board of Supervisors (if any): No

IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment/ dismissal of members of the Board of Management
1	Ms. Nguyễn Thị Thà – CEO	07/07/1986	Bachelor of Economics	19/01/2024
2	Ms. Phạm Thị Ly - Deputy General Director	06/10/1992	Bachelor of Economics	From 5/2017
3	Ms: Nguyễn Văn Song - CEO	16/06/1987	Bachelor	Date of appointment: 30/06/2021 Date of dismissal: 19/01/2024

V. Chief Accountant

Name	Date of birth	Qualification	Date of appointment/ dismissal
Phạm Thị Thu Phương	12/07/1980	Bachelor of Accounting	25/07/2023

VI. Training courses on corporate governance:

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance: No

VII. The list of affiliated persons of the public company (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 (if any)	ID card No./ Certificate No.; date of issue; place	Contact address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with company
1	Phạm Văn Kỳ	-	Chairman			30/06/2021	-		Blockholder, Internal person
2	Phạm Thị Ly	-	Member of BoD - Deputy General Director			30/06/2021	-		Blockholder, Internal person
3	Hồ Văn Kiểm	-	Member of BoD			30/06/2021	-		Internal Person
4	Nguyễn Văn Ngọc	-	Independent member of the BoD			30/06/2021	-		Internal Person
5	Nguyễn Thị Thà	-	Member of BoD - CEO			01/11/2022	-		Internal Person
6	Cao Thị Phương	-	Head of Board of Supervisors			30/06/2021	-		Internal Person
7	Hồ Thị Hương	-	Members of Board of Supervisors			30/06/2021	-		Internal Person
8	Nguyễn Thị Thu Hương	-	Members of Board of Supervisors			06/04/2022	-		Internal Person
9	Nguyễn Văn Song	-	CEO			30/06/2021	19/01/2024	Dismissal	
10	Phạm Thị Thu Phương		Chief Accountant			25/07/2023	-		Internal Person

11	Nguyễn Thị Thu Thảo	-	Corporate governance officer		01/08/2023	-	Internal Person
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2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons:

No.	Name of organization /individual	Relationship with the company	NSH No., date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. Or Decision No. Approved by GMS or BOD	Content, quantity, total value of transaction
1	Phạm Văn Kỳ	Chairman					- Mr. Phạm Văn Kỳ: + Recovered part of the deposit: 8.954.828.400 VND
2	Hà Thị Kim Oanh	Chairman's wife					- Mr. Phạm Văn Kỳ and Ms. Hà Thị Kim Oanh: + Recovered part of the deposit: 3.350.027.100 VND
3	Phạm Thị Ly	Member of BoD - Deputy General Director			The year 2024	1606-2/2023/PPT/NQ-HĐQT dated 16/06/2023	- Ms. Phạm Thị Ly: + Recovered part of the deposit: 2.822.400.000 VND
4	Kiều Hữu Sang	Husband of Ms. Phạm Thị Ly					- Mr. Kiều Hữu Sang: + Recovered part of the deposit: 10.671.150.000 VND - Ms. Phạm Thị Ly and Mr. Kiều Hữu Sang: + Recovered part of the deposit: 3.535.700.000 VND

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: No

4. Transaction between the Company and other objects:

4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): No

4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): No

4.3. Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: No

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VIII. Share transactions of internal persons and their affiliated persons (annual report):

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
I	Phạm Văn Kỳ	-	Chairman			3.285.000	18,06%	
1	Lưu Thị Nhâm	-	-			0	0	Mother
2	Phạm Thị Chi	-	-			0	0	Sister
3	Phạm Văn Trượng	-	-			149.850	0,82%	Brother in law
4	Phạm Thị Ly	-	Member of BoD - Deputy General Director			1.277.500	7,02%	Sister
5	Kiều Hữu Sang	-	-			0	0	Brother in law
6	Hà Thị Kim Oanh	-	-			0	0	Wife
7	Nguyễn Thị Rìa	-	-			0	0	Mother in law
8	Phạm Kỳ Thư	-	-			0	0	Daughter
9	Phạm Quang Kỳ Khôi	-	-			0	0	Son
10	Phạm Quang Kỳ Sơn					0	0	Son
II	Phạm Thị Ly	-	Member of BoD, Deputy General			1.277.500	7,02%	

8	Cao Đức Thắng	-	-	-			11	0,01%	Father in law
9	Hoàng Thị Tân	-	-	-			11	0,01%	Mother in law
10	Hồ Ngọc Minh	-	-	-			0	0	Son
11	Hồ Ngọc Khuê	-	-	-			0	0	Daughter
12	Hồ Ngọc Khánh	-	-	-			0	0	Son
IV	Nguyễn Văn Ngọc	-	-	Independent member of BoD			3.850	0,02%	
1	Nguyễn Thị Rìa	-	-	-			0	0	Mother in law
2	Hà Thị Thu	-	-	-			0	0	Wife
3	Nguyễn Quốc Khánh	-	-	-			0	0	Son
4	Nguyễn Khánh Hưng	-	-	-			0	0	Son
5	Nguyễn Phúc Thọ	-	-	-			0	0	Brother
6	Cao Thị Thuý	-	-	-			0	0	Sister in law
V	Nguyễn Thị Thà	-	-	Member of BoD - CEO			194.000	1,07%	
1	Nguyễn Văn Thìn	-	-	-			0	0	Father
2	Phạm Thị Chợt	-	-	-			0	0	Mother
3	Nguyễn Thị Thon	-	-	-			0	0	Sister
4	Lưu Văn Trường	-	-	-			0	0	Brother in law
5	Nguyễn Thị Thơ	-	-	-			0	0	Sister
6	Nguyễn Văn Hát	-	-	-			0	0	Brother in

2	Lê Thị Nhựt	-	-	-			0	0	Mother
3	Hồ Thị Xuân	-	-	-			0	0	Sister
4	Hồ Văn Vinh	-	-	-			0	0	Brother
5	Hồ Thị Thu	-	-	-			0	0	Sister
6	Đặng Duy Khoa	-	-	-			0	0	Son
7	Hồ Thái Hùng	-	-	-			0	0	Brother in law
8	Nguyễn Thị Hạnh	-	-	-			0	0	Sister in law
9	Nguyễn Hữu Hùng	-	-	-			0	0	Brother in law
VIII	Nguyễn Thị Thu Hương	-	-	Member of Board of Supervisors			7.000	0,04%	
1	Nguyễn Đình Tiến	-	-	-			0	0	Father
2	Vũ Thị Dinh	-	-	-			0	0	Mother
3	Nguyễn Văn Tuấn	-	-	-			0	0	Brother
4	Nguyễn Thị Tâm	-	-	-			0	0	Sister
5	Phí Thanh Hiền	-	-	-			0	0	Husband
6	Phí Thanh Dương	-	-	-			0	0	Daughter
7	Phí Phương Thảo	-	-	-			0	0	Daughter
8	Phí Thảo Anh	-	-	-			0	0	Daughter
9	Phí Tiến Dũng	-	-	-			0	0	Father in law
10	Phạm Thị Thìn	-	-	-			0	0	Mother in law
IX	Phạm Thị Thu Phương			Chief Accountant			12.000	0,07%	

1	Nguyễn Thị Hoài	-	-	-		0	0	Mother
2	Phạm Minh Tiến	-	-	-		0	0	Brother
3	Phạm Thị Thủy Hương	-	-	-		0	0	Sister
4	Trần Đình Phong	-	-	-		0	0	Brother in law
5	Đông Thị Khánh Linh	-	-	-		0	0	Daughter
6	Đông Duy Khánh	-	-	-		0	0	Son
X	Nguyễn Thị Thu Thảo			Corporate governance officer		16.500	0,09%	
1	Nguyễn Thị Nụ	-	-	-		0	0	Mother
2	Nguyễn Thị Thu Dung	-	-	-		0	0	Sister

2. Transactions of internal persons and affiliated persons with share of the company:

No.	Transaction executor	Relationship with internal person	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing
			Number	Percentage	Number	Percentage	
1	Phạm Văn Kỳ	Chairman	2.850.000	18,1%	3.285.000	18,06%	Rewarding and buying in the ESOP issuance
2	Phạm Thị Ly	Member of BoD, Deputy General Director	1.025.000	6,51%	1.277.500	7,02%	Rewarding and buying in the ESOP issuance
3	Nguyễn Văn Ngọc	Member of BoD	3.500	0,022%	3.850	0,02%	Rewarding
4	Nguyễn Thị Thà	Member of BoD, CEO	40.000	0,254%	194.000	1,066%	Rewarding and buying in the ESOP issuance
5	Hồ Văn Kiểm	Member of BoD	1.310	0,008%	11.441	0,06%	Rewarding and buying in the ESOP issuance
6	Cao Thị Phương	Head of Board of Supervisors	48.330	0,307%	103.163	0,57%	Rewarding and buying in the ESOP issuance
7	Hồ Thị Hương	Members of Board of Supervisors	6.230	0,039%	8.353	0,046%	Rewarding and buying in the ESOP issuance
8	Nguyễn Thị Thu Hương	Members of Board of Supervisors	5.000	0,032%	7.000	0,038%	Rewarding and buying in the ESOP issuance
9	Nguyễn Thị Thu Thảo	Corporate governance officer	0	0	16.500	0,091%	Buying in the ESOP issuance
10	Phạm Thị Thu Phương	Chief Accountant	0	0	12.000	0,066%	Buying in the ESOP issuance

IX. Other significant issues: no

Recipients:

- HNX;
- Archived;

**CHAIRMAN OF THE BOARD
OF DIRECTORS**

(Sign, full name and seal)



Phạm Văn Kỳ

