

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS  
ON THE 2024 PERFORMANCE RESULTS AND THE 2025 DIRECTION  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**Dear Shareholders of Viglacera Dong Trieu Joint Stock Company.**

The Board of Directors (BOD) of Viglacera Dong Trieu Joint Stock Company reports to shareholders the results of operations and management of the BOD in 2024 and the 2025 operating direction as follows:

**PART I**

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

**I. Activities of the Board of Directors:**

**1. Personnel situation of the Board of Directors:**

The 2024 Annual General Meeting of Shareholders on March 28, 2024 elected 07 members of the Board of Directors for the 2024-2029 term in Resolution No. 16/2024/NQ-ĐHĐCĐ.DTC. Immediately after the General Meeting, the Board of Directors held the first meeting to elect the Chairman of the Board of Directors for the 2024-2029 term. In Resolution No. 14/2024/NQ-HĐQT dated March 28, 2024, the Board of Directors unanimously elected Mr. Tran Thanh to the position of Chairman of the Board of Directors. The current structure of the company's Board of Directors is as follows:

No	Full name	Position
1	Mr. Tran Thanh	Chairman of the BOD
2	Mr. Tran Hong Quang	BOD member non-executive
3	Mr. Tran Duy Hung	BOD member non-executive
4	Mr. Vuong Van Sang	BOD member cum Director
5	Mr. Ngo Thanh Tung	BOD member non-executive
6	Mr. Nguyen The Viet	Independent BOD member
7	Mrs. Hoang Minh Ngoc	Independent BOD member

**2. Summary of meetings and resolutions of the Board of Directors:**

In 2024, the Board of Directors of the Company held meetings and passed resolutions to focus on resolving the following specific tasks:

No	Resolution/ Decision No.	Date	Content	Approval rate
1	03/2024/NQ-HĐQT	29/02/2024	Re: Approval of the plan to organize the 2024 Annual General Meeting of Shareholders	100%
2	05/2024/NQ-HĐQT	19/03/2024	Re: Approval of the list of candidates for the election of the Board of Directors and the Board of Supervisors for the 2024-2029 term	100%
3	14/2024/NQ-HĐQT	28/03/2024	Re: Election of the Chairman of the Board of Directors for the 2024-2029 term	100%
4	18/2024/NQ-HĐQT	19/04/2024	Re: Approval of the average salary and allowances of the Company's full-time managers and the plan for the Salary Fund and allowances to encourage employee productivity in 2024.	100%
5	19/2024/QĐ-HĐQT	19/04/2024	Re: Approval of the average salary and allowances of the Company's full-time managers and the plan for the Salary Fund and allowances to encourage employee productivity in 2024.	100%
6	21/2024/NQ-HĐQT	21/05/2024	Re: Cessation of the position of chief accountant and cessation of the Company's information disclosure person.	100%
7	22/QĐ-HĐQT	21/05/2024	Re: Cessation of the position of chief accountant and cessation of the Company's information disclosure person.	100%
8	24/2024/NQ-HĐQT	14/06/2024	Resolution of the Board of Directors on selecting AASC Auditing Company Limited as the auditor of the Company's 2024 financial statements.	100%
9	28/2024/NQ-HĐQT	04/09/2024	Resolution of the Board of Directors approving the appointment of Mr. Le Dinh Viet as chief accountant.	100%
10	29/2024/QĐ-HĐQT	04/09/2024	Decision of the Board of Directors on appointing Mr. Le Dinh Viet as chief accountant.	100%
11	30/2024/NQ-HĐQT	04/09/2024	Resolution of the Board of Directors on dismissing Mr. Nguyen Duc Hai from the position of deputy director of the company.	100%
12	31/2024/NQ-HĐQT	04/09/2024	Decision of the Board of Directors on dismissing Mr. Nguyen Duc Hai from the position of deputy director of the company.	100%

### 3. Evaluation of the Board of Directors' general activities in 2024:

#### 3.1. General activities:

In the first quarter of 2024, the Board of Directors of the Company successfully organized the 2024 Annual General Meeting of Shareholders. The 2024 Annual General Meeting of Shareholders met on March 28, 2024 and issued Resolution No. 16/2024/NQ-ĐHĐCĐ.DTC approving many important contents



including production and business plan targets, election of members of the Board of Directors and members of the Supervisory Board for the 2024-2029 term. Immediately after the contents were submitted to the General Meeting of Shareholders for approval, the Board of Directors coordinated with the Supervisory Board and the Executive Board to develop targets and implementation solutions for each month and quarter and regularly reviewed and made timely adjustments to suit the actual situation of the Company when there were negative and unfavorable factors affecting production and business activities.

In the second quarter of 2024, the Board of Directors met to review and approve the salary fund plan, salary levels, and incentive support; the Board of Directors met and agreed to remove Mr. Duong Duc Vi from the position of Chief Accountant of the Company; the Board of Directors met to select an auditor for the 2024 financial statements.

In the third and fourth quarters of 2024, the Board of Directors of the Company met to implement a number of contents on production and business activities and capital sources; the Board of Directors of the Company and Viglacera Ha Long Joint Stock Company - Viglacera Corporation reviewed and evaluated the results of production and business in the first 9 months of the year, estimated the implementation for the whole year of 2024 and developed the production and business plan for 2025; the Board of Directors met to appoint Mr. Le Dinh Viet as the Chief Accountant of the Company and remove Mr. Nguyen Duc Hai from the position of Deputy Director of the Company.

### ***3.2. Supervision activities for the Executive Director and managers:***

The Board of Directors continues to supervise the activities of the Executive Board and managers to ensure that the Company's production and business activities are effective, in compliance with the provisions of law and the Resolutions of the General Meeting of Shareholders and the Board of Directors. Specifically:

- Supervise and support the Board of Directors in organizing the 2024 Annual General Meeting of Shareholders.

- The Executive Board has maintained the regular reporting regime of the Director to the Board of Directors on the production and business situation and the company's operations (Weekly and monthly reports on the results of implementing key indicators, on product quality, product selling prices, product inventory, etc.).

- The Board of Directors has selected AASC Auditing Company Limited as the auditor for the 2024 financial statements; The Board of Directors and functional departments have coordinated with the auditing unit to conduct periodic inventories (6 months, 12 months), review and audit the semi-annual financial statements for 6 months and the annual report at December 31, 2024 accurately and promptly. The audit results, quarterly financial statements and management and annual reports are disclosed in accordance with regulations.



- The Board of Directors and the Executive Board have ensured the contents according to the Company's Charter and regulations.

**4. Personnel situation of the Executive Board:**

No	Full name	Position	Time of appointment and dismissal
1	Mr Vuong Van Sang	Company Director	Appointed on 01/01/2023
2	Mr Nguyen Duc Hai	Deputy Director	Resigned on 04/09/2024
3	Mr Tran Van Thang	Deputy Director	Appointed on 01/01/2023

In 2024, there was a change in the company's Board of Directors; In Resolution No. 30/2024/NQ-HĐQT dated September 4, 2024, the Board of Directors of the company dismissed Mr. Nguyen Duc Hai from the position of Deputy Director due to a job transfer.

**5. Remuneration and expenses of the Board of Directors and the Board of Supervisors in 2024:**

Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders of Viglacera Dong Trieu Joint Stock Company No. 16/2024/NQ-DHĐCĐ.DTC dated March 28, 2024. However, due to the loss in production and business results, the Board of Directors reported to the 2025 Annual General Meeting of Shareholders that it would not pay remuneration to the Board of Directors and the Board of Supervisors in 2024.

**II. Results of implementing key targets in 2024:** (Audited by AASC Auditing Company Limited):

No	Target	Unit of measure	Plan 2024	Performed 2024	%Plan/ Performed
1	Total net revenue	M.VND	178.999	141.522	79
2	Profit before tax	M.VND	-30.080	-36.956	123

Assessment of implementation results: The key targets assigned to the company by the Resolution of the 2024 General Meeting of Shareholders did not complete the plan.

The main reason affecting the production and business results in 2024 is due to low market demand, fierce competition with other units while the selling price does not increase, low revenue, so the company has to extend the production operation time, reduce the scale and capacity, increasing production costs, directly affecting the production and business results of the Company; In addition, the Company was also greatly affected by storm No. 3 YAGI and flooding after the storm to the entire Dong Trieu tile factory, leading to the need to stop all factory operations for 1.5 months to fix, thus directly affecting the production and business results of the Company.

## PART II

### ORIENTATION OF ACTIVITIES IN 2025

Orientation of operations and some main tasks and objectives of the Board of Directors in 2025 are as follows:

#### 1. Main planning targets in 2025:

No	Target	Unit of measure	Performed 2024	Plan 2025
1	Revenue	M.VND	141.522	184.607
2	Profit before tax	M.VND	-36.956	-14.994

#### 2. Some key tasks:

- Review, develop innovative policies and mechanisms and improve the company's management and operations.
- Continue to review and re-evaluate human resources, and arrange personnel in accordance with the company's production and business activities in a streamlined and efficient manner.
- Every month, the Board of Directors and the Executive Board will summarize and evaluate the Company's production and business results, thereby determining goals, solutions and adjustments to suit the actual production and business situation of the Company to ensure the established goals.
- Preserve and develop capital, structure capital sources reasonably, maintain financial situation to ensure capital for the company.

The above is the report on the activities of the Company's Board of Directors in 2024 and the direction of operations in 2025. Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Sincerely thank you./.

#### Recipient:

*Board of Directors;*  
*Shareholders' Meeting;*  
*Save clerical, Company Secretary.*

ON BEHALF OF THE BOD OF  
VIGLACERA DONG TRIEU JSC



CHAIRMAN

**Tran Thanh**