

**Prasenjit Chakravarti**  
Chief Corporate Strategy and  
Transformation Officer

**Thai Minh Diem Tu**  
Chief Marketing Officer

**Chu Hong Ngoc**  
Chief Operations Officer

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This year we significantly enhanced our ESG framework, including a materiality assessment and multiple strategic initiatives to support the Bank's sustainable development.”



# ESG SUSTAINABILITY

## ESG framework at Techcombank

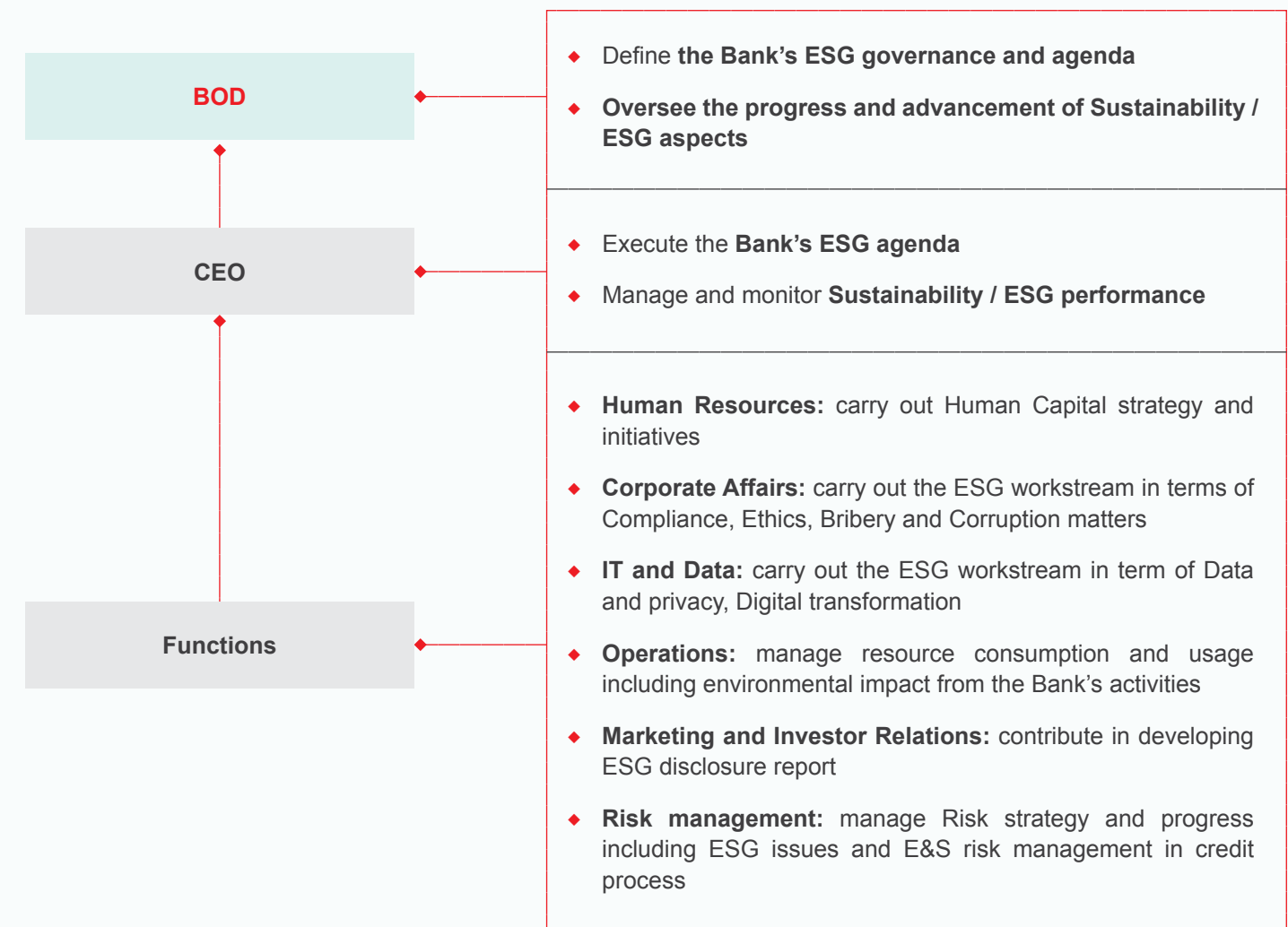
Techcombank's commitment to sustainable development is embedded in our mission:

Leading the digital journey of the financial industry, creating motivation for individuals, businesses and organisations to **develop sustainably** and successfully break through.



The Bank aims to maintain market leading capital, liquidity and prudent leverage ratios via sustainable and socially responsible business growth. Our enterprise-wide risk management framework provides built-in safeguards to keep us on track.

### ESG governance



Environmental, social and corporate governance (ESG), which covers sustainability, is part of our long-term business strategy. The Board of Directors is responsible for its oversight, and the Executive team and CEO for day-to-day implementation. ESG is incorporated into various workstreams across the Bank's operations.

Techcombank makes ongoing efforts to improve our governance structure, to ensure appropriate oversight and accountability. We employ governance tools such as committee charters, guidelines, and internal processes and procedures that are appropriate for the Bank's long-term business strategy and in alignment with international standards.

Materiality assessment

Within an overall ESG framework, in 2022, we conducted a materiality assessment, designed to ensure that the Bank focuses on the most relevant ESG topics to the priorities of our business and stakeholders. These topics were assessed to have the highest potential to impact Techcombank’s long-term stakeholder value, as well as significant societal, environmental or economic impacts.

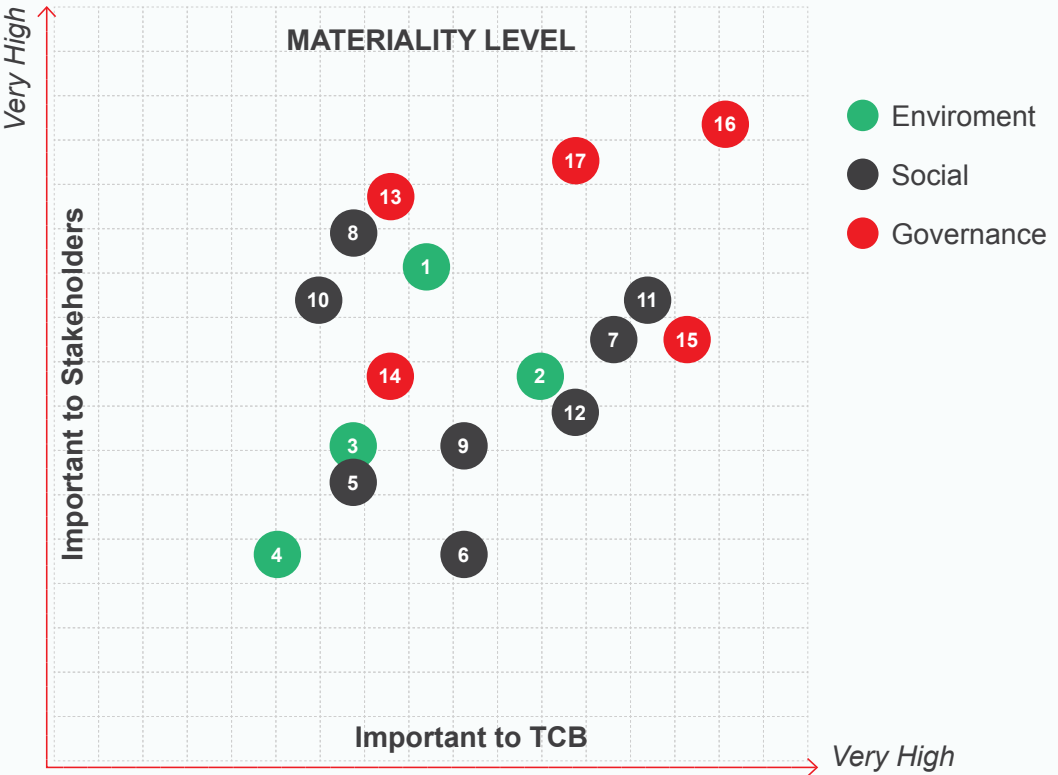
Our materiality assessment took into consideration internal and external stakeholder priorities; based on an internal survey, peer and sector disclosure benchmarking, regulatory and legal requirements.

We followed a four-step approach:

- (1) Identify and categorise potential ESG related topics
- (2) Prioritise material topics based on their strategic importance to the business and stakeholders, regulatory requirements and standard setters
- (3) Engage management to test and validate the results of the materiality assessment with key internal audiences and subject matter experts
- (4) Deliberate on, and determine, the final list after multiple rounds of management discussion, incorporating input from internal Heads of Division (HoD) and external consultants.

This short list of material ESG topics is based on priorities determined via Techcombank’s strategy, stakeholder expectations and best practices.

Pillar	#	ESG material topics
 Environment	1	Greenhouse gas emissions
	2	Financing environmental impacts
	3	Climate change
	4	Electricity, water consumption and waste production
 Social	5	Relationships with local communities
	6	Financial inclusion and socially responsible financing
	7	Digital transformation
	8	Diversity and inclusion
	9	Human capital management and talent attraction
	10	Workplace health and safety
 Governance	11	Personal data security and privacy
	12	Customer protection and product responsibility
	13	Ethics and conducts
	14	Corruption and bribery
	15	Regulatory compliance
	16	Corporate governance, internal controls and risk management
	17	Transparency





# 2022 Highlights



## Greenhouse Gas (GHG) emissions/ Transition to Net Zero

Vietnam made strong commitments towards ‘zero’ emissions – Net Zero by 2050 – at the Conference of the Parties to the United Nations Framework Convention on Climate Change in 2021 (COP26).

In line with the Government’s green growth strategy, Techcombank continues to take steps toward a sustainable agenda.

In 2022, the Bank operated two high-class office buildings that meet international Grade A standards for construction quality and management. They hold LEED\* certification for green buildings:

- ◆ Techcombank Tower, 6 Quang Trung, Hoan Kiem, Hanoi
- ◆ Techcombank Tower, 23 Le Duan, District 1, Ho Chi Minh City.

The Techcombank towers can save up to 26% and 28% in energy consumption (MWh/year) respectively, compared to the baseline level under Ashrae 90.1-2010 standards. Their GHG saving, energy-efficient solutions include:

- ◆ Double-layer glass (low-e) which reduces the amount of sunlight coming in and means less energy consumption by the air conditioning system
- ◆ High-efficiency, energy-saving LED lights
- ◆ Central air conditioning system (chiller) inverter control
- ◆ Effective and economical building management and operation.

*\*Leadership in Energy and Environmental Design (LEED) is a green building certification program used worldwide. Developed by non-profit, US Green Building Council (USGBC), it is a way to rate the design, construction, operation and maintenance of green buildings, homes and neighbourhoods. Its aim is to help building owners and operators be environmentally responsible and use resources efficiently.*

## Financing environmental impacts

From the early days of our establishment, management fully understood that success could only last by building sound governance into the Bank’s foundations and supporting the community, including sustaining the planet we live on.

### Environmental and Social Management System (ESMS) framework

*ESMS framework at Techcombank – based on International Finance Corporation (IFC) standards*

1	General principles of assessment, rating and approval of environmental and social (E&S) risks, including transactions.
2	Requirements for E&S risk rating: rating criteria, assessments and rating (in the Report on Customer Appraisal).  Requirements for E&S risk appraisal: including appraisal by business units and independent appraisals by Risk Management Division (RMD).
3	Requirements for E&S risk approval: all documents with Group A rating (high risk with potential significant, adverse environmental or social risks and/or impacts that are diverse, irreversible or unprecedented) must be approved by our E&S risk experts in RMD.
4	Requirements for post-disbursement controlling and monitoring and E&S risk reporting:  (i) Relevant units must submit reports to heads of business divisions, E&S risk experts and the E&S risk management officer of RMD if they detect customers violating provisions of laws, commitments, regulations or conditions of the Bank  (ii) Reports are prepared by the Independent Appraisal Unit and E&S risk management officers.
5	Roles and responsibilities of individuals and related departments: customer relationship officers; units and individuals with post-disbursement controlling functions; E&S risk experts; department/unit responsible for E&S risk under RMD.
6	Guidance on E&S risk rating <ul style="list-style-type: none"><li>◆ Group A is classified as high E&amp;S risk – requires a full, wide-ranging assessment</li><li>◆ Group B is deemed as medium risk with potential limited adverse environmental or social risks and/or impacts that are few in number, generally site-specific, largely reversible and readily addressed through mitigation measures</li><li>◆ Group C is low E&amp;S risk with minimal, or no, adverse environmental or social risks and/or impacts.</li></ul>

Sector and project classification for assessment and appraisal

Techcombank has followed environmental and social risk management policy, developed according to the standards of the IFC, since 2010. It guides business units to identify, assess, screen and classify E&S risks, according to international credit standards.

Techcombank's exclusion list

Techcombank shall not grant credit to projects on the IFC's exclusion list, or activities that have negative impacts on environmental, social and business activities prohibited under Vietnamese law.

<div>1. Production or trade in illegal products or activities under State law or provisions of international agreements or in internationally prohibited fields</div> <div>2. Production or trade in weapons and ammunition</div> <div>3. Production or trade in alcoholic beverages (excluding beer and wine)</div> <div>4. Production or trade in tobacco</div> <div>5. Gambling, casinos and equivalent enterprises</div> <div>6. Production or trade in radioactive materials</div> <div>7. Drift net fishing in the marine environment using nets longer than 2.5 km</div> <div>8. Production or activities involving harmful or exploitative forms of forced labour/harmful child labour</div> <div>9. Deforestation, logging for commercial purposes</div> <div>10. Production or trade in timber and forest products which does not comply with regulations</div> <div>11. Producing, trading, storing, transporting or using dangerous chemicals</div> <div>12. Production or activities that impinge on lands owned by Indigenous peoples (or disputed lands) without their consent</div> <div>Projects detrimental to national defence, security and public interest</div> <div>13. Production and possession of narcotic substances</div> <div>14. Investing in the business of secret investigation services that infringe upon the interests of the State or the lawful rights and interests of organisations and individuals</div> <div>15. Investment in the field of private detectives, investigation</div>	<div>Projects that damage the history, culture, morals, fine customs or traditions of Vietnam</div> <div>16. Construction projects within the premises of national historical and cultural relics or projects that adversely affect the architecture and landscape of these national historical and cultural relics</div> <div>17. Producing depraved and superstitious cultural products</div> <div>18. Producing dangerous toys, harmful to a child's personality, health or education; or to social security, order and safety</div> <div>19. Prostitution business; trafficking in women and children</div> <div>20. Human cloning testing</div> <div>Projects that harm people's health, destroy resources or destroy the environment</div> <div>21. Production of Schedule 1 chemicals (as defined by international conventions)</div> <div>22. Producing veterinary drugs or pesticides banned, or not yet allowed, in Vietnam</div> <div>23. Producing medicines for human treatment, vaccines, medical biological products, cosmetics or insecticidal and germicidal chemicals and preparations not yet allowed in Vietnam</div> <div>Hazardous waste treatment projects brought from outside into Vietnam; production of harmful chemicals or use of toxic agents prohibited by international treaties</div> <div>24. Projects to treat hazardous waste brought from outside into Vietnam; producing toxic chemicals or using toxic agents prohibited by international treaties to which Vietnam is a party</div> <div>25. Other investment projects banned from investment, as prescribed by Vietnamese law</div>
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Techcombank is currently operating various projects to improve our capability in social and environmental risk management.

An external provider has sponsored a training program on ESMS in relation to credit granting activities, to promote sustainable development in Vietnam. Our E&S risk management framework will be updated to reflect:

The principles of international standards (e.g. IFC, Asian Development Bank)	Criteria and regulations based on environmental protection laws	SBV's guidelines (regulations, strategy etc.)
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Electricity, water consumption and waste production

Electricity and water consumption

	119 Tran Duy Hung	191 Ba Trieu
Electricity consumption in 2022	Electricity consumption: 3,417,400 KWh	Electricity consumption: 1,754,383 KWh
Water supply and amount of water used	All water (100%) was from the city's water supply	All water (100%) was from the city's water supply
Water consumption during business activities in 2022	Total water consumption: 14,400 m³	Total water consumption: 8,816 m³

In 2022, Techcombank faced no cases for violation of environmental laws and regulations.

Waste production

As part of our aim to achieve a greener and more sustainable working environment, we implemented various waste sorting initiatives.

Techcombank staff are expected to immediately reduce and 'say no' to plastic, especially disposables. These specific actions are encouraged:

- ◆ Replace plastic water bottles with glass jars or cups at meetings, including executive meetings
- ◆ Replace plastic utensils (chopsticks, spoons, spoons, straws, etc.) with those made from wood, stainless steel or environmentally friendly materials
- ◆ Bring a personal water bottle or glass for work office use and carry cloth or paper bags when shoppingg
- ◆ When buying takeaway, favour eco-friendly or recyclable food containers
- ◆ Reuse plastic bottles and food containers.



## CSR – Relationships with local communities

Our “Change banking, Change lives” vision drives Techcombank’s deep commitment to being a socially responsible bank. Throughout the year, we ran activities and invested in programs that delivered positive impacts to the citizens of Vietnam and helped develop our nation.



### The Inaugural Techcombank Hanoi Marathon and 5<sup>th</sup> Techcombank Ho Chi Minh International Marathon

For 29 years Techcombank has aspired to “Be Greater” by enabling growth, achievement and the reaching of human potential. For the last five years we have run the Techcombank HCMC marathon to further our “Be Greater” spirit and inspire healthier lifestyles. We believe running together in a marathon can be enjoyed by many people – regardless of age, gender, nationality, or profession.

Through marathons we aim to promote physical fitness and inspire people to improve themselves and achieve their personal goals. We want to leave a lasting legacy in the community, bringing people together through a common goal and delivering on our motto, “Greater Me. Greater You. For Greater Vietnam”.

This year, for the first time, we expanded our support to create the Techcombank Hanoi Marathon. On 25 September, over 7,000 athletes from 38 countries – including professional runners, celebrities, first time runners and those from charity groups, running clubs, and corporations – came together to compete in Hanoi. With great support from the Hanoi People’s Committee and other organisations in the capital, we organised this race to encourage healthy lifestyles and spread positive life values. The spirit of “Be Greater” was alive as participants demonstrated the satisfaction of achieving personal goals and reaching toward a brighter future.

Over the last five years the Techcombank HCMC Marathon has already inspired so many people to “Be Greater” together. In its fifth year this leading, professional running event saw more than 12,000 athletes conquer routes of between 5km and 42km, supported and encouraged by city leaders, organisers and a sea of spectators. The Bank’s long-term aim is that this event will help foster an expanding network of sports foundations, further promoting healthy lifestyles and leaving a lasting legacy for the community.

We donated VND 2 billion to the ‘For Greater Vietnam’ foundation this year.

Techcombank  
donated over

**VND  
2 BILLION**

“For Greater Vietnam”  
foundation



Techcombank  
donated nearly

**VND  
80 BILLION**

to many different provinces,  
cities and units

## Community and social development

In 2022, Techcombank provided nearly VND 80 billion to many different provinces, cities and units.

These included:

- ◆ Quỹ vì người nghèo – a charity fund, initiated by the Vietnamese Fatherland Front, aiming to help people who face economic disadvantage to improve their quality of life
- ◆ Quỹ khuyến học Hồng Lam – sponsoring tuition fees for high performing students in Ha Tinh province
- ◆ Quỹ học bổng ngân hàng – scholarships for students studying banking in educational institutions, aiming to help develop a pipeline of talent for the sector.

Our support is delivering long-lasting benefits to communities across the country.

## Financial inclusion and socially responsible financing

Vietnam has a large and young population, willing to experiment and accept new technological consumer products. Understanding this, in August 2022, Techcombank launched *Inspire*, the first financial brand dedicated to the ‘Why not?’ generation of customers who are young, ambitious and believe in a brighter future.

Techcombank *Inspire* is a whole value proposition designed around customers – to make banking seamless and easy and empower them to bank in a new way, tailored to their needs and preferences.

With this product, we aim to provide outstanding financial solutions to a large community of young Vietnamese people – helping them access financial products and services, facilitating their daily lives and being there as they plan for everything from long-term goals to unexpected emergencies.

## Digital transformation

As emphasised in our vision, Techcombank will continue to promote the digitalisation of products and services for customers, as well as the Bank’s internal operations.

With our essential products and services accessible on mobile phones or computers, many people no longer choose (or need) to travel to our physical branches, potentially reducing vehicle emissions. The ability for our staff to work and meet online has the same positive impact, while also reducing the Bank’s use of electricity for lighting and temperature control in our buildings.

Another ESG advantage of digitalisation is that we use less paper. With many staff functions online, we don’t need cabinets full of physical files, internal documents, pay slips etc. At the same time, we are eliminating passbooks, account statements, etc. for customers.

These are all very positive developments for the environment.

## Personal data security and privacy

We are committed to protecting the data we hold and process, in accordance with the laws and regulations. Our policies and procedures on data security and privacy ensure we appropriately manage risk.



Female employees

**8,464**

equivalent to 68.6% total employees

Female employees at leadership level

**643**

equivalent to 54.6% of leaders

Number of expatriates employed

**60**

## Diversity and inclusion

Diversity and inclusion can bring many benefits to an organisation. These include faster problem solving, better decision making, increased innovation, greater employee engagement and better financial performance. Techcombank welcomes, and is expanding, opportunities for our multi-generational, multinational workforce; as well as encouraging and promoting gender equality standards. A culture of inclusivity helps us attract and retain talented people from all parts of the community.

## Human capital management and talent attraction

Our human resource management practices have been strongly enhanced: from recruiting and onboarding, training and development, to performance management, reward and recognition. We aim to get the best from our human capital.

Techcombank continued to take steps to attract the best talent from within the country and among Vietnamese expats. In 2022, we became the first Vietnamese bank to conduct an international talent roadshow – going to Singapore, London and San Francisco.

Techcombank continues to foster an inclusive and collaborative workplace culture where employees are empowered to achieve their full potential. In 2022, the Bank introduced new initiatives to promote this culture, including a Culture Hub and a Culture Journey Program.

## Workplace health and safety

Providing a healthy and safe working environment is important to the Bank. We have in place a range of initiatives and actions, including:

- ◆ A medical room for all staff and a lactation room for breastfeeding mothers
- ◆ A health care insurance program for employees
- ◆ Annual health check-ups for employees at large, reputable hospitals and other medical facilities
- ◆ Regular workplace occupational safety and health inspections
- ◆ Periodic building cleaning (e.g. carpet cleaning, insecticide spraying)
- ◆ Fire prevention awareness and fire drills, in compliance with the law.

## Customer protection and product responsibility

Our policies and procedures set standards to ensure we consider and meet customers' needs. According to YouGov, Techcombank receives the highest Net Promoter Score (NPS) in the banking industry at the end of 2022. The reputable magazine, Asian Banking and Finance, ranked Techcombank the Domestic Bank of the Year. These achievements endorse consumers' trust in Techcombank's financial offerings.

## Ethical conduct, corruption and bribery, regulatory compliance

Corruption and bribery represent significant risks to society and to our business. We are committed to taking all possible steps to prevent these risks.

Our employees are bound by a Code of Ethics which guides their conduct. This includes:

- ◆ Guidance for preventing fraud and corruption in a business unit
- ◆ Regulations for managing reputational, operational and strategic risk
- ◆ Other directives with detailed guidance reflecting updated policy from state authorities.

Measures are in place to detect and prevent corruption, including:

- ◆ Robust due diligence procedures
- ◆ On-going monitoring of high-risk transactions
- ◆ Regular and comprehensive training for all employees
- ◆ A mailbox and hotline maintained by Corporate Affairs Division to promptly receive reports on suspicious activities.

We fully comply with relevant state agency regulations to prevent corruption, in particularly SBV reporting requirements.

We encourage employees to take a proactive approach to compliance. In 2022 we established a bank-wide 'Do The Right Things Right – Speak Up' initiative which requires staff to speak up if they witness a compliance violation or foresee potential compliance risks. The message is *'Every Techcomer is a compliance ambassador.'*

# Corporate governance, internal controls and risk management

## On Corporate Governance

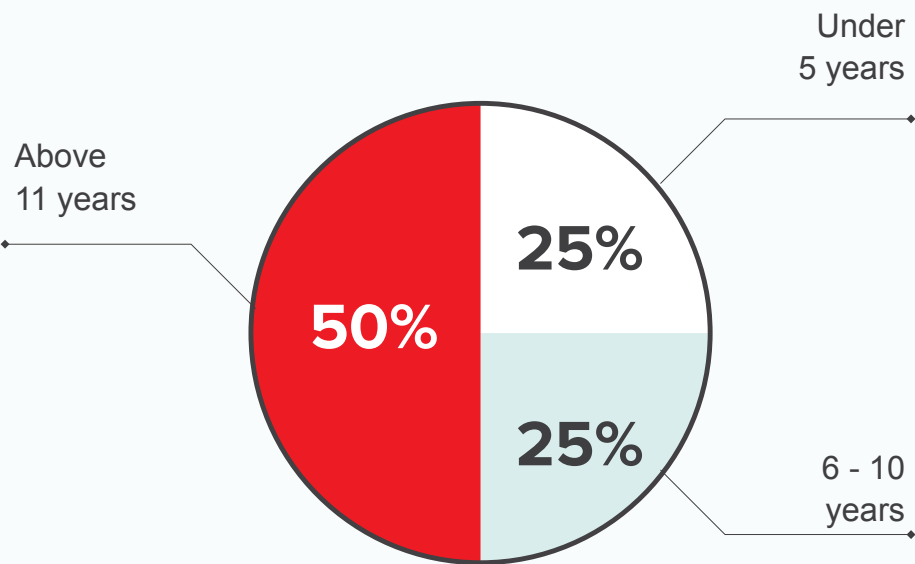
Techcombank is implementing a transparent and effective corporate governance structure to protect the interests of our customers, employees, shareholders and investors and guarantee the sustainable development and value of our organisation.

The corporate governance structure of Techcombank complies, in all material aspects, with the following corporate governance regulations and guidelines issued by Government agencies. Notable mentions are:

- I. Law on Credit Institutions No. 47/2010/QH12 and law amending and supplementing articles of Law on Credit Institutions No. 17/2017/QH14
- II. Decree 155/2020/NĐ-CP detailing and guiding the implementation of articles in the Law on Securities
- III. Circular No. 13/2018/TT-NHNN on the internal control systems of commercial joint-stock banks, foreign bank branches and other relevant regulations;
- IV. Code of Best Practices-based Corporate Governance issued in August 2019 by State Securities Commission and International Finance Corporation (IFC).

## Board of Directors

### Tenure of Board of Directors



## Board of Directors – Techcombank (2019-2024 term)



Mr HO HUNG ANH  
Chairman

Age	53
Board member since	03/2004

### Experience

Mr Ho Hung Anh has been the Chairman of Techcombank’s Board of Directors (BOD) since May 2008. Prior to his election as Chairman, Mr Ho Hung Anh served as a BOD member from 2004. His professional career also includes several years of executive-level experience at large organisations, including Masan.

### Education

Mr Ho Hung Anh holds a degree in electrical engineering from the Kiev Polytechnic Institute in the Ukraine and a Master’s in Human Resource Management from Moscow Automobile and Road Construction State Technical University.



Dr NGUYEN DANG QUANG  
First Vice Chairman

Age	60
Board member since	01/2000

### Experience

Dr Nguyen Dang Quang has served as First Vice Chairman of Techcombank’s BOD since April 2016. Previously, he was a BOD member from May 2014 to March 2016. He was also First Vice Chairman of the Bank from May 2008 to April 2014. Before becoming a BOD member, Dr Nguyen Dang Quang had more than 20 years of executive experience, including key management positions at Techcombank since 1995 and membership on the BOD of Masan.

### Education

Dr Nguyen Dang Quang holds a PhD from the National Academy of Sciences of Belarus and an MBA from the Plekhanov Russian University of Economics.





**Mr NGUYEN CANH SON**  
Vice Chairman

Age	56
Board member since	04/2008

**Experience**

Mr Nguyen Canh Son has served on the BOD since May 2008 and has been Vice Chairman since April 2009. Mr Nguyen Canh Son has more than 20 years of experience, including positions as Chairman at Eurowindow Holding and Board member for T&M Invest Vietnam.

**Education**

Mr Nguyen Canh Son holds a degree in civil engineering from the Moscow Institute of Civil Engineering in Russia (now Moscow State University of Civil Engineering).



**Mr NGUYEN THIEU QUANG**  
Vice Chairman

Age	64
Board member since	06/2000

**Experience**

Mr Nguyen Thieu Quang has been a member of Techcombank's BOD since 2000 and became Vice Chairman in May 2008. Mr Nguyen Thieu Quang has significant executive experience including in various key positions at Masan, Vinaconex and Senco.

**Education**

Mr Nguyen Thieu Quang holds a degree in civil engineering from Donetsk Polytechnic Institute in the Ukraine (now Donetsk National Technical University).



**Mr HO ANH NGOC**  
Vice Chairman

Age	41
Board member since	04/2021

**Experience**

Mr Ho Anh Ngoc has been Vice Chairman of Techcombank's BOD since April 2021. Prior to his appointment, Mr Ho Anh Ngoc had more than 14 years of experience in key management positions at Techcombank and its subsidiaries. He also holds executive positions at several large organisations, including One Mount Group JSC, One Mount Real Estate JSC, One Mount Distribution JSC and One Mount Consumer JSC.

**Education**

Mr Ho Anh Ngoc graduated from Macquarie University, Sydney Australia with a Bachelor's Degree in Commerce and Accounting and a Master's Degree in Economics. He is also a Member of CPA Australia.



**Mr LEE BOON HUAT**  
Non-executive Director

Age	66
Board member since	12/2012

**Experience**

Mr Lee Boon Huat has been a member of Techcombank's Board of Directors since May 2014. Prior to that, he was an Independent Director from December 2012 to April 2014. Before joining Techcombank, Mr Lee Boon Huat worked with several international organisations, including the Monetary Authority of Singapore, HSBC, Canadian Imperial Bank of Commerce, Chemical Bank and Standard Chartered Bank.

**Education**

Mr Lee Boon Huat holds a Bachelor's degree in Business Accounting from the Western Australian Institute of Technology (now Curtin University).





**Mr SAURABH NARAYAN AGARWAL**  
Non-executive Director

Age	42
Board member since	04/2019

**Experience**

Mr Saurabh Narayan Agarwal was appointed to Techcombank’s Board on April 2019. Prior to joining Techcombank, he worked for many years in finance and financial investment. He held executive positions such as Senior Analysis Expert; Director of McKinsey & Company in New Delhi, India, and New Jersey in the US; and Director of Warburg Pincus, New York, the US and Singapore.

**Education**

Mr Saurabh Narayan Agarwal graduated from the Indian Institute of Technology, Bombay with a Bachelor of Technology and Electrical Engineering, and a Master of Technology and Microelectronics. He holds a Master of Business Administration from Harvard Business School in the US.



**Mr NGUYEN NHAN NGHIA**  
Independent Director

Age	54
Board member since	04/2019

**Experience**

Mr Nguyen Nhan Nghia was appointed as Techcombank’s independent director in April 2019. Prior to joining Techcombank, he held executive positions at financial institutions and banks, including Deputy Head of Department, Head of Rural Finance Project under the International Credit Project Management Unit at the State Bank of Vietnam; Deputy Head of BIDV’s Business Center 3; Deputy CEO and CEO of BIDV-Vietnam Partners.

**Education**

Mr Nguyen Nhan Nghia graduated from Water Resources University, majoring in Water Engineering. He has a Finance and Economics Master’s degree from the University of London and was awarded a CFA (Chartered Financial Analyst) certificate from the International Professional Financial Analysis program.



**Mr NGUYEN TUAN MINH**  
Corporate Governance Officer cum  
Company Secretary, Chief of BOD Office

Age	56
Appointed as Corporate Governance Officer	11/2019

**Experience**

Mr Nguyen Tuan Minh joined Techcombank in May 2013 and has more than 9 years of executive experience, including many different management positions at Techcombank such as Head of Legal; Head of Compliance at Operational Risk and Legal Division; and Head of Legal Counsel at Corporate Affairs Division. Prior to that, he spent over 20 years in legal consulting – as a practising lawyer, an in-house general counsel and in senior management position at a private law firm, in the Vietnam branch of an international law firm and in a commercial bank and securities company. Mr Nguyen Tuan Minh was appointed Company Secretary cum Chief of BOD Office in November 2019.

**Education**

Mr Nguyen Tuan Minh holds a Bachelor’s degree in International Relations from the Diplomatic Academy of Vietnam and a Bachelor of Law from Hanoi Law University. He is a practising lawyer and member of the Hanoi Bar Association.

### Board of Directors – Techcombank

#### Positions in other companies held by members of the Board of Directors 2019-2024 term

No.	Full name	Position in TCB	Positions in other companies held by BOD members
1	Mr Ho Hung Anh	Chairman	<ul style="list-style-type: none"> <li>None</li> </ul>
2	Mr Nguyen Dang Quang	First Vice Chairman	<ul style="list-style-type: none"> <li>BOD Chairman, Masan Group Corporation</li> <li>BOD Chairman cum CEO, Masan Corporation</li> <li>BOD Chairman, Mobicast JSC</li> <li>BOD Chairman, VCM Services And Trading Development JSC</li> <li>BOD Chairman, Phuc Long Heritage Corporation</li> </ul>
3	Mr Nguyen Thieu Quang	Vice Chairman	<ul style="list-style-type: none"> <li>BOD Member, Masan Consumer</li> <li>BOD Chairman, Saigon Environmental Technology &amp; Construction Corporation – Senco</li> </ul>
4	Mr Nguyen Canh Son	Vice Chairman	<ul style="list-style-type: none"> <li>BOD Chairman, Eurowindow Holding</li> <li>BOD Member, T&amp;M Van Phong Investment &amp; Tourism JSC</li> <li>BOD Chairman, Incentra JSC</li> <li>BOD Chairman, Eurowindow JSC</li> </ul>
5	Mr Ho Anh Ngoc	Vice Chairman	<ul style="list-style-type: none"> <li>BOD Chairman, One Mount Group JSC</li> <li>BOD Chairman, One Mount Distribution JSC</li> <li>BOD Member, One Mount Consumer JSC</li> <li>BOD Member, Viet Nam Cruise Co. Ltd</li> </ul>
6	Mr Lee Boon Huat	Non-executive Director	<ul style="list-style-type: none"> <li>Independent Director, Alliance Bank Bhd</li> <li>BOD member, British Malayan Holdings</li> <li>BOD member, Techcom Capital (TCC)</li> </ul>
7	Mr Saurabh Narayan Agarwal	Non-executive Director	<ul style="list-style-type: none"> <li>Independent Director, Online Mobile Services JSC</li> <li>Non-executive Director, Converge Information and Communications Technology Solutions Inc</li> <li>Non-executive Director, Circles Asia Cayman Limited</li> <li>Director, Converge ICT Singapore Pte. Ltd</li> <li>Executive member, Nanhe Kadam – not-for-profit company</li> <li>Director, Advance Intelligence Group Limited</li> </ul>
8	Mr Nguyen Nhan Nghia	Independent Director	<ul style="list-style-type: none"> <li>None</li> </ul>

### Board of Directors – Techcombank

#### Activities of Board of Directors in 2022

The Board of Directors oversees the operations of the CEO and the Bank’s executives through the authorisation and delegation mechanism, as well as TCB’s internal regulations, as issued by the Board. Significant decisions and activities must first be sanctioned by the BOD and Shareholders’ General Assembly, so the CEO seeks approval before working with other executives on implementation.

In 2022, the Board held four (04) Board meetings.

No.	BOD members	Position	Day elected to the Board of Directors	No. of meetings attended	Attendance rate
1	Mr Ho Hung Anh	Chairman	13/04/2019	4	100%
2	Mr Nguyen Dang Quang	First Vice Chairman	13/04/2019	4	100%
3	Mr Nguyen Thieu Quang	Vice Chairman	13/04/2019	4	100%
4	Mr Nguyen Canh Son	Vice Chairman	13/04/2019	4	100%
5	Mr Ho Anh Ngoc	Vice Chairman	24/04/2021	4	100%
6	Mr Lee Boon Huat	Non-executive Director	13/04/2019	4	100%
7	Mr Saurabh Narayan Agarwal	Non-executive Director	13/04/2019	4	100%
8	Mr Nguyen Nhan Nghia	Independent Director	13/04/2019	4	100%



Our Board of Directors

Board resolutions in 2022

No.	Resolution no.	Issuance date (day/month/year)	Main content
1	No 0188/2022/ NQ-HĐQT	18/3/2022	<ul style="list-style-type: none"><li>Review and approve business results to February 2022</li><li>Review and approve the business plan for 2022</li><li>Review and approve Techcombank’s strategy update report</li><li>Review and approve the Supervisory Board’s report on the first quarter of 2022</li><li>Review and approve the agenda and content of the Annual General Meeting of shareholders (AGM) in 2022.</li></ul>
2	No 0541/2022/ NQ-HĐQT	24/6/2022	<ul style="list-style-type: none"><li>Review and approve business results to May 2022</li><li>Review the 2022 business plan</li><li>Review and approve Techcombank’s strategy update report</li><li>Review and approve the Supervisory Board’s report on the second quarter of 2022.</li></ul>
3	No 0760/2022/ NQ-HĐQT	23/9/2022	<ul style="list-style-type: none"><li>Approve the CEO’s report on the Bank’s business results to August 2022</li><li>Approve the CEO’s strategy update report</li><li>Review and approve the Supervisory Board’s report on the third quarter of 2022 and its recommendations.</li></ul>
4	No 1066/2022/ NQ-HĐQT	22/12/2022	<ul style="list-style-type: none"><li>Approve the CEO’s report on the Bank’s business results to November 2022</li><li>Approved the CEO’s strategic update</li><li>Approve the 2023 Business Plan ‘in principle’ based on the report and proposal of the CEO. Assign the Chairman of the BOD to further review this, decide on any necessary adjustments and report to the full Board at the next meeting, ready to submit to the AGM in 2023.</li><li>Review and approve the Supervisory Board’s report on the fourth quarter of 2022 and its recommendations.</li></ul>

Activities of Independent Board members

1. Executing the rights and obligations of independent BOD members in accordance with Techcombank’s internal regulations and decisions of the BOD/Chairman of the BOD carefully and honestly, contributing to the success of Techcombank’s 2022 business results.
2. Fully attending BOD meetings, the Board Risk Committee (BRC) and the Nomination Committee (NORCO) and giving opinions on issues adopted at the meeting, and issues approved in the form of collecting written opinions at the Committees they participate in.
3. Implementing the resolutions and decisions of the AGM and according to BOD decisions on the assignment of tasks.
4. Reporting and disclosing information in accordance with current law when performing stock transactions at Techcombank (buying ESOP shares) for their affiliated persons.
5. Completing tasks and responsibilities in roles and positions as assigned by the BOD – effectively supporting the BOD in making timely governance decisions.
6. Evaluating the BOD’s performance in 2022.

In 2022, the BOD has been active and effective. It proactively and promptly promulgated resolutions and decisions to effectively implement the Resolution of the AGM in 2022, including:

- ◆ Working with BOD members in directing, supervising the CEO/Executive Committee to complete the 2022 business plan approved by the 2022 AGM
- ◆ Performing the roles, functions and responsibilities of independent members of the BOD in supervising CEO to perform the tasks assigned by the BOD
- ◆ Reviewing and approving the issuance of internal regulations related to Techcombank’s organisation, governance and professional activities under the authority of the BOD
- ◆ Supervising the CEO in organising and implementing control activities, operating and maintaining the information management system and information exchange mechanism, maintaining the control culture and professional ethical standards in Techcombank, supervising the handling of internal violations and professional ethics standards
- ◆ Giving opinions and discussing the implementation of Techcombank’s annual strategy and development plan
- ◆ Making decisions on solutions related to market development, marketing and technology solutions
- ◆ Making decisions on risk management policy and monitoring the implementation of risk prevention measures in Techcombank
- ◆ Performing other tasks assigned and directed by the SBV and the Chairman of the BOD.

List of Directors with Corporate Governance certificates

In 2022, all members of Techcombank’s Board of Directors participated in programs covering corporate governance.

The majority of Techcombank’s BOD members, the CEO and Company Secretary, have completed a training program on corporate governance for public companies organised by the Securities Research and Training Center under the State Securities Commission.

Senior managers are regularly updated on any new or revised corporate governance regulations that apply to public companies.

Activities of Committees under the Board of Directors in 2022

The BOD established two committees in accordance with the law, including the Board Risk Committee and the Nomination Committee (NORCO), to provide the BOD with specific advice. Activities of the Committees in 2022 are as follows:

Board Risk Committee (BRC)

The Board Risk Committee was established by the BOD to execute professional functions and tasks in relation to examination and supervision of risk management for the Bank. In 2022, BRC reviewed, advised on, and gave the BOD confidence to approve the updating and completion of our risk management policy. They continue to periodically review our policy and suggest amendments *‘to maintain a comprehensive risk management framework with the target of sustainable business development and community engagement whilst maintaining market leading capital, liquidity and prudent leverage ratios...’ – Excerpt from Techcombank’s 2023 Risk Appetite Statement.*

The BRC has actively directed and supervised risk management throughout the Bank – monitoring implementation and compliance with regulations set out in law and by the State Bank of Vietnam; and our Risk Management policy, risk appetite, safety thresholds and limits for the Bank’s activities. Specifically:

Regarding credit portfolio management and credit risk:

- (i) In the context of fluctuations in the global economy and Vietnam, BRC directed the development of stress test scenarios based on analysis and assessment of the impacts of macroeconomic fluctuations on customer segments/ products/ business limits; thereby improving our mechanisms for monitoring, warning and early response to adverse market fluctuations.
- (ii) Request relevant units to strengthen their monitoring of customers, implement periodic quality management reports to analyse and evaluate customer status/ portfolio, and promptly give instructions to minimise and prevent risks that may arise.
- (iii) Propose and advise competent authorities to direct the improvement of credit orientation in line with the Bank’s business strategy; promoting investment in technology, digital transformation and developing automated processes on a prudent basis using effective risk management.

Regarding operational risk management:

BRC is always focused on operational risk management and spends time discussing it in regular meetings, emphasising the Bank’s ability to implement the risk management framework in practice to ensure that initiative, speed, drastic and effective direction happen not only within units directly involved in risk management activities, but bank-wide. BRC pays special attention to strengthening the mechanisms for identifying, monitoring, assessing and handling operational risks in a quick and timely manner. In particular, it requires:

- (i) The risk management unit must be proactive in detecting potential risks when directly involved in building products/ business programs/ proposals for customers (offerings), setting thresholds / limits of operational risks, requirements for testing time, testing products / offerings for a group of customers, so they can promptly address these before their deployment
- (ii) Decision-making mechanisms must be always improving so it is possible to abandon products/ offerings in a timely manner if risks arise.

Regarding liquidity and market risk management:

- (i) BRC maintains quarterly monitoring of liquidity risk, market risk and IRRBB risk, and reviews and approves reports on periodic stress tests
- (ii) BRC actively advises competent authorities to direct relevant units to quickly develop a risk management framework for emerging risks, especially the model risk management framework, in the context of the Bank’s rapidly developing digitalisation and automation. These models are increasingly important in supporting the decision-making process.

Regarding other material risk types:

BRC supervised the implementation of these through periodic monitoring of the risk appetite indicators, risk limits for material risks and thresholds, and assurance limits in banking operations.

**Chairman of BRC**

Mr Ho Hung Anh – Chairman

**Member of BRC**

- Mr Nguyen Dang Quang – First Vice Chairman of BOD
- Mr Nguyen Thieu Quang – Vice Chairman of BOD
- Mr Nguyen Canh Son – Vice Chairman of BOD
- Mr Lee Boon Huat – Non-executive Director
- Mr Saurabh Narayan Agarwal – Non-executive Director
- Mr Nguyen Nhan Nghia – Independent Director

Resolutions of the Board Risk Committee (BRC)

Order	Resolution	Issue date	Main content
1	0187/NQ-BRC	18/3/2022	<ul style="list-style-type: none"><li>◆ Revised the updated report and Q1/2022 review, including an update on the implementation of requirements from the Q4/2021 meeting; organising implementation of risk management policies (monitor risk appetite, update risk limits periodically, manage and review the status of, and strategy for, material risk); and accessing the impact of legislative changes on Techcombank</li><li>◆ Revised comprehensive and detailed credit quality reports for each customer segment</li><li>◆ Regarding operational risk management: BRC required relevant units to: (i) promote implementation of the operational management framework in TCB’s business/ operation activities, especially in design and supply of products/ offerings; (ii) review and improve mechanisms for decision-making and for monitoring and timely handling of risk events; (iii) strengthen risk assessment in the context of escalating global tensions and embargoes</li><li>◆ Regarding compliance: Raised awareness of operational risk management and employee compliance, emphasising detecting and preventing internal fraud.</li></ul>
2	0542/NQ-BRC	24/6/2022	<ul style="list-style-type: none"><li>◆ Revised the updated report and Q2/2022 review, including an update on the implementation of requirements from the Q1 meeting; organising implementation of risk management policies (monitor risk appetite, update risk limits periodically, manage and review the status of, and strategy for, material risk); and accessing the impact of legislative changes on Techcombank</li><li>◆ Regarding credit risk management: BRC required the identification of socio-economic fluctuations in order to (i) analyse the impact of scenarios on particular customer segments/ products/ business limits; (ii) develop early monitoring, review and warning methods to help Techcombank improve its ability to respond early (prepared scenarios) for adverse market fluctuations</li><li>◆ Regarding operational risk management and compliance: (i) enhance risk assessment in TCB’s daily business activities by establishing scenarios and early detection of potential risks to help Techcombank respond to operational challenges and risks; (ii) carefully and seriously assess the risk of internal data breaches (fraud) in the context of TCB’s strong digitalisation and automation.</li></ul>
3	0761/NQ-BRC	23/09/2022	<ul style="list-style-type: none"><li>◆ Revised the updated report and Q3/2022 review, including an update on the implementation of requirements from the Q2 meeting; organising implementation of risk management policies (monitor risk appetite, update risk limits periodically, manage and review the status of, and strategy for material risk); and accessing the impact of legislative changes on Techcombank</li><li>◆ Reinforced that the development of risk appetite, risk limit, business and credit orientation for TCB in 2023 should align with the business strategy</li><li>◆ Regarding stress tests: Assessed and comprehensively analysed the impact of macroeconomic fluctuations on TCB’s customer segments, products and business indicators</li><li>◆ Regarding operational risk management: Required the establishment of operational risk threshold/ limits in products/ offerings, and development and analysis of operational risk scenarios to assist in timely responses.</li></ul>



4	1067/NQ-BRC	22/12/2022	<ul style="list-style-type: none"><li>Revised the updated report and Q4/2022 review, including an update on the implementation of requirements from the Q3 meeting; organising implementation of risk management policies (monitor risk appetite, update risk limits periodically, manage and review the status of, and strategy for, material risk); and accessing the impact of legislative changes on Techcombank</li><li>Regarding stress tests: Required completion of stress tests and a review of potential impacts on TCB's indicators and action plans</li><li>Regarding operational risk management: Required improved operational risk management and proactive promotion of implementing the operational risk framework in daily businesses, especially in the design or supply of products/ offerings, and the application of technology systems.</li></ul>
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Nomination Committee (NORCO)

In order to attract, develop and retain talent, NORCO proactively researched, advised and made proposals to the Board on the HR action plan for 2022-23, consistent with the implementation roadmap of the Bank's 2021-2025 strategy and HR strategy. The Human Resource Governance Framework that NORCO helps create and monitor provides a supervision mechanism for the Board of Directors, BOD Chairman and executive management (the CEO and Divisional Heads) and contributes to successful implementation of the Bank's HR strategy.

The HR Strategy 2022-2025

NORCO held three (03) meetings to discuss the HR Strategy and HR Action Plan 2022-2025.

The Strategy affirms:

- Attracting top talent
- Building capacity to successfully execute the Bank's strategy
- Retaining high performing employees who have adapted well to the Bank's culture.

HR Action Plan 2022-2025

NORCO helped the BOD make timely decisions that helped the Bank attract, develop and retain talent. It endorsed:

- Enhancing recruitment and branding activities to recruit top talent at home and abroad (Singapore, London, California) in the fields of data, technology, digitalisation, priority customer consulting
- Leadership development program
- A redesign of talent segments in the Bank
- Reviewing short-term and long-term compensation and remuneration programs.

All these initiatives aim to enhance the Bank's skill base and give employees a sense of pride at being part of the 'Home of Top Talent' in the banking market.

Chairman of NORCO

Mr Nguyen Nhan Nghia – Independent Director

Members of NORCO

- Mr Ho Hung Anh – BOD Chairman
- Mr Jens Lottner – CEO
- Ms Nikki Dang My Quyen – Chief Human Resources Officer

Resolutions of NORCO in 2022

Order	Resolution	Issue date	Main content
1	01/2022/BBH& NQ-NORCO	21/6/2022	<ul style="list-style-type: none"><li>Agreed on the HR Strategy and Master Plan to be implemented as part of the 2022-2025 roadmap and Human Resources Management (HR) division's proposals on key implementation plans for 2022</li><li>Ordered that HR's systems be automated and on a solid foundation to ensure successful implementation of the HR strategy</li><li>Decided that the CEO and Divisional Heads should focus on communicating with employees, building trust and motivation so employees believe in continuing to develop themselves, work effectively and bond to the organisation.</li></ul>
2	02/2022/NOR CO-TCB	14/10/2022	<ul style="list-style-type: none"><li>Recognised and appreciated HR's efforts to implement its plans on schedule, focusing on improving the ability of EVPs* and HRBPs* to help attract and retain top talent</li><li>Listened to feedback on new HR activities / features that have helped strengthen EVPs, to ensure they reflect employee needs</li><li>Approved the HR Management Framework and its components which cover five main areas (Attracting and Recruiting, Effective Management, Development Training, Recognition and Reward, HR Services) and are built on three fundamental pillars (Talent and Organisational Development, Organisational Culture and Employee Experience, Technology and Data). A six-month project team was endorsed to–<ul style="list-style-type: none"><li>Develop a <b>set of indicators to measure HR strategic goals</b></li><li>Systematise the <b>Roles and Responsibilities</b> of stakeholders</li><li>Standardise the <b>authority and authorisation</b> system</li><li>Standardise and simplify the <b>current document system and internal training materials</b>.</li></ul></li></ul>
3	03/2022/NOR CO-TCB	22/12/2022	<ul style="list-style-type: none"><li>Approved a report updating the HR strategy, including measurement indicators, within the HR Management Framework and delegated monitoring and reporting of these to HR</li><li>Approved the HR Master Plan 2023 which requires HR to<ul style="list-style-type: none"><li>Build a reporting system to monitor implementation</li><li>Record employee feedback and periodically report on EVP offerings</li><li>Coordinate with trade unions to review the Bank's policies, with a view to removing any that are invalid or outdated</li><li>Improve the employee experience in our new modern offices while maintaining a balance between wellbeing and discipline.</li></ul></li><li>Initiated the Techcombank University project 2023 to actively upgrade the Bank's self-training capabilities.</li></ul>

(\*) EVP: Employee Value Proposition // HRBP: Human Resource Business Partner

Our Supervisory Board



Mr HOANG HUY TRUNG

Head of Supervisory Board  
and Full-time member

Age	50
BOS's member since	12/2012

Mr Hoang Huy Trung has had many years' experience in the banking industry and held various management positions at the State Bank of Vietnam and Techcombank. He has been Head and full-time member of the Techcombank Supervisory Board since December 2012.

Mr Hoang Huy Trung graduated with a Master of Economics, specialising in banking, from the National Economics University and has a Bachelor of Accounting from the Academy of Finance.



Mr MAG RER SOC OEC ROMAUCH  
HANNES

Member

Age	48
BOS's member since	04/2012

Mr Mag Rer Soc Oec Romauch Hannes has many years' experience in banking and finance and has held many important management positions in financial institutions and large corporations. He has been a member of the Techcombank Supervisory Board since April 2012.

Mr Mag Rer Soc Oec Romauch Hannes holds a Master's Degree in Business Administration – majoring in finance, banking and marketing – from Klagenfurt University, Republic of Austria.



Ms BUI THI HONG MAI

Full-time member

Age	51
BOS's member since	03/2010

Ms Bui Thi Hong Mai has many years' experience in accounting and finance. Since 03/2010 she became a member and a full-time member of Techcombank Supervisory Board.

Ms Bui Thi Hong Mai holds a Bachelor's degree in Accounting from the University of Finance and Accountancy.

Our Supervisory Board's activities

Responsibilities and accountabilities of the Supervisory Board:

- ♦ Monitor compliance with legal regulations and Techcombank's Charter for governance and management activities
- ♦ Perform the internal audit function, including reviewing the effectiveness of internal control systems within the Bank and its subsidiaries
- ♦ Appraise the Bank's semi-annual and annual financial statements
- ♦ Perform inspections and monitoring (if any) at the request of the SBV or major shareholders or any group of major shareholders, in accordance with the law and the Bank's Charter
- ♦ Perform other duties in accordance with the law and the Bank's Charter.

Principles of operation and coordination between the Supervisory Board, the Bank's BOD and executive leaders

- ♦ The Supervisory Board operates on the principle of independence but, at the same time, closely coordinates with the Bank's BOD and executive leaders on governance and management activities. Their aims are preventing, detecting and completely handling any shortcomings in the Bank's operations; improving internal control systems; perfecting regulations, processes, products and risk management in business activities; and improving the system's governance and management capability.
- ♦ The BOD and the Bank's executive leaders create favorable conditions for the Supervisory Board to perform its duties; and recognise, proactively organise and direct improvements to the Bank's work, according to recommendations made by the Supervisory Board and Internal Audit.



Techcombank’s Supervisory Board for the 2019-2024 term, includes three (03) members; two (2) full-time and one (01) part-time. Their meetings attendances in 2022 are below.

Activities of the Supervisory Board in 2022

No.	Member	Title	Member start date	Number of meetings attended	Attendance rate
1	Mr Hoang Huy Trung	Head of Supervisory Board and full-time member	13/04/2019	4	100%
2	Ms Bui Thi Hong Mai	Full-time member	13/04/2019	4	100%
3	Mr Mag Rer Soc Oec Romauch Hannes	Member	13/04/2019	4	100%

Our Supervisory Board’s activities

No	Resolution No	Date issued	Main content
1	01/2022/NQBKS	15/3/2022	<ul style="list-style-type: none"><li>Reviewed and approved the internal audit report for Q1, including the Bank’s adequacy ratios</li><li>Reviewed the results of supervision of credit and non-credit granting activities with customers, subject to the approval of the Board of Directors</li><li>Reviewed and approved the report of the Supervisory Board for the General Meeting of Shareholders and related documents</li></ul>
2	02/2022/NQBKS	21/6/2022	<ul style="list-style-type: none"><li>Reviewed and approved the internal audit report for Q2, including the Bank’s adequacy ratios</li><li>Reviewed the results of supervision of credit and non-credit granting activities with customers, subject to the approval of the Board of Directors</li></ul>
3	03/2022/NQBKS	20/9/2022	<ul style="list-style-type: none"><li>Reviewed and approved the internal audit report for Q3, including the Bank’s adequacy ratios</li><li>Reviewed the results of supervision of credit and non-credit granting activities with customers, subject to the approval of the Board of Directors</li><li>Considered proposed amendments and documents related to the operation of the internal audit</li></ul>
4	04/2022/NQBKS	20/12/2022	<ul style="list-style-type: none"><li>Reviewed and approved the internal audit report for Q4, including the Bank’s adequacy ratios</li><li>Reviewed the results of supervision of credit and non-credit granting activities with customers, subject to the approval of the Board of Directors</li><li>Reviewed and approved the report on the performance of the 2022 internal audit and the plan for the 2023 internal audit</li></ul>

Our Executive Team

“Techcombank brings together an executive team with outstanding competency and extensive experience to lead the Bank’s strategic transformation objectives in 2021-2025.”



Dr JENS LOTTNER  
Chief Executive Officer

Dr Lottner was appointed Chief Executive Officer of Techcombank on 18 August 2020.

Before joining Techcombank, Dr Lottner was Senior Executive Vice President at Siam Commercial Bank for five years. During his tenure, he held roles as Chief Strategy Officer, Chief Transformation Officer and Chief Data Officer, designing and orchestrating the bank’s digital transformation program towards more customer-centricity. His last role at Siam Commercial Bank was Chief Financial Officer.

Dr Lottner began his career with McKinsey & Company in 1992 in Germany, where he was elected Partner in 2000. He moved to Malaysia in 2001 and to Singapore in 2005, where he was a Senior Partner leading McKinsey’s financial services practice in ASEAN until 2012. He simultaneously led its Asia Pacific Risk Management Practice and was a member of the Asia Pacific Management Committee. From 2012 to 2015, Dr Lottner was Senior Partner and Managing Director of the Boston Consulting Group in Singapore, heading its financial services practice across ASEAN.

Dr Lottner holds a Doctorate in Economics from the Dresden University of Technology, Germany, and attained a Diploma in Economics from the University of Bonn, Germany.



**Mr PHUNG QUANG HUNG**

Deputy CEO cum  
Chief Business Banking Officer

Mr Phung Quang Hung has many years of management experience and has worked at international banks. Previous positions include Head of IT and Operations at ABN AMRO Vietnam, and Business Partner at the National Australia Bank, London. Mr Phung Quang Hung joined Techcombank in January 2010 as Head of the Operations and Technology Division, before being appointed Head of Sales and Distribution (S&D), Head of Customer Service and Financial Advisory Division (CSA), Managing Director and then Standing Deputy CEO, Chief Business Banking Officer.

Mr. Phung Quang Hung has a master's degree in international business from Washington State University (USA) and a bachelor's degree in Information Technology from the Hanoi University of Science and Technology (Vietnam).



**Mr SIVA R. KRISHNAN**

Deputy CEO cum  
Chief Risk Officer

Mr Krishnan has over 25 years of experience; covering global and regional banks and payment technology companies. He brings balanced cross functional experience, encompassing business strategy, transformation, risk management, data science and product development.

Prior to joining Techcombank, he was the Executive Vice President (Retail and Business Banking Risk Management) and Head of Credit Risk Analytics at Siam Commercial Bank (SCB), Thailand.

Prior to SCB, Mr Krishnan was the Deputy Chief Executive and Executive Vice President (Retail and SME Risk Management and Business Infrastructure) of Scotia Bank and instrumental in the acquisition and integration of its affiliate banks viz. Thanachart Bank, Siam City Bank Thailand. Mr Krishnan was appointed Techcombank's Deputy CEO on 10 January 2021.

Mr Krishnan holds a Master's degree in Commerce from University of Madras, India; a Graduate membership of the Institute of Cost and Management Accountants, India; an Associate membership of the Indian Institute of Bankers; and a Diploma in Finance from Chartered Financial Analysts of India.



**Mr PHAN THANH SON**

Deputy CEO cum  
Chief Global Transaction Services Officer

Mr Phan Thanh Son was appointed Deputy CEO and Head of Global Transaction Banking Division in August 2019. Prior to this, he was a Transformation Director of Transaction Banking and Head of the Treasury and Financial Markets Division from January 2011. He has more than 25 years of experience in local financial markets and played an important role in developing local foreign exchange, fixed income markets. He was the Deputy Chief Executive Officer at Tien Phong Bank. He has held various positions in the Global Markets Divisions at Standard Chartered Bank (Vietnam), Citibank (Vietnam), and Citigroup Global Markets Ltd. (Hong Kong).

He holds a Master's degree in Economics from the National Economics University (Vietnam).



**Mr PHAM QUANG THANG**

Deputy CEO cum  
Chief Corporate Affairs Officer

Mr Pham Quang Thang joined Techcombank since 1994 and has been working for nearly 30 years in the banking industry, where he has held many key leadership positions. These include Chief Accountant and Director of Treasury Centre.

Since October 2007, he was appointed Deputy CEO and cum Head of Business Banking Division, Head of Credit Approval Division, Head of Legal and Compliance division, and Chief Corporate Affairs Officer.

Mr Pham Quang Thang holds a Master's degree from Swinburne Technology University (Australia), a Bachelor's degree from the National Economics University (Vietnam).





**Ms PHAN THI THANH BINH**

Chief Wholesale Banking Officer

Ms Phan Thi Thanh Binh was appointed Head of Wholesale Banking in April 2018. Prior to this, she joined Techcombank as Transformation Director of Wholesale Banking in July 2017. She has more than 20 years of experience with ANZ in various positions, including Head of Markets Vietnam, acting CEO of ANZ (Vietnam), member of the Board of Directors at ANZ (Vietnam, Cambodia and Laos) and Chairwoman of ANZ (Laos).

Ms Phan Thi Thanh Binh holds a Master's degree from University Libre de Bruxelles (Belgium).



**Mr DARREN BUCKLEY**

Chief Retail Banking Group Officer

Mr Darren Buckley has over 35 years of experience in global financial services in senior banking positions in London, New York, Tokyo, Shanghai, Singapore, and Bangkok.

Prior to joining Techcombank, Mr Buckley worked for 29 years with Citi, including as CEO in Japan, their third largest country globally, and Business/Country Head for China, Thailand, Cambodia, Myanmar and Laos. With responsibilities in both corporate and consumer banking, he has a track record of developing strong government and corporate client relationships and transforming retail banking through external partnerships and digitally enabled client-centric business models.

Mr Buckley, a Business Finance and Economics graduate from the United Kingdom, is also a UK Chartered Accountant (FCA), an honorary professor at two Chinese universities, the former Vice Chairman of the Thai Board of Trade, Chairman of the Thailand Association of International Banks, President of the American Chamber of Commerce (AmCham) Thailand, Director of the Japan International Bankers Association and Director of the Nippon Keizaidantai Rengoukai.



**Mr NGUYEN XUAN MINH**

Head of Investment Banking Division

Mr Nguyen Xuan Minh was appointed Head of Investment Banking Division – Chairman of the Board of Directors of Techcom Securities Company. He has more than 20 years of experience in fund management and investment banking, including in previous positions such as CEO of Vietnam Asset Management Ltd. (VAM) and Senior Vice President of Franklin Templeton Investments under Mark Mobius in Singapore.

He holds a Master's degree in Applied Finance & Investment from Securities Institute of Australia (FINSIA), Master of Science in Engineering with major in petroleum mechanics from Gubkin Russian State University (Russia). He is a CFA Charterholder.



**Mr PRASENJIT CHAKRAVARTI**

Chief Corporate Strategy and Transformation Officer

Mr Chakravarti joined Techcombank with over 20 years of experience from Accenture PLC, McKinsey & Company, and Standard Chartered Bank. At Standard Chartered Bank, he was a member of the Consumer Banking Executive Committee and held various executive global management positions related to defining strategy, customer value proposition and organisational transformation. Previously, in his role at Accenture PLC (the world's leading consulting firm specialising in digital transformation and technology services) as ASEAN Head, Banking and Sustainable Finance Practice, he led the engagement of ASEAN banking clients to drive enterprise level digital transformation initiatives across Corporate, Retail and Payments domains. Previously at McKinsey & Company, Mr Chakravarti was an Associate Partner, leading teams that solved senior management issues at the intersection of strategy, technology and operation for top 10 North American Banks, insurers and Asset Management firms.

Mr Chakravarti received his Bachelor of Technology from Indian Institute of Technology, Bombay and his MBA, focused on General Management and Strategy, from Harvard Business School, USA.



**Mr ALEXANDRE MACAIRE**

Chief Finance Officer

Mr Macaire joined Techcombank from HSBC, where he worked for 15 years in senior positions across Investment Banking, Capital Management and Finance. Most recently, he was Chief Financial Officer for Wealth and Personal Banking Asia Pacific which is one of HSBC's top-priority business divisions. In this capacity, he helped scale up manufacturing and distribution capabilities across the region and expand into new products and channels, contributing to HSBC's #1 Wealth Manager ambition in Asia Pacific.

Mr Alexandre Macaire gained a Master's degree in Mathematics and Physics from Ecole Polytechnique and is a graduate from French National School of Administration (ENA).



**Ms NIKKI DANG**

Chief Human Resources Officer

Ms Nikki Dang is a senior professional with extensive experience in human resources for banking and financial services industry, having worked for the Federal Deposit Insurance Corporation (FDIC) – a primary banking regulator for United States. She has held many senior positions, including EVP & Chief HR Officer at Bank of California; Director of Human Resources at National Credit Exchange; Resolution & Receivership Specialist at Federal Deposit Insurance Corporation (FDIC); Operations Manager at Bank of America.

Prior to Techcombank Ms Nikki Dang was Executive Vice President & Chief HR Officer at Hanmi Bank, 2<sup>nd</sup> largest Korean American Bank in the US where she led the transformation of HR technology solutions, designed Executive Leadership development program and implemented a Long-Term Equity Program for Executive. Additionally, she served the role of Diversity Officer responsible for the development of Diversity and Inclusion programs.

Ms Nikki Dang graduated with a Bachelor of Business Administration – International Business from California State University, Fullerton, USA.



**Ms THAI MINH DIEM TU**

Chief Marketing Officer

Ms Thai Minh Diem Tu is a seasoned marketing and general business leader with more than 20 years of experience in senior consumer marketing and business management roles with leading multinational fast moving consumer goods companies in Vietnam.

Prior to joining Techcombank, Ms Tu Thai held various senior executive positions, including during ten years with FrieslandCampina where she reached the position of Vietnam Director, Specialised Nutrition and Global Specialised Nutrition Business Group Management team. Under her leadership, the business achieved considerable success, including sustainable profitable growth and digital transformational milestones in strengthening brand health. Prior to that, Ms Tu Thai worked for Unilever for eight years, where her last assignment was as Business Unit Director for Unilever Vietnam, across categories.

Ms Thai Minh Diem Tu has an MBA from the University of California Irvine (UCI) and a Business Management graduate degree from HCMC's University of Foreign Languages and Information Technology.



**Mr CHU HONG NGOC**

Chief Operations Officer

Mr Chu Hong Ngoc has many years of experience in the field of banking and project management. He manages a team that ensures the Bank has appropriate operational controls, administrative procedures and effective reporting so it delivers quality service and runs efficiently.

Before joining Techcombank, he had held many positions, such as Technical Supervisor, Engineering at O'Connor's Singapore office, Project Director-cum-Technical Director at Millicom Company, Project Manager at VP Bank's Board of Directors Office and COO at VP Bank.

Mr Chu Hong Ngoc graduated with Honours from his Bachelor of Telecommunication Engineering, University of South Australia.





**Mr NGUYEN ANH TUAN**

Chief Information Officer

Mr Nguyen Anh Tuan has over 27 years of experience in technology and management. He held senior management positions at Citibank N.A. Prior to these, he was the Chief Information Officer, Claims Division at Travelers Insurance; and Chief Technology Officer at Finastra, Las Vegas Sands, Wolters Kluwer, and General Electric.

Mr Nguyen Anh Tuan holds a Master's Degree in both Business Administration and Computer Science, as well as a Bachelor of Science (Computer Science), all from Virginia Commonwealth University. He furthered his study with an Advanced Master's Certificate at George Washington University, USA. He is also a certified Project Management Professional (PMP) from PMI.



**Mr SANTHOSH MAHENDIRAN**

Chief Data and Analytics Officer

Mr Santhosh Mahendiran has more than 20 years of global experience with a specific focus on data and digital. He joined Techcombank with leadership experience in Technology, Data Management, Analytics, Digital & Governance. Prior to that, he worked for Standard Chartered Bank, Singapore as Managing Director and Global Head, Digital Foundation Technology. Previously, he was the Global Technology Head of Data, Analytics & AI and Global Head of Enterprise Data Management, where he was responsible for strategy, design, development and delivery of an Enterprise Data Management (EDM) platform for the whole bank. Before Standard Chartered, he held various senior leadership roles at Citibank, Singapore. He was the Vice President responsible for delivery, implementation and support of data warehouses in Europe, the Middle East and Africa – a region spanning 15 countries. He was also the head of the development team that pioneered the world's first touch screen paperless on-boarding systems for Citibank, Japan.

Mr Santhosh Mahendiran holds two Master's degrees – Computer Applications and Software Engineering – from Madurai Kamaraj University, India and the National University of Singapore. He has completed the leadership program at the European Institute of Business Administration (INSEAD) in 2015. He has worked across Asia, Europe and America.



**Mr PRANAV SETH**

Chief Digital Officer

Mr Seth was appointed Chief Digital Officer on 13 January 2021. He has over 20 years of experience as a transformational leader and corporate entrepreneur, with a proven track record of building businesses and championing and executing large scale business and organisational transformations.

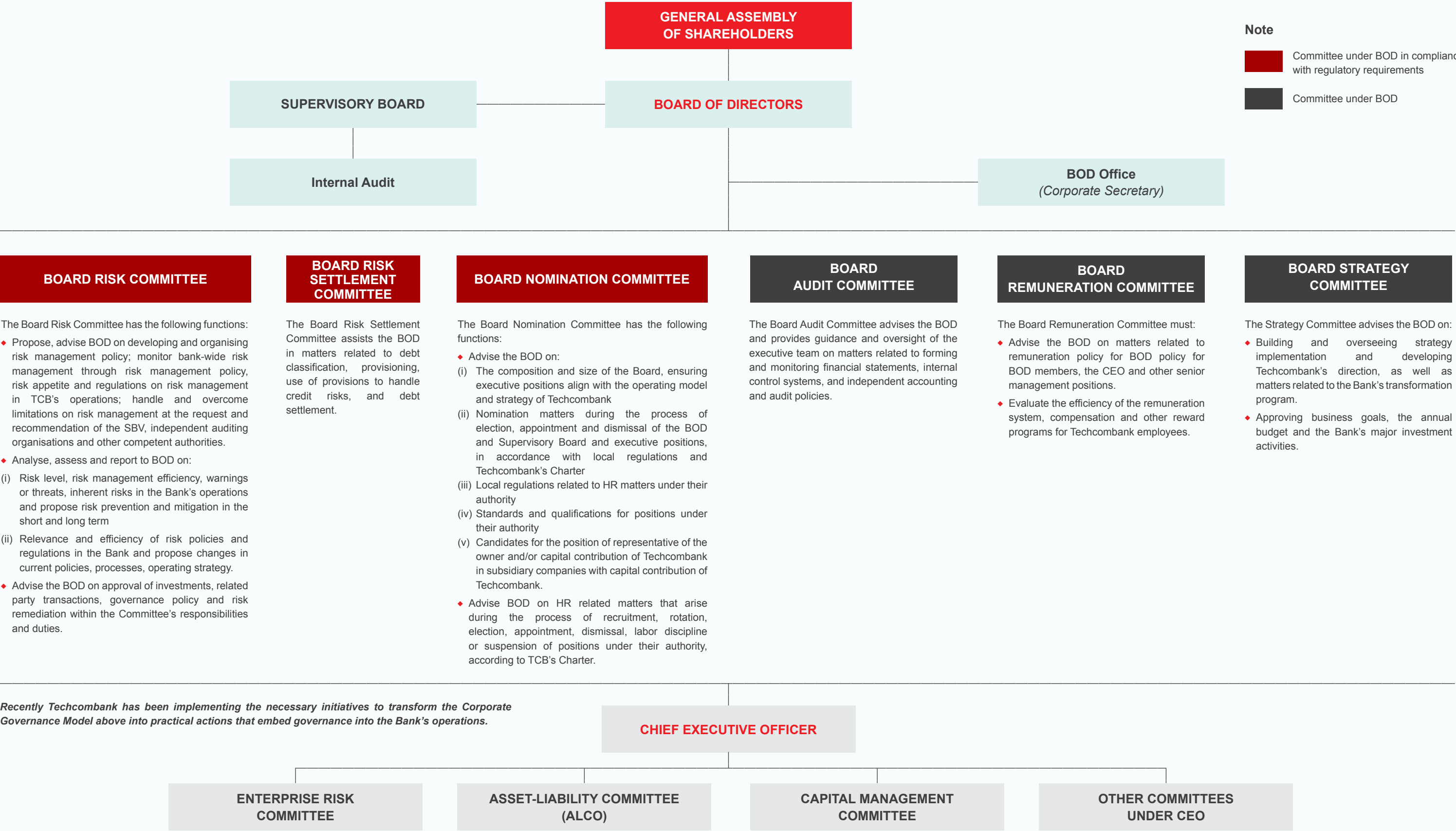
Previously, Mr Seth worked for OCBC Bank, Singapore as Senior Vice President and Head of Digital and Innovation. In this role, he was responsible for OCBC's challenger bank, "FRANK by OCBC". He led the OCBC group's innovation arm, 'The Open Vault' driving Fintech and ecosystem partnerships and led the Digital Business and Transformation units for OCBC's consumer bank. He had a critical role in the consumer bank's leadership team and was an anchor member of the OCBC group's Digital Transformation Council. Prior to OCBC Bank, he was an Engagement Manager at McKinsey & Company where he helped banks and financial services firms build strategies and execute large scale transformations.

Mr Seth holds a Master of Business Administration from The UCLA Anderson School of Management (Los Angeles), an engineering degree from Delhi University and has completed an executive program in Strategy and Organisation at Stanford University Graduate School of Business (Stanford).

Corporate Governance model

Techcombank's 2023 targeted Corporate Governance Model

Techcombank’s Board of Directors has approved the Bank’s targeted governance model, detailing the implementation schedule until 2023. In 2022, specific activities were continually undertaken to transition the Bank from the current model to the target model.



The Board Risk Committee has the following functions:

- Propose, advise BOD on developing and organising risk management policy; monitor bank-wide risk management through risk management policy, risk appetite and regulations on risk management in TCB's operations; handle and overcome limitations on risk management at the request and recommendation of the SBV, independent auditing organisations and other competent authorities.
- Analyse, assess and report to BOD on:
  - Risk level, risk management efficiency, warnings or threats, inherent risks in the Bank's operations and propose risk prevention and mitigation in the short and long term
  - Relevance and efficiency of risk policies and regulations in the Bank and propose changes in current policies, processes, operating strategy.
- Advise the BOD on approval of investments, related party transactions, governance policy and risk remediation within the Committee's responsibilities and duties.

The Board Risk Settlement Committee assists the BOD in matters related to debt classification, provisioning, use of provisions to handle credit risks, and debt settlement.

The Board Nomination Committee has the following functions:

- Advise the BOD on:
  - The composition and size of the Board, ensuring executive positions align with the operating model and strategy of Techcombank
  - Nomination matters during the process of election, appointment and dismissal of the BOD and Supervisory Board and executive positions, in accordance with local regulations and Techcombank's Charter
  - Local regulations related to HR matters under their authority
  - Standards and qualifications for positions under their authority
  - Candidates for the position of representative of the owner and/or capital contribution of Techcombank in subsidiary companies with capital contribution of Techcombank.
- Advise BOD on HR related matters that arise during the process of recruitment, rotation, election, appointment, dismissal, labor discipline or suspension of positions under their authority, according to TCB's Charter.

The Board Audit Committee advises the BOD and provides guidance and oversight of the executive team on matters related to forming and monitoring financial statements, internal control systems, and independent accounting and audit policies.

The Board Remuneration Committee must:

- Advise the BOD on matters related to remuneration policy for BOD policy for BOD members, the CEO and other senior management positions.
- Evaluate the efficiency of the remuneration system, compensation and other reward programs for Techcombank employees.

The Strategy Committee advises the BOD on:

- Building and overseeing strategy implementation and developing Techcombank's direction, as well as matters related to the Bank's transformation program.
- Approving business goals, the annual budget and the Bank's major investment activities.



Transactions, remuneration and benefits –  
Board of Directors, Supervisory Board and executives

Information on internal shareholders' ownership of Techcombank shares at 31 December 2022

No.	Name	Position in Techcombank	Number of Techcombank shares	% shareholding
BOARD OF DIRECTORS				
1	Mr Ho Hung Anh	Chairman	39,309,579	1.1176%
2	Mr Nguyen Dang Quang	First Vice Chairman	9,403,176	0.2673%
3	Mr Nguyen Thieu Quang	Vice Chairman	30,256,431	0.8602%
4	Mr Nguyen Canh Son	Vice Chairman	17,954,979	0.5105%
5	Mr Ho Anh Ngoc	Vice Chairman	0	0.0000%
6	Mr Lee Boon Huat	Non-executive Director	0	0.0000%
7	Mr Saurabh Narayan Agarwal	Non-executive Director	0	0.0000%
8	Mr Nguyen Nhan Nghia	Independent Director	259,963	0.0074%
9	Mr Nguyen Tuan Minh	Corporate Governance Officer cum Company Secretary and Chief of BOD Office		
SUPERVISORY BOARD				
1	Mr Hoang Huy Trung	Head of Supervisory Board cum Full-time Member	57,504	0.001634%
2	Ms Bui Thi Hong Mai	Full-time Member	48	0.00000137%
3	Mr Mag Rer Soc Oec Romauch Hannes	Member	0	0.0000%
EXECUTIVES*				
1	Mr Jens Lottner	CEO	439,000	0.012481%
2	Mr Phung Quang Hung	Deputy CEO cum Chief Business Banking Officer	1,777,867	0.050547%
3	Mr Pham Quang Thang	Deputy CEO cum Chief Corporate Affairs Officer	1,365,517	0.038823%
4	Mr Phan Thanh Son	Deputy CEO cum Chief Global Transaction Services Officer	2,347,010	0.066728%
5	Mr Kalyanaraman Sivaramakrishnan	Deputy CEO cum Chief Risk Officer	42,118	0.001197%
6	Mr Alexandre Macaire	Group CFO	0	0.0000%
7	Ms Thai Ha Linh	Person authorised to disclose information	1,118,508	0.0318%
8	Ms Nguyen Thi Tra My	Chief Accountant	8,340	0.000237%

\* List of executive personnel as defined in the Law on Credit Institutions, 2010 and Amendments, 2017

Share transactions by internal shareholders and affiliated persons

In 2022, the number of transactions and volume of Techcombank shares traded by internal shareholders were as follows:

	Number of transactions	Transaction volume (number of shares)
Buy	7	938,001
Sell	2	300,000
Total	9	1,238,001

Detailed information on transactions by internal shareholders and their affiliated parties are published on Techcombank's website: [www.techcombank.com.vn/investors/financial-information](http://www.techcombank.com.vn/investors/financial-information)

In 2022, the number of transactions and volume of Techcombank shares traded by internal shareholder's affiliated parties were as follows:

	Number of transactions	Transaction volume (number of shares)
Buy	1	100,021
Sell	3	1,039,996
Total	4	1,140,017

Remuneration and other benefits and expenses for each member of the Board of Directors, the Board of Supervisors, CEO

No.	Name	Position	Salary/Rewards/Remuneration and other benefits
1	Mr Ho Hung Anh	Chairman	Refer to the 2022 Consolidated Financial Statement – Footnote No. 42 on 'Significant transactions with related parties'
2	Mr Nguyen Dang Quang	First Vice Chairman	
3	Mr Nguyen Thieu Quang	Vice Chairman	
4	Mr Nguyen Canh Son	Vice Chairman	
5	Mr Ho Anh Ngoc	Vice Chairman	
6	Mr Lee Boon Huat	Non-executive Director	
7	Mr Saurabh Narayan Agarwal	Non-executive Director	
8	Mr Nguyen Nhan Nghia	Independent Director	

Salary, rewards, remuneration and other benefits and expenses for each member of the Supervisory Board in office 2019-2024

No.	Name	Position	Salary/Rewards/Remuneration and other benefits
1	Mr Hoang Huy Trung	Head of Supervisory Board cum full-time member	Refer to the 2022 Consolidated Financial Statement – Footnote No. 42 on 'Significant transactions with related parties'
2	Ms Bui Thi Hong Mai	Full-time Member	
3	Mr Mag Rer Soc Oec Romauch Hannes	Member	

Salary, rewards, remuneration and other benefits and expenses for the CEO

No.	Name	Position	Salary/Rewards/Remuneration and other benefits
1	Mr Jens Lottner	CEO	Refer to the 2022 Consolidated Financial Statement – Footnote No. 42 on ‘Significant transactions with related parties’

Contracts or transactions with internal shareholders

Refer to the 2022 Consolidated Financial Statement – Footnote No. 42 on ‘Significant transactions with related parties’

Report on performance of corporate governance regulations

In 2022, Techcombank complied with all applicable regulations and guidelines on corporate governance issued by state management agencies before and in 2022, including:

- ◆ **Law on Securities No. 54/2019/QH14**
- ◆ **Law on Enterprise No. 59/2020/QH14**
- ◆ **Law on Credit Institutions No. 47/2010/QH12** and law amending and supplementing articles of Law on Credit Institutions No. 17/2017/QH14
- ◆ **Decree No. 71/2017/ND-CP** on guiding corporate governance applied to public companies
- ◆ **Decree No. 155/2020/ND-CP** on clarification and guidance for Law on Securities amendment
- ◆ **Circular No. 95/2017/TT-BTC** on guiding Articles of Decree No. 71/2017/ND-CP
- ◆ **Circular No. 13/2018/TT-NHNN** on internal control systems of commercial joint-stock banks, foreign bank branches, and other relevant regulations

- ◆ **Circular No. 22/2019/TT-NHNN** regulating safety adequacy ratios and limits in the operation of banks and foreign bank branches
- ◆ **Circular No. 96/2020/TT-BTC** on guiding information disclosure for listed companies in the securities market
- ◆ **Code of Best Practices-based Corporate Governance** issued in August 2019 by State Securities Commission and International Finance Corporation (IFC).

Under the Bank’s corporate governance model, the Board and management committees continue to perform their designated roles and responsibilities well – helping the Board and CEO supervise and operate the Bank’s day-to-day matters and consulting on key and long-term matters. Strong governance has become ever more critical in light of the transformation occurring at Techcombank. It has helped the Bank’s leaders strengthen their decision-making processes and be more prudent in reviewing the risks inherent in operating the business.

Techcombank has implemented processes to establish a transparent and clear decentralisation and authorisation mechanism; defining responsibilities and avoiding conflicts of interest. According to Article 4 of the Internal Governance Statue, the Bank must develop a matrix of delegations to specify the approval authority at each level and for each title in the bank. Approval authority is based

on Techcombank’s governance structure, ensuring compliance with the law and in accordance with the Bank’s decentralised system.

- ◆ The Board of Directors stipulates the authority for the Committees and Councils under the Board of Directors; CEO.
- ◆ The CEO stipulates the authority for the Councils under CEO, titles from Deputy Director, Head of Division and equivalent titles and below.

Ensuring transparency with further investor engagement

We strictly complied with the information disclosure policy of the Ho Chi Minh City Stock Exchange, committing to provide clear, accountable information about the Bank’s governance, operations and performance to the public in an accessible manner.

In 2022, Techcombank’s Investor Relations function made great inroads in investor engagement, helping ensure the highest standards of transparency:

- ◆ Our successful Annual General Meeting (AGM) was held on 23 April 2022
- ◆ We conducted four quarterly earnings calls for institutional investors/analysts and four presentations for retail investors

- ◆ Our Investor Relations team held over 100 meetings with investors and attended 11 conferences with analysts all over the world
- ◆ We talked with 61 investors online and welcomed 49 to Head Office.

In addition to engaging with institutional investors and analysts, we also designed and organised exclusive meetings with retail investors. These meetings covered conventional performance reporting, but also provided an opportunity for the Bank to update investors on our overall business and strategy and address any questions or concerns.

Investors can register for our quarterly earnings calls and retail investor meetings at:

<https://techcombank.com/en/investors/other-events>

Investor Value Proposition

Drawing on the momentum from our successful work on the Customer Value Proposition, Techcombank designed and implemented an Investor Value Proposition (IVP) initiative. It was aimed at gaining a detailed understanding of retail investors’ profiles and expectations, allowing us to then improve our communication with this highly important group of stakeholders.

We conducted several surveys and undertook ‘social listening’ to obtain market opinions about Techcombank and our stock. In-depth analysis of the data helped us determine retail investors’ topics of interest, preferences and requirements. It has led to our quarterly earnings calls with this group being more effective. Meeting content and Q&As are accurately centred on what they truly want to know.

Website revamp

Another milestone was a comprehensive revamp of our Investor Relations website. After several months of conceptualising, design, development and testing, 2022 saw us finish the backend development phase, ensuring stable website operation.

The revised web pages are based on industry best practices and reflect our extensive research into investors’ wants and needs. They help improve user experience and provide investors with easier access to relevant information about Techcombank’s financial results, business activities and stock.

The focus of ESG for 2023

In 2023, Techcombank will further strengthen our ESG management with priorities set based on the materiality assessment done in 2022. Key workstreams include:

- ◆ Providing E&S training for 100% of our staff, relevant to their professional and management positions, to raise their awareness and capability in this area
- ◆ Collaborating with consulting partners to implement comprehensive E&S risk management that addresses challenges and changes in international standards
- ◆ Improving current policy, guidelines and tools to enhance E&S risk assessment – fully adopting the SBV’s requirements, and international standards

- ◆ Improving our E&S governance framework by
  - Setting clear roles and responsibilities for the BOD and CEO in managing and monitoring overarching E&S risk
  - Assigning a dedicated sub-committee/ dedicated BOD member for this area
  - Establishing an E&S unit to drive the development of ESG
- ◆ Seeking emerging opportunities in the green capital market; including mobilising green capital and providing green bonds/ loans for eligible projects like renewable energy, energy efficiency, clean transportation and green buildings

- ◆ Continuing to uphold Techcombank’s vision – supporting the Vietnamese people and communities through the Hanoi and HCMC marathons and other social activities to spread ever wider our message of physical fitness, self-development and human potential more broadly
- ◆ Adding new resources to investor relations – enhancing investor relations online and offline, and adding more resources dedicated to retail investors.