TẬP ĐOÀN CÔNG NGHIỆP
THAN - KHOÁNG SẢN VIỆT NAM
**CÔNG TY CỔ PHẦN VẬT TƯ-TKV**
VIETNAM NATIONAL COAL AND MINERAL
INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

Số/*No.*: **2236**/TB-MTS
V/v CBTT Biên bản, Nghị quyết và tài liệu Đại hội đồng cổ đông thường niên năm 2025
*Re: Public Disclosure of the Minutes, Resolutions, and Documents of the 2025 Annual General Meeting of Shareholders*

**CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM**
**Độc lập - Tự do - Hạnh phúc**

***THE SOCIALIST REPUBLIC OF VIETNAM***
***Independence - Freedom - Happiness***

*Hạ Long, ngày 29 tháng 4 năm 2025*
*Ha Long, April 29, 2025*

# CÔNG BỐ THÔNG TIN
**(Thời hạn 24 giờ)**
***PUBLIC DISCLOSURE OF INFORMATION***
***(Within 24 hours)***

Kính gửi/ *To*: - Ủy ban Chứng khoán Nhà nước/ *State Securities Commission of Vietnam;*
- Sở giao dịch Chứng khoán Hà Nội/ *Hanoi Stock Exchange.*

## I. GIỚI THIỆU VỀ TỔ CHỨC CÔNG BỐ THÔNG TIN:
***INTRODUCTION TO THE INFORMATION DISCLOSURE ORGANIZATION***

* **Tên tổ chức phát hành:** Công ty cổ phần Vật tư – TKV
***Name of the issuing organization**: Vinacomin - Materials Trading Joint Stock Company*
* **Giấy chứng nhận đăng ký doanh nghiệp:** Số 5700100707 do Sở Kế hoạch và Đầu tư Tỉnh Quảng Ninh cấp.
***Business Registration Certificate:** No. 5700100707 issued by the Department of Planning and Investment of Quang Ninh Province*
* **Mã chứng khoán:** MTS
***Securities Code:** MTS*
* **Sàn giao dịch:** UPCOM
***Trading Platform**: UPCOM*
* **Trụ sở:** Tổ 1, Khu 2, Phường Hồng Hà, Thành phố Hạ Long, Quảng Ninh.
***Headquarters:** Group 1, Zone 2, Hong Ha Ward, Ha Long City, Quang Ninh*
* **Điện thoại:** 0203. 3695 899
**Fax:** 0203. 3634 899
***Phone:** 0203. 3695 899*
***Fax:** 0203. 3634 899*
* **Website:** vmts.vn
* **Người thực hiện CBTT (Người phụ trách quản trị):** Hoàng Mai Phương
***Information Disclosure Officer (Corporate Governance Responsible):** Hoang Mai Phuong*
Điện thoại/ *Phone*: 0978.566.888

## II. NỘI DUNG THÔNG TIN CÔNG BỐ:
***CONTENT OF INFORMATION DISCLOSURE***

Ngày 29/4/2025, Hội đồng quản trị Công ty Cổ phần Vật tư - TKV đã tổ chức họp Đại hội đồng cổ đông thường niên năm 2025. Nay Công ty công bố các tài liệu đại hội sau:

*On April 29, 2025, the Board of Directors of Vinacomin - Materials Trading Joint Stock Company held the 2025 Annual General Meeting of Shareholders. The company now announces the following meeting documents*

- Biên bản, Nghị quyết ĐHĐCĐ thường niên năm 2025 ngày 29/4/2025/ *Minutes and Resolution of the 2025 Annual General Meeting of Shareholders held on April 29, 2025*
- Tài liệu ĐHĐCĐ thường niên năm 2025/ *2025 Annual General Meeting of Shareholders documentation.*

- Báo cáo thẩm tra tư cách cổ đông tham dự ĐHĐCĐ thường niên năm 2025/ *Report on the verification of shareholder eligibility for the 2025 Annual General Meeting of Shareholders.*
- Biên bản kiểm phiếu biểu quyết/ *Minutes of the Voting on the discussion matters.*
- Các tài liệu có liên quan khác/ *Other relevant documents.*

Căn cứ Thông tư 96/2020/TT-BTC ngày 16/11/2020 của Bộ Tài Chính về hướng dẫn công bố thông tin trên thị trường chứng khoán. Công ty Cổ phần Vật tư - TKV xin được Công bố thông tin đến Quý Ủy ban Chứng khoán Nhà nước, Sở giao dịch Chứng khoán Hà Nội được biết và thực hiện công bố thông tin ra công chúng theo quy định hiện hành.

*Pursuant to Circular 96/2020/TT-BTC dated November 16, 2020, issued by the Ministry of Finance, guiding the disclosure of information in the securities market, Vinacomin - Materials Trading Joint Stock Company hereby discloses this information to the State Securities Commission and the Hanoi Stock Exchange for acknowledgment and public information dissemination as per current regulations.*

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 29/4/2025 tại đường dẫn: vmts.vn.

*This information has been disclosed on the company's website on April 29, 2025, at the following link: vmts.vn.*

Chúng tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

*We affirm that the information disclosed above is accurate and fully assume legal responsibility for the contents of the disclosed information.*

***Xin trân trọng thông báo!***
***Sincerely,***

**NGƯỜI ĐƯỢC ỦY QUYỀN CBTT**
***AUTHORIZED PERSON FOR DISCLOSURE OF INFORMATION***
**NGƯỜI PTQT - THƯ KÝ CÔNG TY**
***PUBLIC RELATIONS OFFICER - COMPANY SECRETARY***

**Hoàng Mai Phương**
**Hoang Mai Phuong**

**** Nơi nhận/ Recipients:***

- UBCKNN, Sở GDCK HN/ *SSC, HNX*
- Website Công ty/ *Company Website*
- HĐQT, BKS/ *BOD, BOS*
- Lưu VP, TK HĐQT/ *Archived: Office, BOD*

CÔNG TY CỔ PHẦN VẬT TƯ - TKV

Digitally signed by CÔNG TY CỔ PHẦN VẬT TƯ - TKV
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VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES HOLDING CORPORATION LIMITED
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
Independence - Freedom - Happiness

No: **01**/25/NQ-ĐHĐCĐ

*Ha Long, April 29, 2025*

# RESOLUTION
## 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
## VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

## GENERAL MEETING OF SHAREHOLDERS
## VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

*Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020;*

*Pursuant to the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company;*

*Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders No. 01/25/BB-ĐHĐCĐ dated April 29, 2025 of Vinacomin - Materials Trading Joint Stock Company;*

**RESOLVES:**

**Article 1. Approval of the Reports presented at the 2025 Annual General Meeting of Shareholders, including:**

**1.1. Report on Business Performance in 2024 and Business Plan for 2025.** *(According to Report No. 1800/BC-MTS dated April 2, 2025)*

Business performance results in 2024:

| No. | INDICATORS | UNIT | PLAN 2024 | IMPLEMENTATION IN 2024 | PERCENTAGE (%) |
|---|---|---|---|---|---|
| **1** | **Key Products and Services** | | | | |
| a | Supply Services | | | | |
| | - Gasoline | 1000 L | 3.840 | 4.205 | 109 |
| | - Diesel Oil | 1000 L | 187.500 | 186.495 | 99 |
| | - Lubricating oil and grease | 1000 L | 1.555 | 1.489 | 96 |
| b | Port Services | | | - | |
| | - Loading and Unloading | ton | 2.500.000 | 1.316.917 | 53 |
| | - Waterway Transportation | ton | 500.000 | 630.588 | 126 |
| c | Cominlub Lubricant Sales | 1000 L | 5.030 | 3.721 | 74 |
| **2** | **Total Revenue** | Million Dong | **4.173.380** | **4.081.899** | 98 |
| **3** | **Production Value** | Million Dong | **473.894** | **481.054** | **102** |
| * | ***Production Value for Wage Calculation*** | **Million Dong** | **473.894** | **479.767** | **101** |
| **4** | **Total Expenses for the Period** | Million Dong | **455.640** | **461.471** | **101** |
| **5** | **Profit** | Million Dong | **18.250** | **19.572** | **107** |
| **6** | **Average Salary** | 1000 VND/person/month | 11.570 | 12.259 | 106 |
| 7 | **Dividend Payment** | %/ Charter Capital | 6÷8% | 7% | Achieved |

Business Plan and Investment Plan for 2025 with the following key targets:

| No. | INDICATORS | UNIT | 2025 PLAN |
|---|---|---|---|
| **A** | **Business and Production Plan:** | | |
| 1 | Physical indicators: | | |
| | - DO oil, gasoline, lubricants, and grease | 1.000 liters | 185.410 |
| | - COMINLUB lubricants | 1.000 liters | 4.000 |
| | - Loading and unloading operations | 1.000 Tons | 1.600 |
| | - Waterway transportation | 1.000 Tons | 600 |
| 2 | Total revenue | Million Dong | 3.950.100 |
| 3 | Production value | Million Dong | 471.100 |
| 4 | Pre-tax profit | Million Dong | 20.000 |
| 5 | Average salary | 1000 VND/person/month | 12.445 |
| **B** | **Dividend payment plan** | % Charter capital | 6÷8% |
| **C** | **Labor recruitment plan** | People | - |
| **D** | **Investment and construction plan** | | |
| 1 | Maintain production | Million Dong | 10.980 |
| 2 | Procurement of watercraft fleet - Vinacomin - Materials Trading Joint Stock Company | Million Dong | 34.102 |

***Note:*** *The production volume, revenue, production value, and total investment value will be adjusted accordingly after the Company plans to implement the annual plan and completes the feasibility studies for the projects to be implemented during the year. These will be submitted to the Board of Directors for approval by TKV to ensure the overall performance of the Company.*

The General Meeting of Shareholders assigns the Board of Directors (BoD) to issue the Decision on the 2025 Business Plan for the Company's implementation. The General Meeting of Shareholders authorizes the BoD to adjust the 2025 Business Plan and the 2025 Investment Plan based on market fluctuations and the specific nature of the Company's operations, in case of changes in the Company's business conditions or adjustments (increase/decrease) to the key targets in the Business Cooperation Plan by Vietnam National Coal And Mineral Industries Holding Corporation Limited. However, any adjustment made by the BoD must ensure that the realized profit shall not be lower than the planned profit approved by the 2025 Annual General Meeting of Shareholders.

**1.2. Approval of the Proposal on Key Targets for the 5-Year Plan Orientation for 2026–2030.** *(According to Proposal No. 1801/TTr-MTS dated April 2, 2025).*

The General Meeting of Shareholders assigns the Board of Directors (BoD) to issue the The General Assembly of Shareholders has entrusted the Board of Directors (BOD) with issuing a decision regarding the approval of key indicators guiding the 5-year plan for 2026-2030, for the Company to implement. Annually, based on the 5-year plan orientation for 2026-2030, the Company shall develop and implement it in accordance with the regulations.

**1.3. Approval of the Report of the Board of Directors for 2024 on governance and performance of the Board and its members, and orientation and tasks for 2025.** *(According to Report No. 03/BC-HĐQT-MTS dated April 2, 2025).*

**1.4. Approval of the Report on the Settlement of Remuneration, Allowances, and Salaries for members of the Board of Directors and the Board of Supervisors in 2024; and the Plan for Remuneration, Allowances, and Salaries for 2025.** *(According to Report No. 04/BC-HĐQT-MTS dated April 2, 2025).*

- The General Meeting of Shareholders approves the settlement of remuneration, allowances, and salaries for members of the Board of Directors and the Board of Supervisors in 2024 with a total amount of VND 678,116,000, specifically as follows:

- Remuneration for members of the Board of Directors and the Board of Supervisors:

| Title | Number | Monthly planned remuneration (VND) | Actual remuneration for the year (VND) |
|---|---|---|---|
| Chairman of the Board of Directors:<br>1. Pham Dang Phu: 12 months; | 01 | 5.140.000 | 61.680.000 |
| Head of the Board of Supervisors:<br>1. Tran Thanh Tung: 12 months; | 01 | 4.580.000 | 54.960.000 |
| Member of the Board of Directors:<br>1. Ta Quang Tuan: 12 months;<br>2. Le Dung: 12 months;<br>3. Nguyen The Hung: 4 months;<br>4. Pham Van Hien: 6 months;<br>5. Dang Hoai Nam: 6 months | 05 | 4.380.000 | 175.200.000 |
| Member of the Board of Supervisors:<br>1. Hoang Kien: 12 months;<br>2. Pham Thi Ngoc Bich: 12 months; | 02 | 4.380.000 | 105.120.000 |
| **Total** | **09** | | **396.960.000** |

- Salary for full-time members of the Board of Directors:

| Title | Number | Planned monthly salary (VND) | Actual salary for the year (VND) |
|---|---|---|---|
| Full-time member of the Board of Directors:<br>Nguyen The Hung: 8 months; | 01 | 32.850.000 | |
| | | Manager's salary settlement increasing based on profit = 7% | 281.156.000 |

- The General Meeting of Shareholders approves the planned levels of remuneration, allowances, and salaries for the Board of Directors and the Board of Supervisors in 2025, specifically as follows:

| TT | Title | Number (people) | Contractual Salary for One Month (VND) | Monthly Remuneration (VND) |
|---|---|---|---|---|
| **I** | **Board of Directors** | **05** | | |
| 1 | Chairman | 1 | | 5.140.000 |
| 2 | Concurrent member of the Board of Director | 2 | | 4.380.000 |
| 3 | Full-time Member of the Board of Directors | 1 | 32.850.000 | |
| 4 | Member of the Board of Directors | 1 | | 4.380.000 |
| **II** | **Board of Control** | **03** | | |
| 1 | Head of the Board of Supervisors | 1 | | 4.580.000 |
| 2 | Member of the Board of Supervisors | 2 | | 4.380.000 |

** Full-time members of the Board of Directors shall receive a salary equivalent to that of the Company's Deputy General Director.*

***/ Payment Method:**

- Salaries for members of the Board of Directors shall be advanced monthly at 80%. At the end of the year, based on the Company's business performance and the level of task completion, the Company shall settle the remaining amount for each Board member.

- Remuneration:

+ For Board of Directors and Board of Supervisors members concurrently holding internal positions within the Company, 80% of the concurrent position remuneration shall be temporarily paid monthly. At year-end, based on business results and work performance, the remaining amount shall be settled.

+ For concurrent members of the Board of Directors and Board of Supervisors who are representatives of Vinacomin, 80% of the concurrent position remuneration shall be temporarily paid quarterly and transferred to Vinacomin's account. At year-end, based on business results and individual performance, the remaining remuneration shall be settled and transferred to Vinacomin in accordance with regulations.

**1.5. Approval of the Proposal regarding the list of contracts and transactions to be signed between the Company and enterprises, major shareholders, and related parties in 2025.** *(According to Proposal No. 03/TTr-HĐQT-MTS dated April 2, 2025)*

**1.6. Approval of the Proposal on the addition of business lines and the amendment and supplementation of the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company.** *(According to Proposal No. 04/TTr-HĐQT-MTS dated April 2, 2025)*

**1.7. Approval of the 2024 Audited Financial Statements.** *(According to the 2024 Summary Financial Statements)*

**1.8. Approval of the Report on the 2024 Dividend Payment Plan and Profit Distribution Plan.** *(According to Report No. 04/BC-HĐQT-MTS dated April 2, 2025)*

The General Meeting of Shareholders agrees on the 2024 dividend payment rate of 7% of charter capital (equivalent to VND 700 per share) and the profit distribution plan for 2024 as follows:

| No | Content | Amount (VND million) |
|---|---|---|
| **1** | **Retained earnings in 2023** | **675.082.032** |
| **2** | **Profit before tax in 2024** | **19.571.543.518** |
| | Corporate income tax payment | 3.900.128.092 |
| | Deferred corporate income tax | 675.082.032 |
| **3** | **Retained earnings for distribution** | **15.671.415.426** |
| a | Dividend payment (7%/charter capital) | 10.500.000.000 |
| b | Remaining profit after dividend payment | 5.171.415.426 |
| | Extract from the Board of Management Bonus Fund | 177.000.000 |
| | Extract from Reward and Welfare Fund | 4.994.415.426 |

The General Meeting of Shareholders assigns the Board of Directors to issue the Decision on the 2024 dividend payment and to complete the procedures and carry out the dividend payment to shareholders by the end of the second quarter of 2025 in accordance with the regulations of the Law, Vinacomin, and the Company.

**1.9. Approval of the Report of the Board of Supervisors on the appraisal of the 2024 Business Performance Report, Financial Statements, and Profit Distribution Plan of Vinacomin - Materials Trading Joint Stock Company.** *(According to Report No. 06/BC-BKS dated April 2, 2025)*

**1.10. Approval of the Self-assessment Report on the activities of the Board of Supervisors and the supervision of the Board of Directors and the Executive Management in 2024.** *(According to Report No. 07/BC-BKS dated April 2, 2025).*

**1.11. Approval of the Report on the Proposal for Approval of the List of Independent Auditing Firms authorized to audit the Company's 2025 Financial Statements.** *(According to Proposal No. 08/TTr-BKS dated April 2, 2025).*

The General Meeting of Shareholders agrees to approve the list of independent auditing firms eligible to audit the 2025 financial statements, including::

(1). AASC Auditing Firm Company Limited

(2). Vietnam Auditing and Valuation Company Limited (VAE):

(3). UHY Auditing and Consulting Company Limited

The General Meeting of Shareholders authorizes the Board of Directors to select one auditing firm from the above list. The Company's Director shall be responsible for completing the necessary procedures and signing the audit contract in accordance with legal regulations.

In the event that an agreement cannot be reached with the selected auditing firm regarding the contract terms or audit fees, the General Meeting of Shareholders authorizes the Board of Directors to select another firm from the list of independent auditing firms approved by the Ministry of Finance in Decision No. 2730/QĐ-BTC dated November 15, 2024, for public interest entity audits in 2025, to audit the Company's financial statements for the 2025 fiscal year in accordance with current regulations

**1.12. Approval of the Proposal on the dismissal of a member of the Board of Directors and the nomination of a candidate for mid-term election to the Board of Directors.** *(According to Proposal No. 05/TTr-BOD-MTS dated April 2, 2025).*

- The General Meeting of Shareholders held on April 29, 2025, approves the resignation of Mr. **Ta Quang Tuan** from his position as a member of the Board of Directors for Term III (2024÷2029) of Vinacomin - Materials Trading Joint Stock Company.

- The General Meeting nominates Mr. **Nguyen Manh Toan** as a candidate for mid-term election to the Board of Directors for Term III (2024÷2029), to be elected at the General Meeting on April 29, 2025.

**1.13. Approval of the Result of the Mid-term Election of Member to the Board of Directors – Term III (2024÷2029):**

The General Meeting has elected Mr. **Nguyen Manh Toan** as a member of the Board of Directors of the Company – Term III (2024÷2029).

**Article 2. Implementation of the Resolution:**

This Resolution shall take effect immediately after being approved by the 2025 Annual General Meeting of Shareholders on April 29, 2025.

The members of the Board of Directors, the Board of Supervisors, and the Executive Management are responsible for directing and organizing the implementation of this Resolution in accordance with their functions, duties, and powers as stipulated by law and the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company.

The Board of Directors shall report on the implementation of this Resolution to the General Meeting of Shareholders at the 2026 Annual General Meeting./.

***Recipients:***
- *SSC (via IDS Pro portal and report);*
- *HNX (via CIMS portal and report);*
- *Vinacomin Group (for reporting);*
- *Company shareholders (e-copy);*
- *Members of the BOD, BOS, BOM, and Chief Accountant (e-copy);*
- *Party Committee, Trade Union, Youth Union, Veterans' Association (e-copy);*
- *Departments, Workshops, and Branches of the Company (e-copy);*
- *Archived: Company Office, BOD*

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS**
**CHAIRMAN**

**Pham Dang Phu**
**Chairman of the Board of Directors**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES HOLDING CORPORATION LIMITED
**VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

*Ha Long, April 29, 2025*

No.: **01**/25/BB-ĐHĐCĐ

# MINUTES OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

**Company Name**: Vinacomin - Materials Trading Joint Stock Company (MTS)
**Enterprise Registration Number**: 5700100707
**Head Office**: Group 1, Zone 2, Hong Ha Ward, Ha Long City, Quang Ninh Province
**Meeting Time**: From 08:00 AM on April 29, 2025; Concluding at 11:00 AM on April 29, 2025
**Venue**: Hall of Vinacomin - Materials Trading Joint Stock Company
(Group 1, Zone 2, Hong Ha Ward, Ha Long City, Quang Ninh Province)
**Chairperson of the Meeting**: Mr. Pham Dang Phu, Chairman of the Board of Directors
**Secretariat of the Meeting**:

- Mr. Hoang Kien, Member of the Board of Supervisors
- Ms. Hoang Mai Phuong, Company Secretary

**Participants**: **16** shareholders and authorized representatives, representing **12.739.883** shares, equivalent to **84.93%** of the total voting shares of the Company.

**PROCEEDINGS OF THE MEETING:** *(In chronological order)*

## I. Opening Procedures of the Meeting:

1. The Organizing Committee carried out the registration procedures for the delegates attending the Meeting.

2. Mr. Nguyen The Hung, on behalf of the Organizing Committee, announced the opening of the Meeting and introduced the Chairman of the Meeting, Mr. Pham Dang Phu, Chairman of the Board of Directors of the Company, who presided over the Meeting.

3. Legality and Validity of the Meeting:

- Mr. Vu Thanh Son, on behalf of the Organizing Committee for shareholder verification, reported the results of the verification as follows:

+ The total number of shares with voting rights, equivalent to 100% of the charter capital of Vinacomin - Materials Trading Joint Stock Company, is 15,000,000 shares, owned by 787 shareholders and representatives as of the record date, March 26, 2025.

+ The total number of shareholders and authorized representatives invited to attend the Meeting was 787 shareholders.

+ As of 8:00 AM on April 29, 2025, the number of registered participants was **16** shareholders, owning and representing by proxy **12.739.883** shares, accounting for **84.93%** of the total number of shares with voting rights of Vinacomin - Materials Trading Joint Stock Company.

+ As of 08:00 AM, April 29, 2025:

+ Number of participating delegates: **16** persons;

+ Number of authorized delegates: **345** persons;

+ Representing a total of **12.739.883** shares, equivalent to **84.93%** of the total number of shares with voting rights.

❖ Mr. Pham Dang Phu, Chairman of the Meeting, concluded: Pursuant to Clause 1, Article 145 of the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam, 14th Legislature, at its 9th Session on June 17, 2020, and Clause 1, Article 19 of the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company, the 2025 Annual General Meeting of

Shareholders of Vinacomin - Materials Trading Joint Stock Company was lawfully and validly convened and is qualified to proceed.

1. Mr. Pham Dang Phu, Chairman of the Meeting, made the following nominations:

1.1. The Secretariat of the Meeting:

- Mr. Hoang Kien
- Ms. Hoang Mai Phuong

to act as Secretaries of the Meeting, which was unanimously approved by the Meeting.

1.2. The Vote Counting Committee for the Meeting:

- Mr. Vu Thanh Son – Head of the Committee
- Ms. Nguyen Thi Thu Huong – Member
- Ms. Pham Thi Ngoc Bich – Member

• Voting result: 100% approval for the composition of the Vote Counting Committee as nominated by the Chairman of the Meeting

2. Approval of the Agenda and Working Regulations of the Meeting:

Mr. Le Dung, Member of the Board of Directors, presented the Meeting Agenda and the Working and Voting Regulations.

• Voting results:

- 100% of the shareholders attending the Meeting voted to approve the Agenda of the 2025 Annual General Meeting of Shareholders.

- 100% of the shareholders attending the Meeting voted to approve the Working Regulations of the Annual General Meeting of Shareholders in accordance with the Law on Enterprises 2020 and the Company's Charter on Organization and Operation.

❖ Upon completion of the opening procedures, the Annual General Meeting of Shareholders proceeded with the Program and Agenda of the Meeting.

**II. Discussion Contents at the Meeting:**

The Chairman presented to the General Meeting of Shareholders for approval the following matters:

| No. | Content |
|---|---|
| 1 | The 2024 Business Production Results Report and the 2025 Business Production Plan |
| 2 | Proposal for the Approval of Key Targets Guiding the 2026-2030 Five-Year Plan |
| 3 | Report of the Board of Directors in 2024 on the governance and operational results of the Board of Directors and plans for 2025 |
| 4 | Report on final settlement of remuneration, allowances and salaries of members of the Board of Directors and Board of Supervisors in 2024 ; plan for payment of remuneration, allowances and salaries of the Board of Directors and Board of Supervisors in 2025 |
| 5 | Report on approval of the list of contracts and transactions between the Company and enterprises, major shareholders and related parties in 2025 |
| 6 | Proposal on the Addition of Business Lines and Amendments and supplements to the Charter of organization and operation of Vinacomin - Materials Trading Joint Stock Company |
| 7 | The audited 2024 Financial Statements (Summary) |
| 8 | Report on dividend payment and profit distribution plan for 2024 |
| 9 | Report of the Board of Supervisors on the appraisal of the report on production and business results, financial report for 2024, profit distribution plan of Vinacomin - Materials Trading JSC |
| 10 | The Self-assessment Report on the performance of the Board of Supervisors and supervision of the Board of Directors and the Board of Management of the Company in 2024 |
| 11 | The Report on the proposal to approve the list of audit organizations approved to conduct the audit of financial statements in 2025. |
| 12 | Proposal on the Dismissal of a Member of the Board of Directors and the Introduction of a Candidate for Additional Election to the Board of Directors of the Company During the Term |

**III. Discussion:**

Mr. Pham Dang Phu, the Chairman, presided over the discussion of the aforementioned matters at the General Meeting.

The representative of shareholder Dang Hoai Nam raised a question: *Please explain the reason for the increase in selling expenses in 2024 despite a decrease in revenue.*

The Director of the Company addressed the shareholder's question during the General Meeting.

After receiving the explanation, shareholder representative Dang Hoai Nam had no further comments.

**IV. Voting on the Matters at the General Meeting**

As of **10:30** a.m. on April 29, 2025, the number of shareholders and authorized representatives registered to attend the Meeting was **16**, representing **12.739.883** shares, equivalent to **84.93%** of the total voting shares of Vinacomin - Materials Trading Joint Stock Company.

**1. Approval of the 2024 Business Production Results Report and the 2025 Business Production Plan.** *(According to Report No. 1800/BC-MTS dated April 2, 2025)*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**2. Approval of the Proposal Regarding the Approval of Key Targets for the 5-Year Plan for the Period 2026-2030.** *(According to Proposal No. 1801/TTr-MTS dated April 2, 2025).*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**3. Approval of the Report of the Board of Management for the Year 2024 on Governance and the Operational Results of the Board of Management, along with the Direction and Tasks for 2025.** *(According to Report No. 03/BC-MTS dated April 2, 2025).*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots:* ***17****, representing* ***12.739.883*** *shares, accounting for* ***100%*** *of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**4. Approval of Report on final settlement of remuneration, allowances and salaries of members of the Board of Directors and Board of Supervisors in 2024 ; plan for payment of remuneration, allowances and salaries of the Board of Directors and Board of Supervisors in 2025** *(According to Report No. 04/BC-HĐQT-MTS dated April 2, 2025).*

*The total number of valid votes:* ***17****, representing* ***12.739.883*** *voting shares, accounting for* ***100%*** *of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots:* ***17****, representing* ***12.739.883*** *shares, accounting for* ***100%*** *of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**5. Approval of Report on approval of the list of contracts and transactions between the Company and enterprises, major shareholders and related parties in 2025.** *(According to Proposal No. 03/TTr-HĐQT-MTS dated April 2, 2025).*

Shareholders who are related parties shall not have the right to vote on matters concerning the approval of the contracts and transactions between the Company and major shareholders, enterprises, and related parties in 2025

| No. | Full name | Number of voting ballots represented | Number of owned voting ballots | Number of non-voting ballots | Relationship in the transaction |
|---|---|---|---|---|---|
| 1 | Vietnam National Coal And Mineral Industries Holding Corporation Limited | 7.650.000 | 7.650.000 | 7.650.000 | Transaction party |
| 2 | DAI VAN PHU COMPANY LIMITED | 2.650.000 | 2.650.000 | 2.650.000 | Transaction party |

Accordingly, the total number of votes present and eligible to vote on the above proposal is **2.439.883** votes.

*The total number of valid votes:* ***15****, representing* ***2.439.883*** *voting shares, accounting for 100% of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots:* ***15****, representing* ***2.439.883*** *shares, accounting for* ***100%*** *of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**6. Approval of the Proposal on the Addition of Business Lines and Amendments and supplements to the Charter of organization and operation of Vinacomin - Materials Trading JSC.** *(According to Proposal No. 06/TTr-HĐQT-MTS dated April 18, 2025).*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**7. Approval of the audited 2024 Financial Statements.** *((According to the Summary Financial Report for the Year 2024).*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**8. Approval of the Report on dividend payment and profit distribution plan for 2024.** *(According to Report No. 04/BC-MTS dated April 2, 2025)*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**9. Approval of Report of the Board of Supervisors on the appraisal of the report on production and business results, financial report for 2024, profit distribution plan of Vinacomin - Materials Trading JSC.** *(According to Report No. 06/BC-BKS dated April 2, 2025)*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**10. Approval of the Self-assessment Report on the performance of the Board of Supervisors and supervision of the Board of Directors and the Board of Management of the Company in 2024.** *(According to Report No. 07/BC-BKS dated April 2, 2025)*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**11. Approval of the Proposal on the approval of the list of auditing firms authorized to conduct the audit of the 2025 financial statements.** *(According to Proposal No. 08/TTr-BKS dated April 2, 2025)*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**12. Approval of the Proposal regarding the dismissal of a member of the Board of Directors and the nomination of a candidate for by-election to the Board of Directors of the Company for the remainder of the term.** *(According to Proposal No. 05/TTr-HĐQT-MTS dated April 2, 2025).*

*The total number of valid votes: **17**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **17**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

❖ ***The above matter was approved with a 100% voting rate***

**V. Election of Additional Member to the Board of Directors, Term III (2024–2029):**

**1. Approval of the Election Regulations:**

Mr. Vu Thanh Son, Head of the Ballot Counting Committee, presented the Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors of Vinacomin - Materials Trading Joint Stock Company, Term III (2024–2029).

❖ *Voting Results:* 100% of shareholders attending the General Meeting voted to approve the Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors of Vinacomin - Materials Trading Joint Stock Company, Term III (2024–2029).

**2. Conduct of the Election:**

The General Meeting conducted the election of an additional member to the Board of Directors, Term III (2024–2029), by secret ballot, using cumulative voting. The election results are as follows:

*The total number of valid votes: **16**, representing **12.739.883** voting shares, accounting for **100%** of the total voting shares of shareholders attending and voting at the Meeting.*

*The total number of invalid votes: 0.*

❖ *Voting results:*

*- Total number of agree ballots: **16**, representing **12.739.883** shares, accounting for **100%** of the shares attending and voting.*

*- Total number of disagree ballots: 0.*

*- Total number of abstain ballots: 0, representing 0 shares, accounting for 0% of the shares attending and voting.*

- Each shareholder holds a total number of votes for the election of members to the Board of Directors equivalent to the number of shares with voting rights (including both owned and authorized shares) multiplied by the number of Board members to be elected.

Accordingly, the total number of votes for the election of additional members to the Board of Directors, Term III (2024–2029), cast by the delegates attending and voting at the Meeting is 12.739.883 votes.

❖ Election Results for Members of the Board of Directors, Term III (2024–2029):

| No. | Full name | Number of Votes Approving (Votes) | Percentage Compared to the Total Number of Shares Represented at the General Meeting |
|---|---|---|---|
| 1 | Mr. Nguyen Manh Toan | 12.739.883 | 100% |

List of Candidates Elected as Members of the Board of Directors, Term III (2024–2029):

| No. | Full name | Approval Result |
|---|---|---|
| 1 | Mr. Nguyen Manh Toan | 100% |

The elected member presents himself to the General Meeting.

## VI. Approval of the Minutes and Resolutions of the General Meeting:

1. Mrs. Hoang Mai Phuong, Secretary of the General Meeting, read the draft Minutes and draft Resolutions of the 2025 Annual General Meeting of Shareholders.

2. Mr. Pham Dang Phu, Chairman of the General Meeting, presented the Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders for approval.

❖ *Voting result: 100% of the shareholders attending the meeting approved the Minutes and Resolutions.*

3. Mr. Pham Dang Phu, on behalf of the organizing committee of the 2025 Annual General Meeting of Shareholders of the Company, declared the meeting adjourned.

The 2025 Annual General Meeting of Shareholders concluded at 11:00 AM on April 29, 2025.

This Minutes was drawn up at 11:00 AM on April 29, 2025, immediately after the conclusion of the agenda of the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company.

The Minutes are effective immediately upon the conclusion of the meeting. All shareholders, the Board of Directors, the Board of Supervisors, the Board of Management, and relevant subsidiaries of Vinacomin - Materials Trading Joint Stock Company are responsible for the implementation.

| **SECRETARY OF THE GENERAL MEETING** | **CHAIRPERSON OF THE GENERAL MEETING** |
|---|---|
| **Hoang Mai Phuong** | **Pham Dang Phu**<br>**CHAIRMAN OF THE BOARD OF DIRECTORS** |

***Recipients:***
- *SSC (via IDS Pro, report);*
- *HNX (via CIMS, report);*
- *TKV Group (e-copy, report); Company shareholders (e-copy);*
- *BOD members, BOS, BOM, Chief Accountant (e-copy);*
- *Party Committee, Trade Union, Youth Union, Veterans Union (e-copy);*
- *Departments, Divisions, Branches of the Company (e-copy, published on the Website);*
- *Archived: Office, BOD*

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN

**VINACOMIN-MATERIALS TRADING JOINT STOCK COMPANY**

# DOCUMENTS FOR THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Ha Long, April 29, 2025**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

# AGENDA
# ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

| TT | Time | Content | Person in charge |
|---|---|---|---|
| 1 | 7:30' ÷ 8:00' | - Checking the eligibility of shareholders and delegates to attend the 2025 AGM of Shareholders.<br>- Distributing meeting documents, voting cards, ballots, election ballots. | **Mr. Vu Thanh Son and** 02 **members Board of Supervisor** Voter Eligibility Examination Committee |
| 2 | 8:00' ÷ 8:10' | - Stabilizing the organization and opening the Congress<br>- Introducing the Chairman and Delegates. Invite the Chairman to preside over the General Meeting. | **Mr. Nguyen The Hung** A Full-time Member of the Board of Directors The Organizing Committee |
| 3 | 8:10' ÷ 8:15' | Report on Voter Eligibility Examination | **Mr. Vu Thanh Son** Voter Eligibility Examination Committee |
| 4 | 8:15' ÷ 8:20' | The Chairman introduced:<br>- Secretary (2 comrade)<br>- Vote counting committee (3 comrades)<br>Voting for the approval. | **Mr Pham Dang Phu** Chairman of the Board of Directors |
| | | - Approval of the 2025 Annual General Meeting of Shareholders Agenda.<br>- Approval of the Regulations on organizing the 2025 Annual General Meeting of Shareholders.<br>- Guidance on completing voting ballots. | **Mr. Le Dung** A member of the Board of Directors |
| | | Voting for the approval | **Mr. Pham Dang Phu** Chairman of the Board of Directors |
| **Part I: Presenting the proposal and finalizing the list of candidates for Board of Directors members** | | | |
| 5 | 08:20' ÷ 08:40' | (1). Report on Business Performance 2024 and Business Plan 2025. | **Mr. Nguyen Manh Toan** Director, A member of the Board of Directors |
| | | (2) Approval of Key Targets for the 2026-2030 Five-Year Plan Orientation | |

| TT | Time | Content | Person in charge |
|---|---|---|---|
| 6 | 08:40' ÷ 09:00' | (3). Report of the Board of Directors in 2024 on the governance and operational results of the Board of Directors and plans for 2025 | **Mr. Nguyen The Hung** A Full-time Member of the Board of Directors |
| | | (4). Report on the Settlement of Remuneration, Allowances, and Salaries for Members of the Board of Directors and the Board of Supervisors in 2024; Plan for Remuneration, Allowances, and Salaries for the Board of Directors and the Board of Supervisors in 2025. | |
| | | (5). Proposal on the Approval of the List of Contracts and Transactions to Be Signed Between the Company and Enterprises, Major Shareholders, and Related Parties in 2025. | |
| 7 | 09:00' ÷ 09:10' | (6). Approval of the Proposal on the Addition of Business Lines and Amendments and supplements to the Charter of organization and operation of Vinacomin - Materials Trading JSC. | **Mr. Le Dung** A member of the Board of Directors |
| 8 | 09:10' ÷ 09:15' | (7). Audited financial statements for 2024 (Summary) | **Mr. Hoang Xuan Tung** Chief Accountant |
| | | (8). Report on dividend payment and profit distribution plan for 2024 | |
| 9 | 09:15' ÷ 09:25' | (9). Report of the Board of Supervisors on the appraisal of the Business Performance Report, Financial Statements for 2024, and the Profit Distribution Plan of Vinacomin - Materials Trading JSC | **Mr. Tran Thanh Tung** Head of the Board of Supervisors |
| | | (10). Self-assessment report on the performance of the Board of Supervisors and the supervision of the Activities of the Board of Directors and the Board of Management in 2024. | |
| | | (11). Proposal of the Proposal for Approval of the List of Approved Auditing Firms to Conduct the Audit of the 2025 Financial Statements. | |
| 10 | 09:25' ÷ 09:35' | (12) Proposal of the Regarding the dismissal of a member of the Board of Directors and the introduction of candidates for mid-term election to the Company's Board of Directors. | **Mr. Pham Dang Phu** Chairman of the Board of Directors |
| **Part II: Discussion and voting on reports and proposals** | | | |
| 11 | 09h35'÷10h00' | - Discussing the Reports presented at the Meeting.<br>- Voting for the approval of the contents discussed at the Meeting. | **Mr. Pham Dang Phu** Chairman of the Board of Directors |
| 12 | 10h00'÷10h05' | Guidance on completing and collecting Voting Ballots. | Vote counting committee |

| TT | Time | Content | Person in charge |
|---|---|---|---|
| **Part III: Election of additional members of the Board of Directors for the third term (2024÷2029)** | | | |
| 13 | 10h05'÷10h20' | - Approving the Election Regulations and Conducting the Election<br>- Approving the list of candidates for additional election of members of Board of Directors. | **Mr. Nguyen The Hung** A Full-time Member of the Board of Directors |
| | | ***The General Meeting takes a 10-minute break.*** | **Mr. Pham Dang Phu** Chairman of the Board of Directors |
| **Part IV: Announcement of voting results, Minutes and Draft Resolution of the General Meeting.** | | | |
| 14 | 10h20'÷10h25' | Announcing the voting results on the matters discussed at the General Meeting and the election results. | Head of Vote counting committee |
| 15 | 10h25'÷10h35' | - Introduction of the Board of Directors members to the General Meeting.<br>- Presenting flowers as a farewell to the comrade leaving the Board of Directors | **Mr. Nguyen The Hung** The Organizing Committee |
| 16 | 10h35'÷10h45' | Presenting the Minutes and draft Resolution of the General Meeting. | **General Meeting Secretary** |
| 17 | 10h45'÷10h50' | Voting to approve the Minutes and Resolution of the General Meeting. | **Mr. Pham Dang Phu** Chairman of the Board of Directors |
| 18 | 10h50'÷11h00' | Declaration of the General Meeting's closing. | **Mr. Pham Dang Phu** Chairman of the Board of Directors |

***Recipients:***
- Shareholders of the Company;
- Members of the Board of Directors and Board of Supervisors;
- Posting on Website;
- Archived.

**THE ORGANIZING COMMITTEE**
**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

THE SOCIALIST REPUBLIC OF VIETNAM
**Independence - Freedom - Happiness**

*Ha Long, April 2, 2025*

# WORKING REGULATIONS
## AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

*Pursuant to:*

*The Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;*

*The Charter on Organization and Operation of the Company, approved by the Annual General Meeting of Shareholders on June 20, 2025;*

*The 2025 Annual General Meeting of Shareholders Vinacomin - Materials Trading JSC is organized and implemented according to the following Regulations:*

## CHAPTER I
## GENERAL PROVISIONS

**Article 1. Scope and subjects of application**

1. This Regulation applies to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "General Meeting") of Vinacomin - Materials Trading JSC. It specifically stipulates the rights and obligations of shareholders/shareholder representatives attending the Meeting, as well as the conditions and procedures for conducting the Meeting.

2. Shareholders/shareholder representatives and other participants in the General Meeting are responsible for complying with the provisions of this Regulation.

**Article 2. Objectives of the General Meeting**

1. Ensure the principles of transparency, fairness, and democracy.

2. Facilitate the organization and conduct of the General Meeting of Shareholders, enabling the Company to stabilize its business operations promptly.

## CHAPTER II
## RIGHTS AND OBLIGATIONS WHEN ATTENDING THE GENERAL MEETING

**Article 3. Rights and obligations of shareholders**

1. Conditions of participation:

Shareholders listed in the allocation of voting rights prepared by the Vietnam Securities Depository and Clearing Corporation on March 26, 2025, as stated in document No. V545/2025-MTS/VSDC-DK issued to the Company;

2. Rights of eligible shareholders when attending the General Meeting:

a. Have the right to vote on all matters within the authority of the General Meeting of Shareholders.

b. Have the right to authorize, in writing, a representative to attend and vote on their behalf at the General Meeting of Shareholders.

c. Shareholders/shareholder representatives attending the General Meeting of Shareholders must present their identification documents (*ID card/passport/citizen identification card, etc.*) and Authorization Letter ( *for shareholder representatives* ) to the Organizing Committee. They will receive a Voting Card, Ballot, and Election Ballot (if applicable), which state the number of voting shares (*owned and authorized*) of and bear the seal of Vinacomin - Materials Trading JSC.

d. At the Meeting, shareholders/shareholder representatives, after listening to reports and proposals on the matters to be approved, shall discuss and vote on the matters by raising the Voting Card or filling out the Ballot.

e. Shareholders/shareholder representatives attending the Meeting have the right to express their opinions on the Meeting's agenda during the discussion session under the Chairperson's direction. Before making a statement, they must register by filling out the Speaker Registration Form (as per the prescribed format). In this form, shareholders must clearly state their question or the content of their statement. The registration form shall be submitted to the Chairman for review. When speaking, statements should be concise and relevant to the topic being discussed and the General Meeting agenda. Each statement shall not exceed 5 minutes. Shareholders should avoid repeating previously stated opinions, and only comments relevant to the General Meeting's agenda will be recorded in the Meeting Minutes.

f. Shareholders/shareholder representatives arriving late may still register for the Meeting and immediately exercise their rights, including voting. However, the Chairman is not responsible for pausing the General Meeting for late attendees to register, and the validity of already voted matters will not be affected.

3. Obligations of shareholders/shareholder representatives when attending the General Meeting:

a. Shareholders and/or authorized representatives must be present on time and complete the registration procedures with the Organizing Committee before entering the Meeting room;

b. During the General Meeting, shareholders must follow the instructions of the Presidium, behave in a civilized manner, dress appropriately, refrain from wearing hats, smoking, having private conversations, or using mobile phones during the Meeting. All mobile phones must be turned off or set to silent mode.

c. Shareholders must maintain confidentiality, adhere to the proper use and safekeeping of documents, and must not copy, record, or share them with individuals outside the General Meeting without the Chairman's permission;

d. Authorized representatives attending the General Meeting are not allowed to delegate their authority to a third party.

e. Sit in the designated area assigned by the Organizing Committee and strictly comply with the seating arrangements.

f. Any audio or video recording of the Meeting must be publicly announced and approved by the Chairman;

g. Register to speak at the General Meeting in accordance with regulations, adhere to the allocated speaking time, and ensure that statements remain within the scope of the General Meeting agenda. Shareholders must speak and vote in compliance with the guidelines of the Organizing Committee and under the direction of the Chairman;

h. Refrain from any disruptive behavior that may interfere with the normal proceedings of the General Meeting or prevent it from being conducted in a fair and lawful manne;

i. Comply with the authority of the Chairman, strictly adhere to the Regulations, and respect the results of the General Meeting.

**Article 4. Voter Eligibility Examination Committee**

1. The Voter Eligibility Examination Committee of the General Meeting consists of three members (one Head of the Committee and other members appointed by the Board of Directors (BOD) of the Company). The committee is responsible to the Chairman and the General Meeting of Shareholders for fulfilling its duties.

2. Duties of the Voter Eligibility Examination Committee:

a) Verify the eligibility of shareholders or authorized representatives (hereinafter referred to as "Delegates") attending the meeting. Shareholders attending the General Meeting are required to present ID card/passport/citizen identification card (for individual shareholders), the Power of Attorney (for authorized representatives)

b) Distribute Voting Cards and other relevant meeting documents to shareholders or their authorized representatives attending the General Meeting

c) Report to the General Meeting on the results of voter eligibility verification at the following times:

- Before the commencing of the General Meeting, in case the number of eligible Delegates represents more than 50% of the total voting shares, the General Meeting of Shareholders shall be conducted;

- Before each vote of the General Meeting, if there is a change in the number of shareholders registered to attend the General Meeting (Shareholders arriving late to register to attend the meeting/Shareholders not continuing to attend the meeting).

d) Perform other tasks as assigned by the Organizing Committee or the Chairman of the General Meeting.

**Article 5. Rights and obligations of the Chairman and Secretariat of the General Meeting**

5.1. Chairman of the General Meeting: The member in charge of the Board of Directors is the Chairman of the Meeting. The Chairman has the following responsibilities:

- Preside over the activities of the General Meeting of Shareholders of Vinacomin - Materials Trading JSC in accordance with the agenda approved by the General Meeting;

- Introduce the Secretariat of the General Meeting;

- Guide the delegates in discussions, collect voting opinions on matters within the agenda, and decide on procedures, order, and any arising issues outside the agenda.

- Respond to matters raised by the delegates.

- Take necessary actions to ensure the lawful and orderly conduct of the General Meeting or to reflect the majority's will.

- Exercise other rights and duties as stipulated in the Charter on the Organization and Operation of Vinacomin - Materials Trading JSC.

5.2. Secretariat of the General Meeting:

The Secretary is introduced by the Chairman of the General Meeting and approved by the General Meeting. The Secretary is responsible to the Chairman and the General Meeting of Shareholders for his/her duties and operates under the direction of the Chairman.

Assist the Chairman of the General Meeting in verifying the eligibility of delegates (when necessary). Accurately and completely recording all discussions, approved matters, and noted issues in the Minutes of the General Meeting of Shareholders

Assist the Chairman in announcing draft documents, conclusions, Resolutions of the General Meeting, and official notices from the Chairman to delegates upon request; Receive and review registration forms for delegate opinions and submitting them to the Chairman for decision.

Draft Resolution on Matters Approved at the General Meeting.

**Article 6. Rights and Obligations of the Vote-Counting Committee**

1. The Vote-Counting Committee of the General Meeting consists of three members: one Head and two members, who are introduced by the Chairman of the General Meeting and approved by the General Meeting.

2. The Vote-Counting Committee is responsible for:

a. Supervise the voting process of the delegates attending the General Meeting and determine the voting results accurately for each matter requiring approval;

b. Summarize the number of voting shares for each matter promptly so that the Chairman can announce the results before the General Meeting.

c. Review and report to the General Meeting on any violations of voting procedures or any complaints regarding voting results;

d. Prepare the Vote-Counting Minutes and take responsibility before the Chairman and the General Meeting of Shareholders for the execution of their duties..

## CHAPTER III
## PROCEDURES FOR CONDUCTING THE GENERAL MEETING

**Article 7. Conditions for conducting a General Meeting of Shareholders**

The General Meeting of Shareholders shall be conducted when the attending delegates represent more than 50% of the total voting shares, as per the shareholder list of Vinacomin - Materials Trading JSC.

**Article 8. Method of discussion and voting**

1. Principles:

a. Discussions shall only take place within the designated timeframe and must be limited to the topics included in the agenda of the General Meeting of Shareholders;

b. Delegates who wish to express their opinions shall register their questions on the Question Form and submit them to the Secretariat of the General Meeting;

c. The Secretariat of the General Meeting shall arrange the Question Forms in the order of registration and forward them to the Chairman;

d. Delegates who wish to speak or debate shall raise their hands and may only speak upon approval from the Chairman. Each delegate may speak for no more than 03 minutes, keeping their statements concise and avoiding repetition.

2. Responding to Delegates' Questions:

a. Based on the Question Forms submitted by delegates, the Chairman or a designated member appointed by the Chairman shall respond to the question;

b. In case of time constraints, questions that are not answered directly at the General Meeting will be answered directly in writing by the Company.

3. The methods of voting to approve issues at the General Meeting of Shareholders is implemented as follows:

a. Voting by Raising Voting Cards: This method is used to approve matters such as the Agenda of the General Meeting, Working Regulations of the General Meeting, Composition of the Vote-Counting Committee, Minutes of the General Meeting, Resolutions of the General Meeting, and any other matters arising during the General Meeting (if any);

b. Voting by Filling in the Voting Ballot: This method is used to approve reports and proposals submitted to the General Meeting, as specified in the individual voting ballots distributed to each delegate.

4. Voting procedures:

a. Delegates vote to Approve, Disapprove, or Abstain from a matter presented at the General Meeting by raising the Voting Card or marking the corresponding option on the Voting Ballot.

b. Procedures for using the Voting Card:

- Delegates vote by raising their Voting Card as instructed by the Chairman. When voting by raising the Voting Card, the front side of the card must be held up facing the Presidium.

- In case a delegate does not raise their Voting Card in all three voting rounds (Approve, Disapprove, or Abstain) for a particular matter, it will be considered as an approval of that matter, and the delegate will not have the right to appeal regarding the resolutions passed by the General Meeting..

- In case a delegate raises their Voting Card more than once for Approve, Disapprove, or Abstain on a single matter, the final raised vote will be recorded.

c. When voting by filling in the Ballot: For each content, delegates select one of the three options "Agree," "Disagree," or "No opinion" printed on the Ballot by marking an "X" or " ✓" in the chosen box. After completing all voting contents of the General Meeting, delegates submit the Ballot into the sealed ballot box at the Meeting following the instructions of the Vote Counting Committee. The Ballot must be signed and clearly state the delegate's full name..

Invalid ballot:

- Ballots not issued by the Organizing Committee;
- Ballots without a complete signature and the delegate's full name;
- Ballots that have been crossed out, modified, or had additional voting content added;
- Ballots where no option is selected or more than one option is selected for a single resolution of the General Meeting are considered invalid.

5. Voting rules:

a. The voting value of the Ballot and Voting Card is determined by the number of voting shares that the shareholder owns or is authorized to represent at the General Meeting. Each owned or represented share corresponds to one voting unit.

b. The Ballot and Voting Card are stamped by the Company and issued to the delegates attending the meeting by the Voter Eligibility Examination Committee. The Ballot and Voting Card are assigned a code, full name, delegate's signature, and other technical elements to ensure accurate and convenient vote counting.

c. At this General Meeting, decisions of the General Meeting of Shareholders will be approved if at least 50% of the total votes of all attending and voting shareholders are in favor, except in cases stipulated in Clauses 3, 5, and 7 of Article 21 of the Company's Charter.

**Article 9. Minutes and Resolutions of the General Meeting of Shareholders.**

The Minutes of the Congress and the Resolution of the Congress must be read and approved before the closing of the General Meeting.

## Chapter IV
## PROVISIONS OF IMPLAMENTATION

**Article 10. Provisions of implamentation**

This Regulation consists of 4 chapters and 10 articles and takes effect immediately after being approved at the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading JSC.

Shareholders and authorized representatives attending the General Meeting must strictly comply with the Working Regulations of the General Meeting of Shareholders. In case of violations of this Regulation, depending on the severity, the Chairman will review and take appropriate measures in accordance with the Company's Charter and the Law on Enterprises.

The General Meeting of Shareholders shall decide on any amendments or supplements to this Regulation./.

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




**Pham Dang Phu**

***Recipients:***
- Shareholders of the Company (MTS Website);
- Party Committee, Board of Directors, Supervisory Board (e-copy);
- Board of Directors, Chief Accountant (e-copy);
- Departments, offices, and branches of the Company;
- Secretary (posted on Website);
- Office, Board of Directors.

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP – VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

No:**1800** /BC-MTS

*Ha Long, April 2, 2025*

# REPORT
# BUSINESS PERFORMANCE RESULTS FOR 2024 AND BUSINESS PLAN FOR 2025

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## PART ONE
## PERFORMANCE RESULTS OF THE BUSINESS PLAN FOR 2024

### I. GENERAL OVERVIEW

#### 1. Advantages

The production situation of Vietnam National Coal and Mineral Industries Group - Vinacomin remained stable, providing fundamental favorable conditions for the company's business activities.

The Group's leadership consistently provided timely and effective guidance, establishing mechanisms and policies that facilitated employment opportunities, market development, and operational alignment with actual business conditions.

The company actively pursued the following initiatives:

- Continued research on new oil products tailored to underground mining units while ensuring environmental friendliness.

- Maintained and stabilized the supply of Cominlub lubricants to the Dong Bac Corporation and worked with mines to supply lubricants for equipment that had exceeded warranty periods.

- Proactively forecasted material demands, ensuring adequate reserves for production. It organized bidding processes and market analysis to source raw materials at competitive prices. It also implemented reasonable inventory management to guarantee safe and efficient production while ensuring timely supply to all units.

#### 2. Challenges

- In 2024, the ongoing geopolitical conflicts, particularly between Russia and Ukraine, as well as escalating tensions in the Middle East, have had significant repercussions on the global economy. These developments have exacerbated issues related to food security, natural disasters, and climate change, leading to lower-than-expected economic growth due to declining aggregate demand. Inflation remains at a high level. The production and business operations of TKV, as well as those of the Company, have faced numerous challenges due to fluctuations in material and fuel prices, which are unpredictable and volatile. These factors have significantly impacted the Company's business operations and management. Additionally, the Company's accounts receivable have remained high, exerting considerable financial pressure.

- Regarding the market and sales volume of Cominlub lubricants, market share has contracted, and sales have remained low. This decline is primarily due to intense competition from well-established lubricant brands. Furthermore, as the Company relies on imported raw materials, its overall business performance has been directly affected.

- Concerning the management of loading, unloading, and waterway transportation, the Company continues to operate in accordance with the directives of the Group and contractual agreements with Cam Pha Port and Logistics Company. However, the waiting time for loading and unloading at ports such as Protein and Pha Lai Power Plant has been prolonged, averaging 10–15 days. The performance of the loading and unloading sector has been suboptimal, primarily due to domestic coal being concentrated in stockpiles, while transshipment coal remains limited. Additionally, TKV's coal import operations predominantly utilize non-crane vessels. The market for handling goods outside of TKV has not met the expected targets, resulting in irregular employment opportunities for workers in the loading and unloading sector.

- Regarding land management, the annual renewal process for the Vũng Hoa oil import terminal has posed challenges for the Company's investment in fuel supply operations. The procedures and timeline for obtaining renewal approvals from relevant authorities and local governments have also been complex. Currently, the Company has been in discussions with the People's Committee of Cam Pha City to identify a new location that aligns with long-term planning, replacing the Vung Hoa terminal once the land lease expires. This issue presents a significant challenge for the Company, requiring a strategic and sustainable solution for long-term business stability.

## II. EVALUATION OF BUSINESS PERFORMANCE IN 2024

### 1. The key business performance indicators for 2024 are as follows:

| No. | INDICATORS | Unit | PLAN 2024 | IMPLEMENTATION IN 2024 | Percentage (%) |
|---|---|---|---|---|---|
| **1** | **Key Products and Services** | | | | |
| a | Supply Services | | | | |
| | - Gasoline | 1000 L | 3.840 | 4.205 | 109 |
| | - Diesel Oil | 1000 L | 187.500 | 186.495 | 99 |
| | - Lubricating oil and grease | 1000 L | 1.555 | 1.489 | 96 |
| b | Port Services | | | - | |
| | - Loading and Unloading | ton | 2.500.000 | 1.316.917 | 53 |
| | - Waterway Transportation | ton | 500.000 | 630.588 | 126 |
| c | Cominlub Lubricant Sales | 1000 L | 5.030 | 3.721 | 74 |
| **2** | **Total Revenue** | Million Dong | **4.173.380** | **4.081.899** | 98 |
| **3** | **Production Value** | Million Dong | **473.894** | **481.054** | **102** |
| * | ***Production Value for Wage Calculation*** | **Million Dong** | **473.894** | **479.767** | **101** |
| **4** | **Total Expenses for the Period** | Million Dong | **455.640** | **461.471** | **101** |
| **5** | **Profit** | Million Dong | **18.250** | **19.572** | **107** |
| **6** | **Average Salary** | 1000 VND/person/month | 11.570 | 12.259 | 106 |
| 7 | **Dividend Payment** | %/ Charter Capital | 6÷8% | 7% | Achieved |

### 2. Assessment of Production Performance in 2024

In 2024, the Company implemented various measures to strive toward achieving its production and business targets, specifically as follows:

#### 2.1. Production Value

- Business of Materials and Equipment (VTTB): Achieved VND 156.74 billion / Planned VND 110.97 billion, equivalent to 141% of the target (98.7% compared to 2023 performance).

- Cominlub Lubricant Sales: Achieved VND 230.56 billion / Planned VND 273.52 billion, equivalent to 84% of the target (92.8% compared to 2023 performance).

- Other Business Activities (Loading & Unloading, Transport, Others): Achieved VND 94.74 billion / Planned VND 89.4 billion, equivalent to 106% of the target (88.7% compared to 2023 performance).

**2.2. Sales and Supply Performance**

- Gasoline, Diesel, and Other Petroleum Products Sales: Achieved 192.18 million liters / Planned 192.89 million liters, equivalent to 99.6% of the target (100.2% compared to 2023 performance).

- Cominlub Lubricant Sales: Achieved 3.721 million liters / Planned 5.030 million liters, equivalent to 74% of the target (93.4% compared to 2023 performance).

- Loading and Unloading Volume: Achieved 1.31 million tons / Planned 2.5 million tons, equivalent to 53% of the target (64% compared to 2023 performance).

- Coal Transportation Volume: Achieved 0.63 million tons / Planned 0.5 million tons, equivalent to 126% of the target (90.5% compared to 2023 performance).

**3. Key Factors Affecting Production Volume and Revenue**

**3.1. Factors Contributing to Stability and Growth**

- The firm and decisive leadership of the Board of Directors and the Board of Management in overseeing the Company's production and business activities. The coal industry has maintained stable business operations compared to the previous year.

- Proactive coordination and market analysis to adapt production and business plans in response to real-time market conditions.

- The restructuring of the Company's management into a single-tier system from July 1, 2024, reducing intermediary units and optimizing labor costs by minimizing indirect employment.

**3.2. Factors Contributing to Declining Production Volume**

- Coal and other cargo handling: This sector faces intense competition from multiple companies within the industry. In 2024, most imported coal shipments for TKV were handled using floating cranes, which the Company lacks the necessary capacity to operate. Additionally, domestic coal was primarily delivered via direct port transfer, limiting transshipment handling. The Company had to form a joint venture to bid for coal handling contracts using onboard cranes, as tendered by Cam Pha Port and Logistics Company, thereby having to share handling volumes within the consortium.

For non-TKV cargo (e.g., clinker, cement), demand was affected by China's stagnant real estate sector, leading to a surplus in Chinese cement production. This has intensified competition with Vietnamese cement exports to markets such as the Philippines, Central America, and South Africa. The domestic cement market continues to face oversupply challenges. Additionally, export tax policies increased to 10%, with VAT deductions no longer applicable, causing domestic clinker prices to be higher than those in export markets. As a result, domestic producers have limited or suspended clinker and cement exports. Consequently, the Company ceased handling clinker and cement shipments from May 2024.

- Waterway coal transportation: The Company's transportation fleet was initially invested in during the 1990s, with an average vessel capacity of 1.650 TPT per convoy. Currently, the Company operates 9 convoys, totaling 15.890 TPT, a reduction of 3 convoys compared to early 2024. The aging fleet has become technologically outdated, with reduced load capacity, deteriorating conditions, and high maintenance costs. Transport operations are inefficient, with an average shipment duration of 10–15 days per trip, leading to declining productivity.

- Cominlub lubricant sales: Sales volumes declined at several key units, including the Minerals Corporation, Uong Bi Coal Company, Nam Mau Coal Company, and Vàng Danh Coal Company, due to increasing competition from other lubricant suppliers offering similar products. Additionally, in the Hon Gai and Cam Pha regions, sales decreased as companies optimized production by rationalizing waste disposal, adjusting transport distances, and closing open-pit mining operations due to lease expirations and depleted reserves. Furthermore, some units merged or outsourced transport services for coal and overburden, leading to a continuous decline in lubricant consumption over recent years.

- Impact of Typhoon Yagi (Storm No. 3): The storm caused severe damage in Quảng Ninh Province, significantly affecting both the coal industry and the Company. Production was disrupted for several days, resulting in substantial operational setbacks. The Company incurred over VND 4 billion in post-storm recovery costs, further straining its financial performance.

**4. Basic Construction Investment Activities**

Based on the investment plan approved by TKV in Official Document No. 6514/TKV-ĐT, dated November 22, 2024, issued by the General Director of TKV regarding the "Notification of the Adjusted 2024 Investment Plan," the total investment allocated to Vinacomin - Materials Trading JSC is VND 13.934 million, categorized as follows:

- Ongoing projects: VND 3.384 million
- New projects: VND 10.250 million
- Project preparation: VND 300 million

**The implementation results are as follows:**

***4.1. Ongoing Projects***

**Project: Investment in Equipment for Production in 2023*

- Total investment: VND 18.980 million
- Cumulative implementation as of the end of 2023: VND 15.363 million
- Carried forward to 2024: VND 1.992 million
    + Equipment costs: VND 1.895 million
    + Consulting and other costs: VND 97 million
- Disbursed capital during the period (equity capital): VND 1.992 million

The project has been completed, and the company has prepared the final investment capital settlement report (July 2024) for approval in accordance with regulations.

**Project: Collective Housing for Employees and Product Display Room*

- Total investment: VND 4.498 million
- Cumulative implementation as of the end of 2023: VND 2.947 million
- Carried forward to 2024: VND 1.392 million
  + Construction costs: VND 1.215 million
  + Consulting and other costs: VND 177 million
- Disbursed capital during the period (equity capital): VND 1.392 million

The project has been completed, and the company has prepared the final investment capital settlement report (July 2024) for approval in accordance with regulations.

**All projects have adhered to the approved plan and schedule, successfully meeting the established objectives upon completion.*

***4.2. New Projects***

**Project: Investment in Equipment for Production in 2024*

- Based on the investment and construction plan approved by TKV, Vinacomin - Materials Trading JSC reported to TKV for approval and adjustment of the implementation phase of the project: Investment in Equipment for Production in 2024. On June 5, 2024, TKV issued Official Document No. 3287/TKV-ĐT, providing opinions on the project. Following TKV's recommendations, the project scope was adjusted accordingly and subsequently approved by the General Director of Vinacomin - Materials Trading JSC under Decision No. 2427/QĐ-MTS, dated July 24, 2024. On August 30, 2024, TKV issued Official Document No. 4910/TKV-ĐT regarding the notification of adjustments to the investment plan for 2024. After these modifications were communicated by TKV, the company proceeded with project implementation in strict compliance with applicable laws and regulations.

- Total project investment: VND 10.517 million
  + Equipment costs: VND 9.833 million
  + Consulting and other costs: VND 684 million
- Adjusted 2024 investment plan: VND 10.250 million
  + Equipment costs: VND 9.833 million
  + Consulting and other costs: VND 417 million
- Funding sources:
  + Commercial loans: VND 6.883 million
  + Equity capital: VND 3.367 million
- Implementation in 2024: VND 9.987 million
  + Equipment costs: VND 9.601 million
  + Consulting and other costs: VND 386 million
- Disbursed investment capital during the period: VND 3.205 million

**The project is being executed in accordance with the approved plan and timeline. Upon completion, it is expected to fully achieve the established objectives.*

***4.3. Project Preparation***

Projects in the preparation phase: Following the issuance of the adjusted 2024 investment plan by TKV on November 22, 2024, the company has conducted surveys and completed the necessary procedures to prepare for project implementation before submitting reports to TKV for approval and adjustments in accordance with regulations.

**Project: Procurement of a Fleet of Waterway Transport Vehicles*

The company is currently conducting surveys in preparation for investment.

- Total planned investment: VND 75.000 million
- Project preparation budget: VND 200 million
- Implementation in 2024: VND 0 million

**Project: Investment in Equipment for Production in 2025*

- Total planned investment: VND 23.000 million
- Project preparation budget: VND 100 million
- Implementation in 2024: VND 0 million

***4.4. Payment and Disbursement Status***

- Estimated investment capital implementation for 2024: VND 13.371 million
- Mobilized and disbursed investment capital in 2024: VND 6.589 million
- The remaining amount is expected to be disbursed in early Q1 2025.
- Outstanding investment capital debt: None.
- Instances of capital waste or loss: None.

***4.5. Application of Science and Technology and New Product Development***

Conducted research and initiated production of COMINLUB FDAO 60, which meets the standards of Caterpillar vehicle manufacturers.

Developed and manufactured COMINLUB TO4-50 using the new AFTON Hitec H8888z additive for application in the Cao Son coal market.

Researched and produced the new product COMINLUB SOLCENIC HL, suitable for the Uong Bi coal market and units with high-hardness water sources. The product is currently undergoing field trials, with further testing planned at mining sites.

Tested COMINLUB TLG SE PLUS at Coal Company 35, ensuring suitability for use in hydraulic roof support systems.

Researched and developed alternatives for certain imported raw materials used in the production of fire-resistant hydraulic fluids, reducing production costs by 15-25% compared to imported materials.

Provided technical after-sales services to units within and outside TKV.

Ensured that analysis and testing activities were conducted with integrity, objectivity, and timeliness, with no complaints regarding analytical results.

Continued the implementation of digital transformation, progressively achieving efficiency in business and production operations.

Transitioned the distribution system at the Vung Hoa warehouse.

*4.6. Financial and Accounting Management*

- Over the past year, financial and accounting activities have made significant contributions to assisting the General Director in monitoring the company's business and production operations. These activities ensured compliance with legal regulations and TKV's financial policies through rigorous financial oversight and control.

- Sufficient and timely funding was provided to support business and production activities. Efforts were also intensified to recover outstanding receivables, improve capital turnover, and minimize capital costs. The working capital turnover ratio reached 8.6 cycles, marking a 5% increase compared to 2022.

- In 2024, the company achieved effective business performance, with a profit of VND 19,572 billion, reaching 107% of the planned target. The return on average equity (ROE) was 9.74%, while the return on total assets (ROA) stood at 2.49%. The company successfully maintained and safeguarded shareholders' equity.

*4.7. Labor, Wages, Employment Policies, and Human Resource Development*

- Wage management: The management and utilization of the wage fund, as well as salary payments for employees, were carried out in strict compliance with state regulations and TKV policies. Wage payment principles were adhered to, with managerial staff compensated based on KPI performance. Additional wages were provided at the end of each quarter, every six months, and on public holidays to enhance motivation and productivity. In 2024, based on job position salary structures and TKV's salary scales, the company adjusted and increased both job position wages and social insurance contribution salaries for all employees.

- Organizational restructuring: In accordance with TKV's restructuring plan approved under Decision No. 1106/QĐ-TKV dated June 19, 2024, the company implemented an organizational restructuring effective from July 1, 2024, with the following key changes:

+ Maintaining TKV's 51% ownership stake in the company.

+ Retaining the company's branch office in Hanoi.

+ Ceasing operations of the following subsidiaries:

- Hon Gai Materials Enterprise
- Cam Pha Materials Enterprise
- Transportation and Loading Enterprise

+ Restructuring the business and production units of the three enterprises into departments and workshops directly under the company.

+ Results: Prior to the restructuring, the company had 30 departments and workshops with 72 management personnel. Post-restructuring, the company operates with 14 departments, workshops, and the Hanoi branch, with 43 management personnel—reflecting a reduction of 16 units and 29 managerial staff. The company transitioned to a single-tier management model, eliminating intermediary enterprises. Workforce reduction efforts in 2024 were effectively implemented through labor reallocation and organizational restructuring. The workforce decreased from 686 employees on January 1, 2024, to 643 employees on January 1, 2025, a reduction of 43 employees.

- Labor management:

+ The company developed and implemented labor and wage management regulations, ensuring wage differentiation while prioritizing income increases for labor-intensive units, revenue-generating divisions, technical workers, and management staff. All employees received full statutory entitlements.

+ The company fully complied with policies related to social insurance, personal protective equipment distribution, meal allowances, and hazardous work allowances. Periodic health check-ups were conducted for all employees, with specialized health examinations for female workers and employees working in hazardous environments, in accordance with government, TKV, and company regulations.

+ Labor management was decentralized under two principles: (1) department heads and workshop managers were responsible for direct labor management and utilization, and (2) workforce transfers between units were under the authority of the General Director. In 2024, based on production needs, 34 employees were flexibly reassigned between units to optimize operations while accommodating employees' personal preferences. Additionally, 12 employees retired, and 37 labor contracts were terminated. The company recorded no cases of job losses due to insufficient work.

+ The KPI-based performance evaluation system was effectively applied across departments and business units. Salaries were calculated and settled on a monthly and quarterly basis according to the actual completion of individual, team, and workshop output targets.

- Human resource development: The company fully adhered to personnel management policies, including planning, appointment, reappointment, and annual performance evaluations. A new personnel management regulation was developed in alignment with TKV's latest policy framework.

- Training and development: The company regularly selected and assigned employees to participate in training programs conducted by the Vinacomin Business Administration School and other professional training institutions. These programs aimed to enhance knowledge and update employees on new regulations across various operational areas. Additionally, the company organized in-house training sessions and engaged external training providers to conduct specialized courses on workplace safety and occupational health, ensuring compliance with legal requirements.

***4.8. Other Activities***

- In 2024, internal audit and legal inspection activities assisted the General Director in reviewing and amending the company's regulations and policies to ensure compliance with state laws and TKV Group regulations. The company effectively maintained coordination between the Board of Directors, the General Director, and the Executive Committee of the Party Committee.

- A cooperation agreement was signed with local police departments in Cẩm Phả and Hạ Long, as well as relevant units within TKV, to ensure public security, asset protection, and fire prevention and control.

- National defense, security, and production protection activities were effectively implemented throughout the year. Regular inspections, monitoring, and collaboration with relevant authorities and partner units ensured that no security breaches or negative incidents occurred within the company's operational areas.

## III. EXISTING ISSUES AND LIMITATIONS

- In 2024, the management of production and business activities at various units occasionally lacked flexibility in adapting to market fluctuations. The production volume in sectors such as cargo handling and Cominlub lubricant consumption declined compared to the same period.

- The inspection and supervision activities conducted by the company's departments and units were limited in methodology, leading to less effective outcomes than expected.

- Employee training and guidance provided by managerial staff were not given sufficient attention. Some employees remained passive in their work, lacked soft skills in task execution and problem-solving, and did not fully meet the requirements of new assignments.

## IV. GENERAL ASSESSMENT

In 2024, despite facing numerous difficulties and challenges, the company demonstrated strong determination and effort, successfully achieving its production and business objectives. It effectively met performance targets, enhanced production capacity, and ensured stable employment, livelihoods, and incomes for its employees. The company fulfilled its profit targets, dividend commitments as set by the General Meeting of Shareholders, and obligations to the state. Additionally, it ensured timely implementation of policies related to employees' rights and benefits, improved working conditions and income, and gradually enhanced the material and cultural well-being of its staff. These efforts served as a crucial motivation for driving production and business activities, contributing to the company's sustainable development.

The achievements in 2024 were primarily attributed to the unity, solidarity, and high consensus among employees in managing and executing tasks. The company proactively anticipated market developments, closely adhered to the strategic directions set by the corporation, and implemented flexible management solutions based on well-structured plans. By optimizing cost reduction and expanding production, the company successfully met its business targets while ensuring safety and operational efficiency.

## PART TWO
## OBJECTIVES AND SOLUTIONS FOR THE IMPLEMENTATION OF THE 2025 BUSINESS AND PRODUCTION PLAN

### I. SITUATION ASSESSMENT

*1.1. Advantages*

- In 2025, the production and consumption of coal by TKV are projected to remain stable at 2024 levels, with an anticipated increase in imported coal sources. This provides a fundamental advantage in securing employment and income for employees.

- Regarding the consumption of materials within the industry: The company will continue to implement Decision No. 1626/QĐ-TKV dated August 30, 2024, and Directive No. 2548/TKV-KH+VTM+CV dated May 31, 2023, concerning procurement regulations within the TKV Group. The company has proactively engaged with TKV's member units to promote the consumption of its manufactured products, which have been well-received and recognized for their quality and efficiency. Additionally, the company has actively adhered to Directive No. 2561/TKV-KH dated May 29, 2020, on increasing the use of Cominlub lubricants produced by the company, with a strong focus on ensuring product quality and enhancing customer service.

- The workforce is united, with strong internal cohesion and trust in the leadership's management of business operations, striving to comprehensively achieve the 2025 business and production targets.

*1.2. Challenges*

- The production areas of open-pit mining units are shrinking, and the consolidation and rationalization of waste disposal and transportation distances have resulted in a gradual decline in fuel and lubricant consumption compared to previous years.

- There is increasing competition among companies in the lubricant supply and cargo handling sectors. The reliance on joint ventures for cargo handling operations may pose certain challenges in the execution of production and business plans.

- The operational efficiency of coal transportation vehicles remains low, with slow turnaround times and high maintenance costs.

- The Vung Hoa oil transshipment port has been granted a one-year extension until December 31, 2025. Currently, the company has proactively sought alternative locations in the Cam Pha and Cua Ong areas for a new transshipment warehouse and oil import terminal and has requested Cam Pha city authorities to update and integrate this into the urban planning framework. However, significant challenges remain in identifying a new location that aligns with overall zoning regulations and offers long-term stability for post-2025 operations.

### II. OBJECTIVES

To strive for exceeding and comprehensively achieving the targets set for 2025 under the theme "SAFETY – UNITY – DEVELOPMENT – EFFICIENCY", the company must focus on the following key objectives and tasks:

1. Ensure absolute safety in operations, including personnel, equipment, and financial assets. Strive to fulfill production and business coordination targets by implementing effective management solutions, increasing revenue, enhancing labor productivity, reducing costs, efficiently managing budget allocations, and safeguarding and expanding capital. Guarantee stable employment and income for employees.

2. Foster internal unity and solidarity, strengthening collective spirit and self-reliance. Promote the role and responsibility of each individual within the organization, working towards a shared goal of successfully achieving the company's 2025 strategic objectives.

3. Proactively adapt and demonstrate flexibility in production management under all circumstances. Expand the market for Cominlub lubricants and supply services while optimizing infrastructure capacity and leveraging the company's existing strengths in service industries. Invest strategically in technical and infrastructure projects to support production in the most efficient and timely manner, maximizing benefits for the company.

4. Innovate and apply advanced technologies to enhance product chains and value-added processes. Strengthen the development of databases and upgrade IT infrastructure. Accelerate the implementation of digital transformation initiatives and integrate data management systems across various operational fields, particularly in administration, research, and production management.

5. Continue to effectively communicate with all employees regarding workforce restructuring and labor allocation following the company's governance reorganization. Identify strategic objectives and implement innovative, breakthrough solutions to ensure the successful and comprehensive achievement of the 2025 business plan targets.

**Key Targets of the 2025 Business and Production Plan**

| No. | INDICATORS | UNIT | 2025 PLAN |
|---|---|---|---|
| **A** | **Business and Production Plan:** | | |
| 1 | Physical indicators: | | |
| | - DO oil, gasoline, lubricants, and grease | 1.000 liters | 185.410 |
| | - COMINLUB lubricants | 1.000 liters | 4.000 |
| | - Loading and unloading operations | 1.000 Tons | 1.600 |
| | - Waterway transportation | 1.000 Tons | 600 |
| 2 | Total revenue | Million Dong | 3.950.100 |
| 3 | Production value | Million Dong | 471.100 |
| 4 | Pre-tax profit | Million Dong | 20.000 |
| 5 | Average salary | 1000 VND/person/month | 12.445 |
| **B** | **Dividend payment plan** | % Charter capital | 6÷8% |
| **C** | **Labor recruitment plan** | People | - |
| **D** | **Investment and construction plan** | | |
| 1 | Maintain production | Million Dong | 10.980 |
| 2 | Procurement of a fleet of watercraft – Vinacomin - Materials Trading Joint Stock Company | Million Dong | 34.102 |

***Note:*** *The production output, revenue, production value, and total investment value will be adjusted accordingly after the Company finalizes its annual plan and completes feasibility studies for implementation. These adjustments will be submitted to the Board of Directors for approval and subsequently presented to TKV for final authorization to ensure the overall performance and competitiveness of the Company.*

## III. KEY SOLUTIONS FOR MANAGING BUSINESS AND PRODUCTION ACTIVITIES IN 2025

### 1. Implementation of the Business Coordination Plan (PHKD) with Units within the Group

The company will participate in bidding processes, establish bidding alliances, and sign framework contracts with TKV member units in accordance with the Business Coordination Plan. These activities will cover various service sectors, including the supply of materials, fuel, and lubricants; the provision of Cominlub lubricants; the distribution of personal protective equipment (PPE) and mine ventilation ducts; coal loading and unloading for import and export; and coal transportation via waterways. Additionally, the company will expand its service operations to external markets beyond TKV based on its capabilities.

### 2. Directive and Operational Solutions for PHKD Implementation; Maintaining and Enhancing the Company's Production Capacity in 2025

To effectively implement the targets set in the 2025 Business Coordination Plan (PHKD), the Party Committee, company leadership, and political organizations have developed directive resolutions and corresponding implementation strategies. Additionally, internal communication efforts have been actively strengthened to ensure a comprehensive understanding of the company's current production conditions. These initiatives aim to foster unity, build consensus, and ensure decisive leadership through specific directive and operational solutions.

#### *2.1. Production and Business Operations in Petroleum and Materials*

Given the current market conditions, the production and business activities related to materials must be strategically oriented toward the following key aspects.

**Regarding the production and supply of Cominlub lubricants*

In 2025, the company continues to identify this sector as a strategically important component for ensuring revenue and profitability. The company aims to achieve a sales volume of 4.0 million liters of Cominlub lubricants of various types, with an expansion of external market consumption reaching 500.000 to 550.000 liters in 2025. Additionally, efforts will be made to continue research and development on semi-synthetic lubricants and high-end products with superior performance, particularly for mechanized support systems in underground mining operations. The product range will also be diversified to replace competing lubricant brands in the market.

- Furthermore, the company will continue to diversify raw material sources, implement competitive pricing strategies for new product categories with optimal quality and cost efficiency, and enhance competitiveness amidst supply shortages and disruptions in additive production. Special attention will be given to cost reduction solutions. The company will focus resources on maintaining market share while gradually expanding in key regions, including Quang Ninh, the Central Highlands, the Mineral Corporation, and the Power Corporation, while sustaining its presence in the Dong Bac Corporation market.

**Regarding the petroleum business*

The company will establish a pricing framework for petroleum supply services, which will be submitted to TKV for approval, considering rising input costs and changing production conditions. Regular monitoring of fuel price fluctuations will be conducted to optimize inventory levels, mitigate risks, and enhance business efficiency. Additionally, the company will take proactive measures to ensure a stable supply to meet the production needs of TKV units.

**Regarding the business of spare parts and materials*

The company aims to further strengthen its market share in material supply to increase revenue. This business sector requires strict control over documentation, product origin, risk management, capital safety, and personnel security.

Marketing initiatives will be intensified, along with market expansion efforts and enhancements in product quality and after-sales support services, particularly for Cominlub lubricants and industrial materials. The company is committed to fulfilling the targets and obligations outlined in its business coordination contracts.

***2.2. Corporate Governance and Business Operations Management***

- Enhancing revenue and cost management, risk control, and strict monitoring of the implementation of the production and business plan is a key priority. The company is committed to ensuring workplace safety, maintaining security and order, implementing fire prevention and environmental protection measures, and safeguarding both personnel and equipment. Additionally, land management will be strengthened to ensure effective and proper land use.

- Measures will be implemented to improve procurement and expenditure management, promote cost-saving practices, and prevent waste. Any unplanned expenses must be reported for approval before execution.

The company will continue refining regulations on revenue and cost contracting, procurement of materials and goods, and outsourcing policies, ensuring clear implementation mechanisms with appropriate incentives and well-defined reward and penalty structures. While striving to increase revenue, the company acknowledges the necessity of cost reduction across all operational aspects to enhance business efficiency and maximize dividends for shareholders.

Key measures to optimize cost efficiency include:

- Reviewing and refining all technical and economic norms across operational stages to minimize costs, particularly loss rates in transportation, storage, and fuel distribution, as well as raw material consumption standards across all production phases to ensure compliance with regulations.

- Conducting thorough assessments of outdated and inefficient equipment and vehicles to phase out underperforming assets, thereby preventing waste.

- Accelerating the digital transformation process in various management areas, applying information technology, and maximizing the efficiency of the company's existing management systems.

- Optimizing the allocation and operation of both waterborne and land-based transport systems to minimize material and fuel costs, as inefficient transportation management represents a major source of waste.

- Strengthening debt recovery efforts to reduce financial costs and requesting that the corporation establish mechanisms to support the company in offsetting internal receivables within TKV.

- Efforts will also focus on marketing and expanding key business sectors:

+ In the cargo handling sector, beyond handling coal for export and import operations with logistics companies, the company will proactively explore and expand its cargo handling services outside of TKV, particularly in the Hòn Nét anchorage area, to secure jobs and stable income for employees.

+ In the waterborne transportation sector, the company will improve vessel quality, increase fleet utilization rates, and enhance transport efficiency. The transportation of coal for fertilizer and power plants will be managed effectively according to TKV's targets and contracts, as well as coal transportation for Cam Pha Logistics Company. Furthermore, two-way cargo transportation solutions will be implemented for key routes such as Da Bac and Uong Bi to optimize logistics efficiency.

***2.3. Technical, Technological, and Investment Solutions***

- Fuel and Material Supply Sector: The company aims to maintain stable supply volumes and revenue while enhancing service quality for units within TKV. Investments will be made in upgrading and applying modern and appropriate information technology for internal management and information sharing with mining units to improve oversight. This includes the implementation of automated fuel dispensing systems using magnetic sensors. The company will continue to maintain and expand the application of automated oil dispensing systems using magnetic sensors for both internal and external TKV units.

- Accounting and Management Software: The company will replace and invest in new accounting and management software to improve efficiency in invoicing, automatic revenue updates, tax calculations, cost management, pricing, and debt tracking. Additionally, technical management software and other technological applications will be developed and integrated to optimize overall production operations.

- Investment in Storage and Logistics Facilities: The company will continue working with the People's Committee of Cẩm Phả City and relevant departments to identify suitable locations aligned with long-term urban planning. This will facilitate the implementation of investment projects for the construction of transshipment warehouses and oil import terminals, ensuring readiness for future logistics services and the timely fulfillment of production demands.

- Oil Transportation Vehicles: Investments will be made in additional oil transportation vehicles with a capacity of 18.000 liters per unit, along with supporting equipment for fuel distribution.

- Waterborne Transportation Sector: The company will review and balance the capacity of its transportation fleet, prioritizing the use of high-quality, efficiently operated vessels for production activities. Outdated and inefficient vessels with high repair costs will be decommissioned and phased out in accordance with quality assessments, depreciation values, and repair costs, ensuring compliance with regulations. Repair costs will be minimized through a planned reduction approach, with vessels under 2.000 tons per trip scheduled for phase-out by 2027. Investment projects will be implemented to acquire new waterborne transportation vessels with a capacity of 4.000 tons per trip or more, ensuring the continued viability of the company's coal transportation services.

- Investment in Production Maintenance: The company will execute investment projects for production maintenance in 2025 according to the established plan.

- Workforce Development and Training: Training programs will be enhanced to improve employees' technical skills, productivity, and work efficiency. Additionally, the company will recruit high-quality technical personnel to meet immediate job requirements effectively.

***2.4. Corporate Governance Restructuring and Workforce Reorganization***

- The company will continue to review and optimize workforce allocation across departments and units to ensure a streamlined and efficient organizational structure. The strengths of each production unit and business sector will be leveraged to maximize effectiveness. A salary allocation system will be implemented for each department and division, ensuring fair compensation based on job positions while maintaining stable employee income.

- The company will also conduct ongoing evaluations of business sectors that are underperforming. Necessary restructuring and governance adjustments will be made to enhance operational efficiency, safeguard capital, and foster sustainable growth.

***2.5. Emulation, Communication, and Socio-Cultural Initiatives***

- The company will intensify communication efforts in 2025, the final year of the 2020-2025 planning term. Collaboration with media and communication agencies will be strengthened, and the political system's influence will be leveraged to effectively disseminate and implement company directives and management solutions. Special attention will be given to ideological work and employee education to foster understanding and solidarity regarding the company's and the Group's common challenges. This will help align efforts in production management, cost reduction, and waste prevention. Additionally, exemplary individuals and outstanding teams achieving excellence in business operations will be promptly recognized and rewarded.

- Cultural and sports activities will be actively promoted to enhance employees' well-being. The company will ensure proper implementation of policies related to employee health check-ups, environmental assessments, labor protection equipment, and other welfare benefits, including company-sponsored excursions, health retreats, and professional exchange programs. Efforts will be made to improve income levels and wages. Support will be provided for employees facing difficulties or accidents, fostering a spirit of solidarity and mutual support within the company. Furthermore, democratic workplace principles will be upheld, ensuring transparency and fairness while fostering a corporate culture that aligns with ethical and professional standards.

The above report outlines the business performance for 2024 and the business plan for 2025 of Vinacomin - Materials Trading JSC, as presented at the 2025 Annual General Meeting of Shareholders. We look forward to the approval, guidance, and support of the General Meeting of Shareholders to facilitate the successful implementation of the 2025 Business Coordination Plan.

***Recipients:***
- Shareholders of the Company (MTS Website);
- Party Committee, Board of Directors, Supervisory Board (e-copy);
- Board of Directors, Chief Accountant (e-copy);
- Departments, offices, and branches of the Company;
- Office, Board of Directors.

**GENERAL DIRECTOR**

M.S.D.N: 5700100707 - C.T.C.P - CÔNG TY CỔ PHẦN VẬT TƯ - TKV - TP. HẠ LONG - T. QUẢNG NINH

**Nguyen Manh Toan**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**Vinacomin - Materials Trading JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

No: **1801**/BC-MTS

*Ha Long, April 2, 2025*

# PROPOSAL
## Re: Approval of Key Targets for the 2026-2030 Five-Year Plan Orientation Vinacomin - Materials Trading JSC

To: General Meeting of Shareholders of Vinacomin - Materials Trading JSC

*Pursuant to the Charter of organization and operation of Vinacomin - Materials Trading JSC;*

*Pursuant to Official Letter No. 1156/TKV-KH dated March 5, 2025, from TKV regarding the notification of key indicators orienting the Five-Year Plan for 2026-2030;*

To provide a basis for the Company's implementation, Vinacomin - Materials Trading JSC respectfully reports to the 2025 Annual General Meeting of Shareholders for review and approval the key indicators guiding the Five-Year Plan for 2026-2030, as follows:

| No. | INDICATORS | Unit | 5 year plan | | | | | Total for 5 years |
|---|---|---|---|---|---|---|---|---|
| | | | 2026 | 2027 | 2028 | 2029 | 2030 | |
| 1 | **Labor - Salary** | | | | | | | |
| | - Standardized labor | People | 630 | 610 | 590 | 570 | 550 | |
| | - Average salary | 1000 VND/person/month | 12.950 | 13.434 | 13.947 | 14.252 | 15.141 | |
| 2 | **Total revenue** | million dong | **4.013.603** | **3.931.824** | **3.949.893** | **3.768.770** | **3.689.519** | **19.353.609** |
| | Revenue from other business activities | million dong | 4.013.603 | 3.931.824 | 3.949.893 | 3.768.770 | 3.689.519 | **19.353.609** |
| 3 | **Total profit** | million dong | **20.200** | **20.416** | **20.605** | **20.868** | **21.020** | **103.109** |
| | Other production | million dong | 20.200 | 20.416 | 20.605 | 20.868 | 21.020 | **103.109** |

The above are the key indicators outlining the Five-Year Plan for 2026-2030 of Vinacomin - Materials Trading JSC. The Company respectfully submits them to the 2025 Annual General Meeting of Shareholders for review and approval, providing the basis for implementation.

***Recipients:***
- Shareholders of the Company (MTS Website);
- Party Committee, Board of Directors, Supervisory Board (e-copy);
- Board of Directors, Chief Accountant (e-copy);
- Departments, offices, and branches of the Company;
- Office, Board of Directors.

**GENERAL DIRECTOR**

M.S.D.N: 5700... C.T.C.P. CÔNG TY CỔ PHẦN VẬT TƯ - TKV TP. HẠ LONG - T. QUẢNG NINH

**Nguyen Manh Toan**

VIETNAM NATIONAL COAL AND MINERA INDUSTRIES GROUP - VINACOMIN
**Vinacomin-Materials Trading JSC**

THE SOCIALIST REPUBLIC OF VIETNAM
**Independence-Freedom-Happiness**

No: **03** /BC- HDQT-MTS

*Ha Long, April 2, 2025*

# REPORT
## Report of the Board of Directors in 2024 on the governance and operational results of the Board of Directors and plans for 2025

To: General Meeting of Shareholders of Vinacomin-Materials Trading JSC

*Pursuant to Article 167 of the Law on Enterprises No. 59/2020/QH14 approved by the 14th National Assembly on June 17, 2020.*

*Pursuant to the Charter of organization and operation of Vinacomin-Materials Trading JSC approved of the General Meeting of Shareholders on June 20, 2024.*

The Board of Directors of the Company hereby reports to the General Meeting on the activities of the Board of Directors in 2024 and the orientation and tasks for 2025, as follows:

## PART I
## ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

In 2024, the Board of Directors of the Company has properly and fully fulfilled its duties and responsibilities in accordance with the Law on Enterprise and the Company's Charter. The Board of Directors held 21 meetings in a hybrid format, combining in-person and online meetings, along with collecting written opinions. The Board of Directors meetings were conducted in accordance with procedures and principles and closely followed the Company's actual production and business situation to make timely decisions for the General Director to implement in order to achieve the targets set by the General Meeting of Shareholders. Specifically:

### 1. Activities of the Board of Directors:

***a) Attendance of board members in meetings throughout the year:***

| TT | Board Member | Number of meetings attended | Meeting attendance rate | Reason for non-attendance |
|---|---|---|---|---|
| 1 | Pham Dang Phu | 21/21 | 100% | |
| 2 | Ta Quang Tuan | 21/21 | 100% | |
| 3 | Nguyen The Hung | 21/21 | 100% | |
| 4 | Le Dung | 21/21 | 100% | |
| 5 | Pham Van Hien | 12/21 | 57.1% | Dismissed on June 20, 2024 |
| 6 | Dang Hoai Nam | 9/21 | 42.9% | Appointed on June 20, 2024 |

### *b) Members and structure of the Board of Directors:*

| TT | Board Member | Position | Date of starting/cease being a member of the Board of Directors | |
|---|---|---|---|---|
| | | | Dismissal Date | Appointment Date |
| 1 | Pham Dang Phu | Chairman of the Board of Directors, Representative of Vinacomin's capital contribution (Non-Executive) | June 20, 2024-2024 Annual General Meeting of Shareholders (Term 2019 ÷ 2024) | June 20, 2024-2024 Annual General Meeting of Shareholders (Term 2024 ÷ 2029) |
| 2 | Ta Quang Tuan | Member of the Board of Directors, General Director of the Company | | |
| 3 | Nguyen The Hung | Full-time Member of the Board of Directors (Non-Executive) | | |
| 4 | Le Dung | Member of the Board of Directors, Chairman of the Trade Union (Non-Executive) | | |
| 5 | Pham Van Hien | Member of the Board of Directors | June 20, 2024-2024 Annual General Meeting of Shareholders (Term 2019 ÷ 2024) | |
| 6 | Dang Hoai Nam | Member of the Board of Directors (Non-Executive) | | June 20, 2024-2024 Annual General Meeting of Shareholders (Term 2024 ÷ 2029) |

Among the 05 members of the Board of Directors, 04 are non-executive members. Each member of the Board of Directors is assigned to be in charge of and monitor and oversee various aspects of management and business operations in accordance with their expertise and experience.

**2. Meetings and Resolutions of the Board of Directors:**

The Board of Directors, responsible for overseeing all aspects of the Company's production and business activities, has strengthened corporate management, minimized waste, and increased inspection and supervision to grasp, reflect, and correctly assess compliance with the law, thereby implementing corrective actions, and apply appropriate measures to help the Company address existing shortcomings and limitations to improve business efficiency.

The Board of Directors strictly complied with the law, the Charter of the Company's Charter on organization and operation, and maintained regular monthly and quarterly meetings to ensure the agenda, number of members attending the meeting, and voting requirements as prescribed by law. The Board of Directors effectively carried out its supervisory role over the General Director and executive management. The Board promptly implemented the Resolution of the General Meeting of Shareholders on June 20, 2024, holding 21 meetings, issuing 47 Resolutions and 61 Decisions with the main contents: On approving the Restructuring Plan for Vinacomin-Materials Trading JSC until 2025; On terminating the operation of the Company's branches; On restructuring of production organization and management regulations; Working regulations, amendments, supplements and issuance of new regulations such as Regulations on Business and Management of Materials in the Company; Regulations on the operation of the Military Command Board in the Company; Regulations on contracting and managing business expenses in the Company; Regulations on investment and construction management of the Company; Regulations on the financial management of the Company; Regulations on management and use of the Company's reward and welfare funds; Regulations on management of the Company personnel, etc. The Board of Directors has focused on improving all aspects of corporate governance and strengthening company management to support and enhance the Company's business operations. *(Details are provided in Appendix 01 and 02 attached).*

Regarding the submission of the listing registration dossier to the Ho Chi Minh City Stock Exchange. The Board of Directors has reviewed the Company's business situation, however, because the restructuring process has not been completed, the Company cannot submit the listing application in 2024.

In 2024, the members of the Board of Directors, within their assigned responsibility, successfully fulfilled their duties and tasks. They demonstrated their capabilities and expertise while exercising their rights and responsibilities with integrity and diligence to ensure the Company's legitimate interests were maximized.

**3. Business Performance Results:**

The Company continues to receive close leadership and direction from Vinacomin, the Party Committee of Quang Ninh Coal, as well as the attention, facilitation, support, and assistance from various units within Vinacomin. Notably, under the strong guidance of Vinacomin, the Company has effectively managed its business operations and cost control through a coordinated business plan among the Group's member units. This has facilitated the Company's collaboration with other Vinacomin entities in material supply, fuel procurement, cargo handling, and other activities. The Company strives to implement a sustainable development strategy, ensuring safety in personnel, equipment, capital, and the environment; as well as ensuring security labor discipline, and social safety. The Company's Party Committee focuses on leading and directing the improvement of the business model to ensure efficiency, consistency, and competitiveness, enhance labor productivity, and reduce costs. The Company has identified three basic advantages:

- Firstly, as a unit in Vinacomin responsible for logistics in coal production and business, Vinacomin-Materials Trading JSC consistently receives attention, assistance, facilitation, as well as close guidance from Vinacomin, The Company also benefits from the cooperation and endorsement of Vinacomin's units in utilizing its products and services, including fuel, Cominlub lubricants, spare parts, industrial garments, cargo handling services, and inland coal transportation. Nearly 100% of the Company's revenue is generated from transactions with Vinacomin's units.

- Second, the Company completed restructuring on July 1, 2024, transitioning from a 2-level model to a 1-level model, reducing intermediate management levels, streamlining operations, and reducing administrative costs while ensuring uninterrupted production and business activities, stable employment, and steady income for employees.

- Third, the Company benefits from a dedicated workforce of over 643 skilled and experienced employees, whose contributions have been crucial to the Company's business performance and operational success.

Looking back at 2024, the Company's business operations faced significant challenges and difficulties. These challenges came from the socio-economic environment, the business conditions, and internal factors, including:

- First, the global situation remained complex, with worsening global security conditions, especially in regions that are key producers of raw materials and fuels for the international market. This directly impacted the Company's two main business sectors—fuel supply and lubricant production—due to supply shortages and unpredictable raw material and fuel prices.

- Second, the suspension of mining operations at Tay Nam Da Mai by Cao Son Coal Company, along with the merger of Deo Nai Coal Company and Coc Sau Coal Company, optimizing the transportation distances. This directly impacted the consumption of fuel and lubricant of the company (these three companies were its largest fuel consumers).

- Third, storm No. 3 has caused serious damage to both lives and property in Quang Ninh province. The company was also directly affected, the storm damaged production sites, warehouses, and office facilities, requiring significant time and financial resources to restore operations to normal.

- Fourth, the cargo handling sector experienced a sharp decline (in 2024, with only 1.3 million tons of coal handled, reaching 53% of the target, and revenue of 6.4 billion VND, equaling 47% of the plan) is a difficulty, a challenge, affecting the Company's overall business performance. The Company has made efforts to participate in bidding and successfully secured a coal handling contract for Vinacomin using ship cranes, but the output according to the contract with Vinacomin in 2024 is low. The Company implemented job-seeking solutions and expanded into external cargo handling to compensate for the shortfall and ensure employee livelihoods. However, the results of this sector have not met expectations.

- Fifth, there remains an imbalance between direct and indirect labor forces (indirect labor accounts for 23%, supporting services 10%, and direct labor 67% of the total workforce). The company has been undergoing restructuring for 6 months, and although the awareness of employees has changed, the understanding, engagement, and alignment with the Company's restructuring plan and its effectiveness have not always met expectations.

Faced with the above challenges and advantages, the Board of Directors of the Company has provided timely, strategic guidance and directives, combined with the proactiveness and responsiveness efforts of the executive management team and the dedication of the entire workforce, the Company has strived to fulfill its objectives, achieving the results outlined in the report presented by the General Director.

In 2024, the Company's financial activities will ensure compliance with legal regulations, secure sufficient capital for the Company's production and business activities, and preserve the owner's capital. Through decisive management measures, the Company has proactively developed, reviewed, and adjusted planning indicators in accordance with the market conditions in each period, proactively managed the inventory levels of gasoline and raw materials for the production of COMINLUB lubricants in a reasonable manner, and actively recovered outstanding debts. Therefore, the Company achieved solid business performance in 2024, with a net profit in 2024 reaching VND 19,572 million, reaching 107% of the planned target. The Company plans to report to the General Meeting of Shareholders to propose a dividend payment to shareholders at 7% of charter capital, fulfilling the resolution set forth by the General Meeting of Shareholders for 2024.

The company has preserved and developed its capital, strictly complied with tax policies by the State, and fully implemented social policies and other employee benefits in accordance with legal regulations.

**4. The supervision activities of the Board of Directors over the General Director and other management personnel:**

The supervision of management personnel and the executive apparatus is conducted through assigned duties and responsibilities and assigned work performance, requiring regular and ad hoc reports to promptly reflect changes in the business operations so that the Board of Directors can take timely solutions. The Board frequently reviews the Company's production and business activities and promptly rectifies any shortcomings.

The Board of Directors highly appreciates the efforts and dedication of the General Director and the executive staff who have overcome numerous challenges to achieve the targets set by the General Meeting of Shareholders' resolution. In comparison with the provisions of the Charter as well as the Regulations, decisions, and resolutions issued by the Board of Directors the General Director and management personnel have all properly implemented and fulfilled their assigned duties and tasks.

**4.1. Supervision results for the General Director:**

As a member of the Board of Directors cum General Director, the General Director has fulfilled his role and responsibilities appropriately. In 2024, performing the tasks prescribed by the Company's Charter and specified by the management regulations and resolutions of the Board of Directors, the General Director has seriously implemented and proposed many timely management measures to overcome challenges, and effectively directed the Company's production and business operations. Comply with the legal regulations, directives from the Vinacomin, the Resolution of the 2024 Annual General Meeting of Shareholders, and the Resolutions and Decisions of the Company's Board of Directors. Strictly implemented the reporting requirements, and ensured operational management that safeguards capital, assets, and labor safety. As a result of 2024, the Company successfully achieved its key business targets as per the Business Coordination Contract with Vinacomin and fully met its tax obligations to the State budget.

**4.2. Supervision results for Management Personnel:**

The Company's management personnel are appointed by the Board of Directors based on the General Director's proposal. The General Director has been assigned specific tasks for each individual in each field, ensuring that production and business operations meet the established requirements without any signs of task avoidance; During the performance of their tasks, there have been consultations and proposals to effectively implement tasks assigned by the management personnel. Throughout the term, the Board of Directors has evaluated the management personnel as having successfully fulfilled their assigned responsibilities.

***General assessment:*** In 2024, the operations of the Board of Directors of Vinacomin-Materials Trading JSC complied with the Law and the Company's Charter when performing its functions and duties. The resolutions and decisions of the Board of Directors were issued within their authority and in a timely manner, helping the Company's production and business management and operation in 2024 achieve good results in the context of many difficulties in production and business. To achieve the above results, in addition to the efforts of each member of the Board of Directors, there was also the determination, enthusiasm, and active participation of the Board of Supervisors, the Board of Executives, relevant departments, and the Company's shareholders.

**4.3. Report to the General Meeting of Shareholders on the appointment of the General Director:**

Pursuant to Point p, Clause 3, Article 27 of the Company's Charter, the Board of Directors reports to the General Meeting of Shareholders on the appointment of the General Director. On January 15, 2025, implementing Decisions No. 62/QĐ-TKV dated January 14, 2025, of the Board of Directors of Vinacomin regarding changes in the personnel of Vinacomin's Representative participating in the Board of Directors of Vinacomin-Materials Trading JSC. The Board of Directors of the Company issued Resolution No. 02/2025/NQ-HĐQT -MTS dated January 15, 2025, regarding the change in the General Director's personnel. In this Resolution, the Board of Directors approved the resignation letter dated January 15, 2025, submitted by Mr. Ta Quang Tuan, requesting to step down from the position of General Director and resign as a member of the Board of Directors to terminate his labor contract at his personal request, effective from January 16, 2025. At the same time, the Board of Directors accepted and appointed Mr. Nguyen Manh Toan to hold the position of General Director of Vinacomin-Materials Trading JSC, effective from January 16, 2025, the term of office is 05 years from the date of appointment. Mr. Nguyen Manh Toan is the legal representative of the Company according to the provisions of the Charter of organization and operation of the Company.

## PART II
## DIRECTIONS AND TASKS OF THE BOARD OF DIRECTIONS IN 2025

In the context of 2025, we face many difficulties and challenges that will significantly impact the impact on the Company's production and business operations. In the 2024 Business Performance Report and the 2025 Business Plan, we have identified what needs to be done to overcome this period. The Board of Directors expects all departments to make greater efforts to consolidate, improve operational efficiency, and optimize resources. To achieve the 2025 Business Plan, the Board of Directors has directed the Company's management and executive apparatus to focus on the following key issues:

1. The Company's production and business activities must ensure the safety of personnel, capital, assets and fulfillment of tax obligations to the State budget. All operations must comply with the law, the Company's Charter, and the Resolution of the General Meeting of Shareholders.

2. Corporate governance focuses on the following contents:

- Develop specific plans and solutions to ensure the fulfillment of the targets set by the 2025 Annual General Meeting of Shareholders. Strengthen management and supervision of the activities of the Executive Board and the Company's support departments.
- Continue to implement the Company's restructuring plan *(According to Decision No. 1535/QĐ-MTS dated June 20, 2024 of the Company),* focusing on: (i) Continuing to research and evaluate the organizational structure, workforce structure, and operating situation of the current organizational model to continue implementing the Company's development orientation after restructuring and developing a plan for the next period (2026-2030); (ii) Allocation labor, calculating to have a reasonable labor structure with the goal of increasing labor productivity and saving living labor costs; (iii ) Quarterly organizing review, evaluate progress and results.
- Continue to direct the Company to complete necessary procedures according to regulations on securities listing to implement in accordance with the business situation and State regulations.
- Implement well the regulations and policies on cost management, savings, anti-corruption and waste to improve the Company's operational efficiency and eliminate business risks.
- Actively research the market to seek new business opportunities, expand market share and markets to increase revenue, and continue to improve employees' living standards.
- Continue to review, update, amend, supplement, and refine management regulations, economic and technical norms, etc. to comply with the regulations of superiors and the State.
- Continue to direct the Company to effectively implement the Regulations on Democracy in Enterprises; improve the quality of inspection and supervision work, focusing on the implementation and compliance with legal regulations in all areas of business operations (such as investment, outsourcing, labor, wages, business plans, etc.; financial supervision; supervision of the implementation and execution of resolutions of the Board of Directors, etc.).
- Continue to direct the Executive Management to maintain safety, security, and order in production; Implement synchronous solutions to prevent waste and loss of capital and assets; strengthen internal control, and reduce costs in all stages; continue to develop solutions to build the Company's brand, product brand; ***build corporate culture***.

- Strengthen cooperation and coordination with local authorities to ensure harmonious development in the area, especially good coordination with local Party committees and authorities in the management, transportation, and trading of gasoline at stations and points, land use management, security and order and property safety; Use local products and services based on the principles of quality, progress and competitive prices.

- Carry out well the inspection and supervision work of the Board of Directors according to the established plan (such as organizing on-site inspection and supervision; working with the Company's leadership, departments, and workshops on matters related to inspection and supervision work (resolutions of the Board of Directors, 2025 investment projects, 2026 investment plans, and implementation of company regulations and policies, etc.).

3. Direct the executive apparatus to strengthen research work and have solutions to maintain and expand the market and sales market share.

4. Invest in and develop human resources through training, retraining, recruitment, etc. to have a highly qualified workforce to meet production and business requirements in the new situation.

5. Coordinate with Party organizations and unions to promote communication, propaganda, and guidance to employees, the public, and customers as necessary so that everyone understands and creates consensus, in order to maximize the company's overall potential and advantages to achieve the common goal of SAFETY-DEVELOPMENT-EFFICIENCY.

The above outlines the key results of the Board of Director's activities in 2024 and the direction and tasks for 2025.

The Board of Directors respectfully reports to the General Meeting and seeks opinions of esteemed Shareholders./.

**ON BEHALF OF BOARD OF DIRECTORS**
**CHAIRPERSON**




**Pham Dang Phu**

***Recipient:***
- Shareholders of the Company (MTS Website);
- Party Committee, Board of Directors, Supervisory Board (e-copy);
- Board of Directors, Chief Accountant (e-copy);
- Departments, offices, and branches of the Company;
- Office, Board of Directors.

# Appendix I
# RESOLUTIONS OF THE BOARD OF DIRECTORS
*(Issued with Report No. 03/BC-HDB-MTS dated April 2, 2025 of the Company's Board of Directors)*

| No. | Number Resolution | Date | Content |
|---|---|---|---|
| 1 | 01/24/NQ-HĐQT-MTS | **09/08/2024** | 1. The Board of Directors reviewed Proposal No. 2800/TTr-MTS dated December 29, 2023, from the Company regarding the approval of the 2024 investment plan.<br>2. The Board of Directors reviewed Proposal No. 3750/TTr-MTS dated December 27, 2023, from the Company regarding adjustments to certain key targets in the 2023 business coordination plan.<br>3. The Board of Directors reviewed Proposal No. 16/TTr-MTS dated January 3, 2024, from the Company regarding the approval of the list of contracts and transactions between the Company and enterprises, major shareholders, and related parties for 2024.<br>4. The Board of Directors approves the key targets for the 2024 business coordination plan. |
| 2 | 02/24/NQ-HĐQT-MTS | **12/08/2024** | 1. The Board of Directors reviews the 2023 Internal Audit Report.<br>2. The Board of Directors reviews the Report on the implementation of work contents according to the 2023 Board of Directors Resolution of the Company.<br>3. The Board of Directors reviews the preliminary plan on Corporate Governance Restructuring.<br>4. The Board of Directors reviews and approves the policy and plan to appoint the Director of Hanoi Branch.<br>5. The Board of Directors reviews and approves the Board of Directors to implement management work. |
| 3 | 03/24/NQ-HĐQT-MTS | **19/08/2024** | The Board of Directors reviewed the proposal No. 106/TTr-MTS dated January 11, 2024, from the Company's General Director regarding the approval of the appointment of the Director of the Hanoi Branch. |
| 4 | 04/24/NQ-HĐQT-MTS | **06/09/2024** | 1. The Board of Directors reviewed the proposal No. 224/TTr-MTS dated January 24, 2024, from the Company regarding the approval of the estimated implementation of the business and production plan for January 2024 and the orientation for February 2024.<br>2. The Board of Directors implements management work. |
| 5 | 5/24/NQ-HĐQT-MTS | **26/09/2024** | The Board of Directors reviewed the proposal No. 316/TTr-MTS dated February 2, 2024, from the Company's Director regarding the approval of the plan for organizing the 2024 Annual General Meeting of Shareholders. |
| 6 | 6/24/NQ-HĐQT-MTS | **08/10/2024** | Board of Directors implements management work. |
| 7 | 7/24/NQ-HĐQT-MTS | **18/10/2024** | 1. Board of Directors reviews the proposal No. 428/TTr-MTS dated February 26, 2024, from the Company regarding the approval of the projected implementation of the business and production plan for February (2 months) and the direction for March 2024.<br>2. Board of Directors implements management work. |
| 8 | 8/24/NQ-HĐQT-MTS | **18/10/2024** | Board of Directors implements management work |
| 9 | 9/24/NQ-HĐQT-MTS | **25/10/2024** | 1. The Board of Directors reviews and approves the Reports requesting Vinacomin's opinions before voting at the Company's Annual General Meeting of Shareholders in 2024.<br>2. The Board of Directors implements management work |
| 10 | 10/24/NQ-HĐQT-MTS | **01/11/2024** | Board of Directors implements management work |
| 11 | 11/24/NQ-HĐQT-MTS | **28/11/2024** | 1. Approval of the results of the implementation of the Company's production and business plan and the Company's Directions.<br>- Approval of the results of the implementation of the production and business plan for March-the first three months of 2024 and the direction for April 2024 (Details according to report No. 693/TTr-MTS dated March 26, 2024).<br>- Approval of the results of the implementation of the production and business plan for the first quarter of 2024 and the direction for the second quarter of 2024 of the Company. (Details according to report No. 694/TTr-MTS dated March 26, 2024).<br>2. The Board of Directors approved the amendment, issuance of the Business and Material Management Regulations within the Company. (Details according to report No. 545/TTr-MTS dated March 11, 2024). 3. The Board of Directors approved the amendment, supplement and issuance of the Regulations on Implementing Democracy at the Company. (Details according to report No. 682/TTr-MTS dated March 25, 2024).<br>4. Approval of the Company's Actual Salary Fund for 2023. |
| 12 | 12/24/NQ-HĐQT-MTS | **18/12/2024** | Board of Directors implements management work |
| 13 | 13/24/NQ-HĐQT-MTS | **18/12/2024** | 1. Review of Internal Audit Report for the First Quarter of 2024<br>2. Board of Directors implements management work |
| 14 | 14/24/NQ-HĐQT-MTS | **19/12/2024** | 1. The Board of Directors considers and approves the extension of the time to hold the 2024 Annual General Meeting of Shareholders. |
| 15 | 15/24/NQ-HĐQT-MTS | **23/12/2024** | 1. The Board of Directors considers Proposal No. 930/TTr-MTS dated April 22, 2024, from the Company regarding the approval of the business operation plan results for April and the first four months of 2024, as well as the direction for May 2024.<br>2. The Board of Directors implements management work. |

| No. | Number Resolution | Date | Content |
|---|---|---|---|
| 16 | 16/24/NQ-HĐQT-MTS | **30/12/2024** | 1. The Board of Directors implements Official Dispatch No. 2345/TKV-KTTC dated April 24, 2024 of Vinacomin on the Plan for the average short-term credit limit and some financial ratios in 2024.<br>2. The Board of Directors reviews Proposal No. 991/TTr-MTS dated April 25, 2024, from the Company's Director regarding the plan to appoint an additional 01 Deputy Director in charge of the Company's Production and Business Opertations. |
| 17 | 17/24/NQ-HĐQT-MTS | **09/08/2024** | 1. The Board of Directors implements Official Dispatch No. 2288/TKV-TCNS dated April 23, 2024 of Vinacomin on personnel work.<br>2. The Board of Directors meets to vote on full-time members of the Board of Directors for the second term (2019÷2024).<br>3. The Board of Directors considers the draft Decision on the assignment of responsibilities for the members of the Board of Directors for second term (2019÷2024). |
| 18 | 18/24/NQ-HĐQT-MTS | **12/08/2024** | The Board of Directors met to discuss the appointment of the Company's Deputy Director. |
| 19 | 19/24/NQ-HĐQT-MTS | **19/08/2024** | 1. Regarding the amendment of some voting contents at the 2024 Annual General Meeting of Shareholders.<br>2. Regarding the request for approval of the Restructuring Project of Vinacomin-Materials Trading JSC.<br>3. The Board of Directors considers approval of the Board of Directors to implement management work. Details according to document: 2402/TKV-ĐT dated April 25, 2024 of Vinacomin on accelerating the completion of legal procedures on land at the unit. |
| 20 | 20/24/NQ-HĐQT-MTS | **06/09/2024** | 1. On agreeing on the content of the Project to Vinacomin-Materials Trading JSC.<br>2. The Board of Directors considers and approval of the Board of Directors to implement management work. Details according to Official Dispatch No. 2750/YKV-TCNS dated May 13, 2024 of Vinacomin on continuing to strengthen the handling of responsibilities in labor safety management. |
| 21 | 21/24/NQ-HĐQT-MTS | **26/09/2024** | 1. On agreeing on the content of the draft amendment and supplement to the Charter of organization and operation of Vinacomin-Materials Trading JSC.<br>2. The Board of Directors considers and approval of the Board of Directors to deploy management work in Official Dispatch No. 2785/TKV-TCNS dated May 14, 2024 of Vinacomin on Deploying the process of reviewing and supplementing the planning of leadership staff for the period 2020-2025 and the period 2025-2030. |
| 22 | 22/24/NQ-HĐQT-MTS | **08/10/2024** | The Board of Directors reviews Proposal No. 1279/TTr-MTS dated May 27, 2024, from the Company regarding the approval of the business performance results for May and the first five months of 2024, as well as the business direction for June 2024. |
| 23 | 23/24/NQ-HĐQT-MTS | **18/10/2024** | The Board of Directors approval of the policy of appointing the Company's Deputy Director. |
| 24 | 24/24/NQ-HĐQT-MTS | **18/10/2024** | 1. Regarding the introduction of personnel to elect the Board of Directors and the Board of Supervisors for the third term of 2024-2029 of the Company.<br>2. The Board of Directors implements management work. |
| 25 | 25/24/NQ-HĐQT-MTS | **25/10/2024** | Board of Directors implements management work. |
| 26 | 01/NQ-HĐQT-MTS | **01/11/2024** | 1. The Board of Directors met to elect the Chairman of the Board of Directors for the 3rd term of 2024÷2029.<br>2. The Board of Directors met to vote on full-time members of the Board of Directors for the 3rd term of 2024÷2029. |
| 27 | 02/NQ-HĐQT-MTS | **28/11/2024** | 1. The Board of Directors reviews the draft Decision on assigning tasks to members of the Board of Directors for the third term (2024÷2029).<br>2. The Board of Directors considers amending, supplementing and issuing the Company's 2024 Board of Directors' Plan and Activity Program.<br>3. The Board of Directors reviews the proposal on production organization and personnel work to restructure the Company.<br>4. The Board of Directors considers and approval of the Results of the implementation of the Production and Business Plan for the second quarter of 2024 and the Company's direction for the third quarter of 2024.<br>5. The Board of Directors considers the arrangement and handling of real estate.<br>6. The Board of Directors considers adjusting the 2024 Business Plan. |
| 28 | 03/NQ-HĐQT-MTS | **18/12/2024** | The Board of Directors considers reappointing the Company Administrator and Company Secretary. |
| 29 | 04/2024/NQ-HĐQT-MTS | **18/12/2024** | 1. Approval of the content of the Internal Audit Report for the Second Quarter of 2024.<br>2. Disclosure of the expiration of the Company's Management Decentralization Regulations. |
| 30 | 05/2024/NQ-HĐQT-MTS | **19/12/2024** | Board of Directors implements management work |
| 31 | 06/2024/NQ-HĐQT-MTS | **23/12/2024** | 1. Regarding the amendment, supplement and issuance of the Regulation on the organization of legal activities in the Company. (According to the submission No. 2531/TTr-MTS dated July 30, 2024 of the Company Director).<br>2. The Board of Directors implements management work. |

| No. | Number Resolution | Date | Content |
|---|---|---|---|
| 32 | 07/2024/NQ-HĐQT-MTS | **30/12/2024** | Implement the contents according to Official Dispatch No. 4492/TKV-ĐT dated August 7, 2024 of Vinacomin on proposing the rate to determine land rental price. |
| 33 | 08/2024/NQ-HĐQT-MTS | **09/08/2024** | 1. On amending, supplementing and issuance of the Regulations on organization and legal activities in the Company.<br>2. The Board of Directors implements management work. |
| 34 | 09/2024/NQ-HĐQT-MTS | **12/08/2024** | 1. The Board of Directors reviews Proposal No. 2824/TTr-MTS dated August 15, 2024 of the Company Director on the request for approval of the adjustment of the 2024 Investment Plan of Vinacomin-Materials Trading JSC.<br>2. The Board of Directors reviews Proposal No. 2837/BC-MTS dated August 15, 2024 of the Company Director on the request for approval of the 2025 Construction Investment Plan and the period from 2026 to 2030 of Vinacomin-Materials Trading JSC.<br>3. The Board of Directors implements management work. |
| 35 | 10/2024/NQ-HĐQT-MTS | **19/08/2024** | 1. The Board of Directors reviews Proposal No. 2916/TTr-MTS dated August 20, 2024 of the Company Director on the issuance of the Land Management Regulations in Vinacomin-Materials Trading JSC.<br>2. The Board of Directors reviews Proposal No. 3151/TTr-MTS dated August 30, 2024 of the Company Director on the issuance of the Regulations on the assignment of output, revenue, and cost management in the Company.<br>3. The Board of Directors reviews Proposal No. 2966/TTr-MTS dated August 21, 2024 of the Company Director on requesting investment policy for the Project: Purchasing a fleet of water vehicles-Vinacomin-Materials Trading JSC.<br>4. Board of Directors implements management work. |
| 36 | 11/2024/NQ-HĐQT-MTS | **06/09/2024** | 1. The Board of Directors reviews Proposal No. 3484/TTr-MTS dated September 18, 2024 of the Company Director on the issuance of the Land Management Regulations in the Company.<br>2. The Board of Directors reviews Proposal No. 3557/TTr-MTS dated September 23, 2024 of the Company Director on the issuance of the Regulations on contract assignment and management of business expenses in the Company.<br>3. The Board of Directors reviews Proposal No. 3402/TTr-MTS dated September 16, 2024 of the Company Director on the issuance of the Labor and Salary Regulations, Remuneration and Bonus Regulations for Business Managers in the Company.<br>4. The Board of Directors reviews Proposal No. 4541/TTr-MTS dated September 23, 2024 of the Company Director on the issuance of the Operation Regulations of the Military Command in the Company.<br>5. The Board of Directors reviews Proposal No. 3601/TTr-MTS dated September 25, 2024 of the Company Director on the approval of the Regulations on Business and Material Management; Regulations on Management of Petroleum Supply and Business Activities in the Company.<br>6. The Board of Directors reviews Proposal No. 3530/TTr-MTS dated September 23, 2024 of the Company's Director approval of the results of the implementation of the production and business plan for the third quarter of 2024 and the direction for the fourth quarter of 2024 of the Company.<br>7. The Board of Directors implements management work. |
| 37 | 12/2024/NQ-HĐQT-MTS | **26/09/2024** | 1. Regarding the approval of the content of the Internal Audit Report for the third quarter of 2024<br>2. The Board of Directors implements management work. |
| 38 | 13/2024/NQ-HĐQT-MTS | **08/10/2024** | Board of Directors implements management work |
| 39 | 14/2024/NQ-HĐQT-MTS | **18/10/2024** | Regarding the request to adjust the 2024 Business Coordination Plan and the 2025 Business Coordination Plan. |
| 40 | 15/2024/NQ-HĐQT-MTS | **18/10/2024** | Board of Directors implements management work |
| 41 | 16/2024/NQ-HĐQT-MTS | **25/10/2024** | 1. The Board of Directors considers the amendment, supplement and issuance of the Management Regulations of Vinacomin-Materials Trading JSC:<br>- Regulations on personnel management of the Company<br>- Regulations on the management and use of the Company's reward fund and welfare fund<br>- Regulations on the management of exit for officers and employees in the Company. 2. The Board of Directors implements the management work. |
| 42 | 17/2024/NQ-HĐQT-MTS | **01/11/2024** | 1. The Board of Directors considers the amendment, supplement and issuance of the Company's Management Regulations:<br>- Regulations on salary, remuneration and bonuses for Business Managers in the Company.<br>- Regulations on management and use of fixed assets in the Company.<br>- Regulations on payment to customers of the Company.<br>- Regulations on debt management of Vinacomin-Materials Trading JSC.<br>- Regulations on capital mobilization, capital utilization, and guarantees of the Company.<br>- Regulations on financial supervision and efficiency assessment of the Company's resource utilization.<br>2. The Board of Directors considers and approval of the adjustment of the Company's salary scale and payroll system.<br>3. The Board of Directors implements management work. |

| No. | Number Resolution | Date | Content |
|---|---|---|---|
| 43 | 18/2024/NQ-HĐQT-MTS | **28/11/2024** | 1. The Board of Directors considers and approval of the draft Plan and Operation Program of the Company's Board of Directors in 2025.<br>2. The Board of Directors considers and approval of the draft Internal Audit Work Plan of the Company in 2025.<br>3. The Board of Directors implements management work. |
| 44 | 19/2024/NQ-HĐQT-MTS | **18/12/2024** | 1. The Board of Directors reviews proposal No. 6133/TTr-MTS dated December 13, 2024 on the request for approval of the adjusted 2024 Investment Plan.<br>2. The Board of Directors reviews proposal No. 6109/TTr-MTS dated December 13, 2024 on the request for approval of the 2025 Investment Plan.<br>3. The Board of Directors reviews proposal No. 6039/TTr-MTS dated December 11, 2024 on the approval of a number of targets for the 2025 Production and Business Plan.<br>4. The Board of Directors reviews proposal No. 6141/TTr-MTS dated December 16, 2024 on the approval of the list of contracts and transactions signed between the Company and enterprises, major shareholders and related parties in 2025. |
| 45 | 20/2024/NQ-HĐQT-MTS | **18/12/2024** | The Board of Directors reviews proposal No. 6302/TTr-MTS dated December 19, 2024 on agreeing on the policy and approval of the Personnel Plan to appoint the Company's General Director. |
| 46 | 21/2024/NQ-HĐQT-MTS | **19/12/2024** | The Board of Directors reviews Proposal No. 6372/TTr-MTS dated December 23, 2024 of the Company General Director on the proposal to appoint the Company General Director. |
| 47 | 22/2024/NQ-HĐQT-MTS | **23/12/2024** | 1. Regarding the agreement to amend, supplement and issuance the Regulations on Document and Archive work of Vinacomin-Materials Trading JSC:<br>Reviewing Proposal No. 6393/TTr-MTS dated December 23, 2024 of the Company General Director on the issuance of the Regulations on Document and Archive work of Vinacomin-Materials Trading JSC.<br>2. The Board of Directors reviews and approval of the results of the implementation of the production and business plan for the fourth quarter of 2024 and the direction for the first quarter of 2025 of the Company.<br>3. The Board of Directors implements management work. |

## Appendix II
## DECISIONS OF THE BOARD OF DIRECTORS
*(Issued with Report No. 03 /BC-HDB-MTS dated April 2, 2025, of the Company's Board of Directors)*

| No. | Number Decision | Date | Content |
|---|---|---|---|
| 1 | 73/QĐ -MTS | **10/01/2024** | Regarding the approval of Company's 2024 Investment Plan |
| 2 | 74/Q□ -MTS | **10/01/2024** | Regarding adjustment of some targets of the Company's 2023 Production and Business Plan |
| 3 | 75/Q□ -MTS | **10/01/2024** | Regarding the temporary suspension of the 2024 business and production plan. |
| 4 | 333/Q□ -MTS | **05/02/2024** | Regarding the establishment of the Steering Committee and organization of the 2024 Annual General Meeting of Shareholders |
| 5 | 599/Q□ -MTS | **15/03/2024** | Regarding the approval of the List of Company Leadership Planning for the period 2025-2030 (after review and supplementation) |
| 6 | 716/Q□ -MTS | **28/03/2024** | Regarding the approval of the Salary Fund for implementation in 2023 |
| 7 | 717/Q□ -MTS | **28/03/2024** | Regarding the promulgating the Regulations on implementing democracy at the grassroots level at the Company |
| 8 | 718/Q□ -MTS | **28/03/2024** | Regarding the promulgating the Regulations on Business and Material Management in the Company |
| 9 | 996/Q□ -MTS | **26/04/2024** | Regarding the assignment of duties to Board of Directors members |
| 10 | 998/Q□ -MTS | **26/04/2024** | Regarding the issuance the plan for average short-term credit limit and some financial ratios in 2024 |
| 11 | 1552 /Q□ -MTS | **20/06/2024** | Regarding the assignment of production and business plan for 2024 |
| 12 | 1535 /Q□ -MTS | **20/06/2024** | Regarding the approval of the Project to restructure Vinacomin-Materials Trading JSC until 2025 |
| 13 | 1536 /Q□ -MTS | **20/06/2024** | Regarding the termination of operations of the Branch of Vinacomin-Materials Trading JSC-Hon Gai Materials Enterprise |
| 14 | 1537/Q□ -MTS | **20/06/2024** | Regarding the termination of operations of the Branch of Vinacomin-Materials Trading JSC-Cam Pha Materials Enterprise |
| 15 | 1538/Q□ -MTS | **20/06/2024** | Regarding the Termination of Operation of the Branch of Vinacomin-Materials Trading JSC- Transport and Stevedoring Enterprise |
| 16 | 1539/Q□ -MTS | **20/06/2024** | Regarding the restructuring of production organization (Restructuring the Petroleum Business Department, petroleum trading stations and petroleum retail stores of Cam Pha Materials Enterprise into Cam Pha Petroleum Department under Vinacomin-Materials Trading JSC) |
| 17 | 1540/Q□ -MTS | **20/06/2024** | Regarding the restructuring of production organization (Restructuring the Petroleum Business Department, petroleum trading stations and petroleum retail stores of Hon Gai Materials Enterprise into Ha Long Petroleum Department under Vinacomin-Materials Trading JSC) |
| 18 | 1541/Q□ -MTS | **20/06/2024** | Regarding the restructuring of production organization (Restructuring the Loading and Unloading Workshop and Port of the Transport and Stevedoring Enterprise into the Loading and Unloading Workshop and Port under Vinacomin-Materials Trading JSC) |
| 19 | 1542/Q□ -MTS | **20/06/2024** | Regarding the restructuring of production organization (Restructuring the Water Transport Workshop of the Transport and Stevedoring Enterprise into the Water Transport Workshop under Vinacomin-Materials Trading JSC) |
| 20 | 1543/Q□ -MTS | **20/06/2024** | Regarding the restructuring of production organization (Restructuring the Road Transport Workshop of Cam Pha Materials Enterprise and the Transport Business Station, the Petroleum Retail Department of Hon Gai Materials Enterprise into the Road Transport Workshop under Vinacomin-Materials Trading JSC) |
| 21 | 1544/Q□ -MTS | **20/06/2024** | Regarding the restructuring of production organization (Restructuring the Lubricant Factory Workshop and Laboratory of Cam Pha Materials Enterprise into Lubricant Production Workshop 12/11 under Vinacomin-Materials Trading JSC) |
| 22 | 1545/Q□ -MTS | **20/06/2024** | Regarding dividend payment in 2023 |
| 23 | 1552/Q□ -MTS | **20/06/2024** | Regarding the assignment of production and business plan for 2024 |
| 24 | 1555/Q□ -MTS | **20/06/2024** | Regarding personnel work |
| 25 | 1618/Q□ -MTS | **25/06/2024** | Regarding the assignment of duties to Board of Directors members |

| No. | Number Decision | Date | Content |
|---|---|---|---|
| 26 | 1619/Q□-MTS | **25/06/2024** | Regarding the renaming of the Director's Office |
| 27 | 1620/Q□-MTS | **25/06/2024** | Regarding the transfer of the Equipment and Materials Business Department |
| 28 | 1621/Q□-MTS | **25/06/2024** | Regarding the transfer of the Materials Business Department |
| 29 | 1622/Q□-MTS | **25/06/2024** | Regarding the reappointment of the Company Administration Officer cum Company Secretary. |
| 30 | 2676/Q□-MTS | **07/08/2024** | Regarding promulgating the Regulations on organizing legal activities in the Company |
| 31 | 2768/Q□-MTS | **09/08/2024** | Regarding promulgating the Regulations on organization and operation of inspection work in the Company |
| 32 | 3655/Q□-MTS | **26/09/2024** | Regarding promulgating the Land Management Regulations in the Company |
| 33 | 3656/Q□-MTS | **26/09/2024** | Regarding promulgating the Regulations on labor and salary management in the Company |
| 34 | 3657/Q□-MTS | **26/09/2024** | Regarding promulgating the Regulation on Management of Petroleum Supply and Trading Activities of the Company |
| 35 | 3658/Q□-MTS | **26/09/2024** | Regarding promulgating the Regulations on Business and Material Management in the Company |
| 36 | 3659/Q□-MTS | **26/09/2024** | Regarding promulgating the Regulations on the operation of the Military Command Board in the Company |
| 37 | 3660/Q□-MTS | **26/09/2024** | Regarding promulgating the Regulation on assignment and management of business expenses in the Company |
| 38 | 4015/Q□-MTS | **16/10/2024** | Regarding the approval of officials to travel abroad |
| 39 | 4223/Q□-MTS | **25/10/2024** | Regarding promulgating the Company's Investment and Construction Management Regulations |
| 40 | 4222/Q□-MTS | **25/10/2024** | Regarding promulgating the Company's financial management regulations |
| 41 | 4386/Q□-MTS | **04/11/2024** | Regarding promulgating the Regulations on management and use of the Company's reward fund and welfare fund |
| 42 | 4388/Q□-MTS | **04/11/2024** | Regarding promulgating the Company's Personnel Management Regulations |
| 43 | 4389/Q□-MTS | **04/11/2024** | Regarding promulgating the Regulations on exit management for officers and employees in the Company |
| 44 | 4955/Q□-MTS | **28/11/2024** | Regarding promulgating the Company's salary scale and payroll system |
| 45 | 4956/Q□-MTS | **28/11/2024** | Regarding promulgating the Regulation on salary, remuneration and bonus for Business Managers in the Company. |
| 46 | 4957/Q□-MTS | **28/11/2024** | Regarding promulgating the Company's Payment Regulations with Customers |
| 47 | 4958/Q□-MTS | **28/11/2024** | Regarding promulgating the Regulations on financial supervision and performance evaluation of the Company |
| 48 | 4959/Q□-MTS | **28/11/2024** | Regarding promulgating the Debt Management Regulations of Vinacomin-Materials Trading JSC |
| 49 | 4960/Q□-MTS | **28/11/2024** | Regarding promulgating the Regulations on management and use of fixed assets in the Company |
| 50 | 4962/Q□-MTS | **28/11/2024** | Regarding promulgating the Company's regulations on capital mobilization, capital use and guarantees |
| 51 | 5100/Q□-MTS | **02/12/2024** | Regarding the new salary arrangement, Comrade Ta Quang Tuan |
| 52 | 5101/Q□-MTS | **02/12/2024** | Regarding the new salary arrangement, Comrade Ninh Thi My Nga |
| 53 | 5102/Q□-MTS | **02/12/2024** | Regarding the new salary arrangement, Comrade Nguyen Van Tuan |
| 54 | 5103/Q□-MTS | **02/12/2024** | Regarding the new salary arrangement, Comrade Nguyen The Hung |
| 55 | 5104/Q□-MTS | **02/12/2024** | Regarding the new salary arrangement, Comrade Hoang Xuan Tung |
| 56 | 5105/Q□-MTS | **02/12/2024** | Regarding the new salary arrangement, Comrade Hoang Mai Phuong |
| 57 | 6186/Q□-MTS | **17/12/2024** | Regarding the temporary assignment of the Company's 2025 production and business plan |
| 58 | 6187/Q□-MTS | **17/12/2024** | Regarding Approval of the Company's Adjusted Investment Plan for 2024 |
| 59 | 6188/Q□-MTS | **17/12/2024** | Regarding approval of the Company's 2025 Investment Plan |
| 60 | 6189/Q□-MTS | **17/12/2024** | Regarding Issuing the Company's Internal Audit Plan for 2025 |
| 61 | 6666/Q□-MTS | **30/12/2024** | Regarding promulgating the Regulations on Document and Archive work of the Company |

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

THE SOCIALIST REPUBLIC OF VIETNAM
**Independence - Freedom - Happiness**

No: **04** /BC-HĐQT-MTS

*Ha Long, April 3, 2025*

# REPORT
## Settlement of remuneration, allowances, and salaries for members of the Board of Directors and the Board of Supervisors in 2024
## Plan for remuneration, allowances, and salaries for the Board of Directors and the Board of Supervisors in 2025

To: The General Meeting of Shareholders of Vinacomin - Materials Trading JSC

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020.*

*Pursuant to the Charter on Organization and Operation of Vinacomin - Materials Trading JSC.*

*Pursuant to Circular No. 28/2016/TT-BLĐTBXH of the Ministry of Labor, War Invalids, and Social Affairs guiding the implementation of Decree No. 53/2016/ND-CP on salaries, remuneration, and bonuses for companies with state-controlled capital contribution;*

The Board of Directors hereby reports on the Settlement of Remuneration, Allowances, and Salaries for members of the Board of Directors and the Board of Supervisors in 2024 and the Plan for Remuneration, Allowances, and Salaries for the Board of Directors and the Board of Supervisors in 2025, as follows:

**1. Report on remuneration of Board of Directors and Supervisory Board in 2024:**

Pursuant to Resolution No. 01/24/NQ-ĐHĐCĐ of the 2024 Annual General Meeting of Shareholders of Vinacomin - Materials Trading JSC dated June 20, 2024.

Pursuant to the business performance results of 2024, the Company finalizes the remuneration, allowances, and salaries for members of the Board of Directors and the Board of Supervisors for 2024, as follows:

- Remuneration for members of the Board of Directors and the Board of Supervisors:

| Title | Number | Monthly planned remuneration (VND) | Actual remuneration for the year (VND) |
|---|---|---|---|
| Chairman of the Board of Directors:<br>*1. Pham Dang Phu: 12 months;* | 01 | 5.140.000 | 61.680.000 |
| Head of the Board of Supervisors:<br>*1. Tran Thanh Tung: 12 months;* | 01 | 4.580.000 | 54.960.000 |
| Member of the Board of Directors:<br>*1. Ta Quang Tuan: 12 months;*<br>*2. Le Dung: 12 months;*<br>*3. Nguyen The Hung: 4 months;*<br>*4. Pham Van Hien: 6 months;*<br>*5. Dang Hoai Nam: 6 months* | 05 | 4.380.000 | 175.200.000 |
| Member of the Board of Supervisors:<br>*1. Hoang Kien: 12 months;*<br>*2. Pham Thi Ngoc Bich: 12 months;* | 02 | 4.380.000 | 105.120.000 |
| **Total** | **09** | | **396.960.000** |

- Salary of full-time members of the Board of Directors:

| Title | Number | Planned monthly salary *(VND)* | Actual salary for the year *(VND)* |
|---|---|---|---|
| Full-time member of the Board of Directors: *Nguyen The Hung: 8 months;* | 01 | 32.850.000 | |
| | | Manager's salary settlement increasing based on profit = 7% | 281.156.000 |

* Total remuneration and salary paid to the Board of Directors and Board of Supervisors of the Company: 678,116,000 VND.

**2. Plan for remuneration, salary, allowances, and other benefits for the Board of Directors and the Board of Supervisors in 2025:**

Pursuant to Decision No. 1471/QD-TKV dated August 14, 2024 of Vietnam National Coal and Mineral Industries Group - Vinacomin on guidelines for salary payment mechanisms and salary levels based on job positions applicable within Vinacomin;

Pursuant to Official Dispatch No. 6636/TKV-KH dated November 26, 2024 of Vietnam National Coal and Mineral Industries Group - Vinacomin on notification of key business plan targets for 2025;

Pursuant to the Company's labor and salary management regulations, the Board of Directors proposes the salary, allowance, and remuneration payments for the positions of the Board of Directors and the Board of Supervisors in 2025 as follows:

| TT | Title | Number (people) | Contractual Salary for One Month (VND) | Monthly Remuneration (VND) |
|---|---|---|---|---|
| **I** | **Board of Directors** | **05** | | |
| 1 | Chairman | 1 | | 5.140.000 |
| 2 | Concurrent member of the Board of Director | 2 | | 4.380.000 |
| 3 | Full-time Member of the Board of Directors | 1 | 32.850.000 | |
| 4 | Member of the Board of Directors | 1 | | 4.380.000 |
| **II** | **Board of Control** | **03** | | |
| 1 | Head of the Board of Supervisors | 1 | | 4.580.000 |
| 2 | Member of the Board of Supervisors | 2 | | 4.380.000 |

** Full-time members of the Board of Directors receive the same salary as the Company's Deputy Director.*

***/ Payment method:**

- The Board of Directors' salary is advanced monthly at 80%. At the end of the year, based on the Company's business performance and the completion level of assigned tasks, the Company will settle the remaining amount for the Board of Directors' positions.

- Compensation:

+ For Board of Directors and Board of Supervisors members who concurrently hold positions within the Company, 80% of their concurrent position remuneration is temporarily paid monthly. At the end of the year, based on the Company's business performance and the level of task completion, the Company will settle the remaining remuneration for these positions.

+ For Board of Directors and Board of Supervisors members who concurrently represent the Group, the Company temporarily pays 80% of their concurrent position remuneration quarterly and transfers it to the Group's account. At the end of the year, based on business performance and task completion, the Company will settle the remaining remuneration and transfer it to the Group as per regulations.

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

***Recipient:***
- Shareholders of the Company (MTS Website);
- Party Committee, Board of Directors, Supervisory Board (e-copy);
- Board of Directors, Chief Accountant (e-copy)
- Departments, offices, and branches of the Company;
- Office, Board of Directors.

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

M.S.D.N: 5700100... C.T.C.P ★ CÔNG TY CỔ PHẦN VẬT TƯ - TKV ★ TP. HẠ LONG - T. QUẢNG NINH

**Pham Dang Phu**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

THE SOCIALIST REPUBLIC OF VIETNAM
**Independence - Freedom - Happiness**

No.: **03** /TTr-HĐQT-MTS

*Ha Long, April 2, 2025*

# PROPOSAL

**Regarding the approval of the list of signed contracts and transactions between the Company and enterprises, major shareholders and relevant persons in 2025**

To: General Meeting of Shareholders of Vinacomin - Materials Trading JSC

*Pursuant to Article 167 of the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly on June 17, 2020.*

*Pursuant to Clause 3, Article 280 and Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government "Detailing and guiding the implementation of a number of articles of the Law on Securities".*

*Pursuant to the Charter of organization and operation of Vinacomin - Materials Trading JSC approved by the General Meeting of Shareholders on June 20, 2024.*

*Pursuant to Resolution of the General Meeting of Shareholders No. 01/24/NQ-ĐHĐCĐ dated June 20, 2024 of Vinacomin - Materials Trading JSC.*

*Pursuant to Resolution No. 19/2024/NQ-HĐQT-MTS dated December 17, 2024 of the Company's Board of Directors.*

The Board of Directors of the Company respectfully reports and submits to the General Meeting of Shareholders for approval of the list of signed contracts, transactions between Company and enterprises, major shareholders and related persons in 2025. The implementation of contracts and transactions between Vinacomin - Materials Trading JSC and enterprises with related persons in 2025 as prescribed in Clause 2, Article 164 and Clause 1, Article 167 of the Law on Enterprises 2020 and Point r & s, Clause 2, Article 15, Point m, Clause 3, Article 27 of the Company's Charter of Organization and Operation, specifically as follows:

Currently, Mr. Pham Dang Phu, the capital manager of Vinacomin is the representative of Vinacomin's capital, participating in the Board of Directors and holding the position of Chairman of the Board of Directors of the Company. At the same time, Mr. Pham Dang Phu also holds positions in 03 enterprises: Chairman of the Board of Directors of Vinacomin - Mao Khe Mechanical JSC; Chairman of the Board of Directors of Vinacomin Transportation and Miner Commuting Service JSC; Chairman of the Board of Directors of Vinacomin - Tourism & Trading JSC.

Mr. Tran Thanh Tung, Capital Supervisor, Internal Board of Supervisors of Vinacomin was appointed by Vinacomin as Representative of Vinacomin to participate in the Board of Supervisors as Head of the Board of Supervisors of Vinacomin - Materials Trading JSC. At the same time, he is a member of the Board of Supervisors at the Branches of Vietnam Coal - Mineral Industries Group : Vinacomin - Hon Gai Coal Company, Vinacomin - Thong Nhat Coal Company, Vinacomin - Khe Cham Coal Company and Vietnam Coal and Minerals Hospital.

Mr. Nguyen Manh Toan, the representative of Vinacomin, participating in the Board of Directors and holding the position of Director of the Company. At the same time, Mr. Nguyen Manh Toan also holds a position at 01 enterprise: Member of the Board of Directors of Vinacomin - Tourism & Trading JSC.

Dai Van Phu Company Limited is a shareholder owning 10% or more of the total common shares of the Company.

Thus, apart from the affiliated units of Vinacomin, the above-mentioned units all have economic contract relationships and transactions because they belong to the Vietnam National Coal - Mineral Industries Group and share related parties. Therefore, according to Clause 2, Article 167 of the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and Clause 3, Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government on " Detailing and guiding the implementation of a number of articles of the Law on Securities" as well as the Charter on the Organization and Operation of Vinacomin - Materials Trading JSC approved by the General Meeting of Shareholders on June 20, 2024, and Resolution No. 19/2024/NQ-HĐQT-MTS dated December 17, 2024, of the Company's Board of Directors.

The Board of Directors requests that shareholders consider approving the policy for the Company to sign and execute contracts and transactions between Vinacomin - Materials Trading JSC and related enterprises and persons in accordance with the provisions of law and the Company's Charter of Organization and Operation. Specifically as follows:

| No. | Enterprises /Related person name | Address, Tax Code | Main content of expected contract, transaction |
|---|---|---|---|
| 1 | Vietnam National Coal and Mineral Industries Group - Vinacomin (Holding 51% of Charter Capital):<br>- Units under the Group: Vinacomin - Cam Pha Port & Logistics Company, Vinacomin - Da Bac Logistics Company, Vinacomin - Cuaong Coal Preparation Company, Cao Son Coal JSC,... and a number of Joint Stock Companies in which Vinacomin holds controlling shares. | No. 3, Duong Dinh Nghe, Yen Hoa, Cau Giay, Hanoi<br>Tax code: 5700100256 | Contract in principle for transporting coal by waterway, loading and unloading coal; buying and selling gasoline, lubricants, materials, ... |
| 2 | Vinacomin - Mao Khe Mechanical JSC(Chairman of MTS Board of Directors is Chairman of the Company's Board of Directors) | Mao Khe Ward,<br>Dong Trieu Town, Quang Ninh<br>Tax code: 5700 526478 | Service Contract |
| 3 | Vinacomin - Transportation and Miner Commuting Service JSC (Chairman of MTS Board of Directors is Chairman of the Company's Board of Directors) | Cam Son Ward,<br>Cam Pha City, Quang Ninh<br>Tax code: 5700 477326 | Principle contract for the purchase and sale of petroleum, lubricants, supplies, ... |
| 4 | Vinacomin Tourism and Trading JSC (Chairman of MTS Board of Directors is Chairman of the Company's Board of Directors; Company Director is a member of the Board of Directors) | Viet A Building, Duy Tan,<br>Cau Giay, Hanoi<br>Tax code: 0103005779 | Travel contract to organize vacation program |

| No. | Enterprises /Related person name | Address, Tax Code | Main content of expected contract, transaction |
|---|---|---|---|
| 5 | Vietnam Coal and Minerals Hospital (Head of Board of Supervisors) MTS is the Supervisor of the Company) | Lane 1, Phan Dinh Giot Street, Phuong Liet, Thanh Xuan, Hanoi<br>Tax code 5700100256-034 | Contract for providing health examination services... |
| 6 | Vinacomin - Hon Gai Coal JSC (Head of Board of Supervisors) MTS is the Supervisor of the Company) | 46 Doan Thi Diem, Bach Dang Ward, Ha Long City, Quang Ninh<br>Tax code 5700100256-002 | Principle contract for the purchase and sale of petroleum, lubricants, supplies, ... |
| 7 | Vinacomin - Thong Nhat Coal Company (Head of Board of Supervisors) MTS is the Supervisor of the Company) | No. 01, Le Thanh Nghi, Diem Thuy area, Cam Dong, Cam Pha, Quang Ninh<br>Tax code 5700101179 | Principle contract for the purchase and sale of petroleum, lubricants, supplies, ... |
| 8 | Vinacomin - Khe Cham Coal Company (Head of Board of Supervisors) MTS is the Supervisor of the Company) | Zone 6, Mong Duong Ward, Cam Pha City, Quang Ninh,<br>Tax code 5700100256-060 | Principle contract for the purchase and sale of petroleum, lubricants, supplies, ... |
| 9 | Dai Van Phu Company Limited (Shareholders owning 10% or more of total common shares) | Dakao, District 1, Ho Chi Minh City<br>Tax code 0304007430 | Contract for purchase of base oil and production additives lubricant |

To ensure that the signing of contracts and transactions between the Company and enterprises, major shareholders and related persons comply with the provisions of law and the Charter of the Company's organization and operation . The Board of Directors respectfully requests that the Company's shareholders consider and approve the following contents:

The General Meeting of Shareholders authorizes the Company's Director to sign and organize the implementation of contracts and transactions between the Company and related enterprises or persons in accordance with applicable laws. The Company's Director may further authorize the Deputy Directors or Branch Directors to sign and implement such contracts and transactions with related enterprises or persons where the transaction value exceeds 35% of the Company's total assets as stated in the most recent financial statements, provided that such transactions are conducted in a manner that safeguards the Company's interests (in accordance with Article 167 of the Law on Enterprises 2020), and shall bear full legal responsibility for the content of such authorization. The effective period for executing the above-mentioned contracts and transactions shall be from January 1, 2025, until further notice or change.

Board of Directors of Vinacomin - Materials Trading JSC respectfully request the Company's General Meeting of Shareholders to consider and approve the above content so that the Company can implement it in accordance with regulations./.

***Recipients:***
- Shareholders (MTS Website);
- Party Committee, BOD, BOS(e-copy);
- BOM, Chief Accountant (e-copy);
- Departments, workshops, and branches;
- Archived: Office, BOD.

**ON BEHALF OF THE BOD**
**CHAIRMAN**

CÔNG TY CỔ PHẦN VẬT TƯ - TKV
TP. HẠ LONG - T. QUẢNG NINH

**Pham Dang Phu**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP – VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

No: **06**/TTr-HĐQT-MTS

THE SOCIALIST REPUBLIC OF VIETNAM
**Independence - Freedom - Happiness**

*Ha Long, April 18, 2025*

# PROPOSAL
## Regarding the Addition of Business Lines and Amendments to the Company's Charter of Organization and Operation

To: General Meeting of Shareholders of Vinacomin - Materials Trading JSC

Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Charter of organization and operation of Vinacomin - Materials Trading JSC approved by the General Meeting of Shareholders on June 20, 2024.

Pursuant to the opinion of the Vietnam National Coal and Mineral Industries Group (Vinacomin) stated in Official Letter No. 2161/TKV-TCNS dated April 16, 2025 regarding the addition of business lines for the Company.

Pursuant to the Company's business operations, in order to expand business lines in compliance with the law and align with the Company's multi-sector development strategy, the Board of Directors respectfully submits the following matters for consideration and approval by the 2025 Annual General Meeting of Shareholders:

**I. The Addition of Business Lines**

**1. Current main business lines of the Company**

The company is currently operating with main business lines that generate revenue and employment, including:

- Supply of petrol
- Supply of materials
- Lubricant production
- Loading and unloading
- Water transport
- Road transport
- Labor protection garment

**2. Business lines according to business license**

| No. | Business lines | Business code |
|---|---|---|
| 1 | Wholesale of other machinery, equipment and spare parts | 4659 (Main) |
| 2 | Afforestation, forest care and forestry tree nursery | 0210 |
| 3 | Building a house for living | 4101 |
| 4 | Building a house not for living | 4102 |
| 5 | Agent, broker, auction of goods | 4610 |
| 6 | Manufacture of textile products (except apparel) | 1392 |
| 7 | Sewing clothes (except fur clothes) | 1410 |
| 8 | Retailing of food, beverages, cigarettes and tobacco accounts for a large proportion in general stores. | 4711 |
| 9 | Other retail in general merchandise stores | 4719 |
| 10 | Technical testing and analysis | 7120 |

| No. | Business lines | Business code |
|---|---|---|
| 11 | Repair and maintenance of means of transport (except cars, motorbikes, scooters and other motor vehicles) | 3315 |
| 12 | Retail sale of motor fuel in specialised stores | 4730 |
| 13 | Production of other chemical products not elsewhere classified | 2029 |
| 14 | Shipbuilding and floating structures | 3011 |
| 15 | Inland waterway freight transport | 5022 |
| 16 | Road freight transport | 4933 |
| 17 | Cargo handling | 5224 |
| 18 | Other support services related to transportation | 5229 |
| 19 | Direct support service activities for water transport | 5222 |
| 20 | Marine aquaculture | 0321 |
| 21 | Wholesale of other construction materials and installation equipment | 4663 |
| 22 | Site preparation | 4312 |
| 23 | Real estate business, land use rights of owners, users or tenants | 6810 |
| 24 | Short-term accommodation services | 5510 |
| 25 | Advertisement | 7310 |
| 26 | Market research and public opinion polling | 7320 |
| 27 | Sale of spare parts and accessories for automobiles and other motor vehicles | 4530 |
| 28 | General wholesale | 4690 |
| 29 | Wholesale of solid, liquid, gaseous fuels and related products | 4661 |
| 30 | Providing catering services under irregular contracts with customers | 5621 |
| 31 | Repair of machinery and equipment | 3312 |
| 32 | Electrical equipment repair | 3314 |
| 33 | Computer consulting and computer system administration | 6202 |
| 34 | Information technology services and other services related to computers | 6209 |
| 35 | Other specialized wholesale not elsewhere classified | 4669 |
| 36 | Warehousing and storage of goods | 5210 |

**3. The need for additional business lines**

The main products and services are all on the decline, so the annual production value of the Company does not increase but only remains at over 500 billion VND/year, the scale of production and business has no conditions to expand. Therefore, the Company is required to research, find markets, take advantage of available resources to open new industries to have conditions to increase production, increase revenue, production value, create jobs for employees and develop the business sustainably.

**4. Proposed business lines to be added to the Company's business line list**

**4.1. Business code 8299: Other remaining business support service activities not elsewhere classified**

Details: Export and import of minerals and agricultural products; Consignment import and export and direct import and export of materials, goods, machinery and equipment for tourism, production , business and life.

**4.2. Basis for proposing additional business lines:**

***Add Business code 8299***

Proactively sourcing materials, goods, machinery and equipment directly from international manufacturers, gradually not going through domestic agents and distributors, is a direction to help increase profits and efficiency in the Company's business operations.

To carry out the above business activities, the Company needs to add the business line code "Rental of machinery, equipment and other tangible goods without operators", "Other remaining business support service activities not classified elsewhere" to ensure the legal basis for expanding the field of production and business activities, helping to improve the sustainable production and business efficiency of the Company.

**II. Amendment and supplement to the Company Charter:**

Add to the list of business lines stated in Clause 2, Article 4 of the current Company Charter :

*+ Business code 8299: Other remaining business support service activities not elsewhere classified*

**III. Implementation:**

Through the assignment/authorization of the Director who is also the legal representative to carry out tasks related to changing the Company's business lines, including but not limited to the following tasks:

- Carry out procedures related to changing business lines at competent State agencies, including adjusting detailed content within the scope of Business and profession codes approved by the General Meeting of Shareholders in this submission.
- Carry out other tasks related to changing the Company's business lines in accordance with the provisions of law.

The Board of Directors of Vinacomin - Materials Trading JSC respectfully requests the General Meeting of Shareholders to consider and approve the above content to ensure a full legal basis for the Company's production and business activities.

Sincerely thanks./.

***Recipient:***
- Shareholders (MTS Website);
- Party Committee, BOD, BOS(e-copy);
- BOM, Chief Accountant (e-copy);
- Departments, workshops, and branches;
- Archived: Office, BOD.

**ON BEHALF OF THE BOD**
**CHAIRMAN**

CÔNG TY CỔ PHẦN VẬT TƯ - TKV

**Pham Dang Phu**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
VINACOMIN - MATERIALS TRADING JSC

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

# 2024 SUMMARY FINANCIAL STATEMENTS

## PART I: BALANCE SHEET

| No. | ASSETS | Code | 31/12/2024 | 01/01/2024 |
|---|---|---|---|---|
| **A** | **CURRENT ASSETS** | **100** | **495.468.685.098** | **531.168.709.209** |
| **I** | **Cash and cash equivalents** | **110** | **24.622.294.699** | **25.022.059.478** |
| 1 | Cash | 111 | 24.622.294.699 | 25.022.059.478 |
| **II** | **Short-term financial investments** | **120** | - | - |
| **III** | **Short-term receivables** | **130** | **338.764.164.866** | **308.272.686.213** |
| 1 | Short-term trade receivables | 131 | 337.489.507.103 | 307.826.512.202 |
| | - Within the Group | | 326.047.126.540 | 299.598.969.515 |
| | - Outside the Group | | 11.442.380.563 | 8.227.542.687 |
| 2 | Short-term prepayment to suppliers | 132 | 141.100.905 | 208.576.023 |
| | - Outside the Group | | 141.100.905 | 208.576.023 |
| 6 | Other short-term receivables | 136 | 1.133.556.858 | 237.597.988 |
| **IV** | **Inventories** | **140** | **124.706.062.160** | **189.307.345.255** |
| 1 | Inventories | 141 | 124.706.062.160 | 189.307.345.255 |
| **V** | **Other current assets** | **150** | **7.376.163.373** | **8.566.618.263** |
| 1 | Short-term prepaid expenses | 151 | 4.467.476.200 | 3.190.661.758 |
| 2 | Deductible value added tax | 152 | 2.668.902.218 | 4.564.804.953 |
| 3 | Taxes and other receivables from the State | 153 | 239.784.955 | 811.151.552 |
| **B** | **NON-CURRENT ASSETS** | **200** | **82.294.203.724** | **94.448.461.959** |
| I | Long-term receivables | 210 | 175.000.000 | 130.000.000 |
| 6 | Other long-term receivables | 216 | 175.000.000 | 130.000.000 |
| **II** | **Fixed assets** | **220** | **62.803.105.656** | **83.692.104.415** |
| 1 | Tangible fixed assets | 221 | 62.803.105.656 | 83.692.104.415 |
| | - Cost | 222 | 548.555.712.706 | 549.331.146.276 |
| | - Accumulated depreciation (*) | 223 | - 485.752.607.050 | - 465.639.041.861 |
| **III** | **Investment property** | **230** | | |
| **IV** | **Long-term assets in progress** | **240** | **9.285.946.000** | **2.874.462.448** |
| 2 | Construction in progress | 242 | 9.285.946.000 | 2.874.462.448 |
| **V** | **Long-term financial investments** | **250** | | |
| **VI** | **Other long-term assets** | **260** | **10.030.152.068** | **7.751.895.096** |
| 1 | Long-term prepaid expenses | 261 | 10.030.152.068 | 7.076.813.064 |
| 2 | Deferred income tax assets | 262 | | 675.082.032 |
| | **TOTAL ASSETS (270=100+200)** | **270** | **577.762.888.822** | **625.617.171.168** |

| No. | RESOURCES | Code | 31/12/2024 | 01/01/2024 |
|---|---|---|---|---|
| **A** | **LIABILITIES** | **300** | **401.420.984.213** | **447.481.889.499** |
| **I** | **Current liabilities** | **310** | **389.378.803.908** | **434.762.609.194** |
| 1 | Short-term trade payables | 311 | 218.655.759.428 | 285.880.553.205 |
| | - Within the Group | | 344.512.100 | 124.921.000 |
| | - Outside the Group | | 218.311.247.328 | 285.755.632.205 |
| 2 | Short-term advances from customers | 312 | 133.581.523 | 155.697.449 |
| | - Outside the Group | | 133.581.523 | 155.697.449 |
| 3 | Taxes and other payables to the State | 313 | 3.889.627.174 | 2.368.467.819 |
| 4 | Payables to employees | 314 | 38.724.557.437 | 39.037.680.440 |
| 5 | Short-term accrued expenses | 315 | 979.131.123 | 501.104.854 |
| 9 | Other short-term payables | 319 | 795.830.770 | 2.514.096.229 |
| 10 | Short-term borrowings and finance lease liabilities | 320 | 118.872.928.660 | 97.788.828.920 |
| 12 | Bonus and welfare fund | 322 | 7.327.387.793 | 6.516.180.278 |
| **II** | **Non-current liabilities** | **330** | **12.042.180.305** | **12.719.280.305** |

| No. | RESOURCES | Code | 31/12/2024 | 01/01/2024 |
|---|---|---|---|---|
| 8 | Long-term borrowings and finance lease liabilities | 338 | 12.042.180.305 | 12.719.280.305 |
| 13 | Scientific and technological development fund | 343 | | - |
| **B** | **OWNERS' EQUITY** | **400** | **176.341.904.609** | **178.135.281.669** |
| **I** | **Owners' equity** | **410** | **176.341.904.609** | **178.135.281.669** |
| 1 | Owners' equity | 411 | 150.000.000.000 | 150.000.000.000 |
| | - Ordinary shares with voting rights | 411a | 150.000.000.000 | 150.000.000.000 |
| | - Preference shares | 411b | | |
| 2 | Share premium | 412 | | |
| 3 | Conversion options on bond | 413 | | |
| 4 | Other capital of owners | 414 | | 8.960.446.091 |
| 5 | Treasury shares (*) | 415 | | |
| 6 | Asset revaluation differences | 416 | | |
| 7 | Foreign exchange differences | 417 | | |
| 8 | Development investment funds | 418 | 10.670.489.183 | 1.710.043.092 |
| 9 | Enterprise reorganization assistance fund | 419 | | |
| 10 | Other equity fund | 420 | | |
| 11 | Retained earnings | 421 | 15.671.415.426 | 17.464.792.486 |
| | *- Accumulated retained earnings brought forward* | 421a | 675.082.032 | 2.134.164.731 |
| | *- Retained earnings for the current year* | 421b | 14.996.333.394 | 15.330.627.755 |
| **II** | **Funding and other funds** | **430** | | |
| | **TOTAL RESOURCES (440=300+400)** | **440** | **577.762.888.822** | **625.617.171.168** |

**PART II: PROFIT AND LOSS**

| No. | ITEM | 2024 | 2023 |
|---|---|---|---|
| **1** | **Revenue from sales of goods and rendering of services** | **4.081.023.564.895** | **4.340.774.011.097** |
| | Revenue from sales of goods | 3.974.191.276.996 | 4.231.298.846.967 |
| | Revenue from rendering of services | 106.832.287.899 | 109.475.164.130 |
| **2** | **Revenue deductions** | **411.177.053** | **1.498.838.162** |
| **3** | **Net revenue from sales of goods and rendering of services** | **4.080.612.387.842** | **4.339.275.172.935** |
| 4 | Cost of goods sold | 3.903.530.029.385 | 4.170.043.164.664 |
| 5 | Gross profit from sales of goods and rendering of services | 177.082.358.457 | 169.232.008.271 |
| 6 | Financial income | 82.721.090 | 137.915.793 |
| 7 | Financial expenses | 7.264.784.810 | 10.217.952.347 |
| 8 | Selling expenses | 92.444.513.966 | 84.616.843.554 |
| 9 | General and administrative expenses | 55.124.359.351 | 65.131.962.876 |
| **10** | **Operating profit** | **22.331.421.420** | **9.403.165.287** |
| 11 | Other income | 1.204.015.886 | 10.590.737.773 |
| 12 | Other expenses | 3.963.893.788 | 575.437.223 |
| 13 | Other profit | - 2.759.877.902 | 10.015.300.550 |
| **14** | **Net profit before tax** | **19.571.543.518** | **19.418.465.837** |
| **15** | **Current Corporate income tax expenses** | **3.900.128.092** | **3.155.390.893** |
| **16** | **Deferred Corporate income tax expenses** | **675.082.032** | **932.447.189** |
| **17** | **Net profit after tax** | **14.996.333.394** | **15.330.627.755** |
| **18** | **Basis Earnings per share** | **1.000** | **1.022** |
| **19** | **Dividend** | **7%** | **7%** |

***Recipients:***
- Shareholders;
- BOD, BOS, BOM of the Company;
- Archived: BOD, Accounting and Finance Department, Office

**Accounting and Finance Department**
**Chief Accountant**

CÔNG TY CỔ PHẦN VẬT TƯ - TKV
M.S.D.N: 5700100767 - C.T.C.P
TP. HẠ LONG - T. QUẢNG NINH

**Hoang Xuan Tung**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP – VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

THE SOCIALIST REPUBLIC OF VIETNAM
**Independence - Freedom - Happiness**

No.: **04**/BC-HĐQT-MTS

*Ha Long, April 2, 2025*

# REPORT
## Dividend payment and profit distribution plan for 2024

To: General Meeting of Shareholders of Vinacomin - Materials Trading JSC

*Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly on June 17, 2020.*

*Pursuant to the Charter of organization and operation of Vinacomin - Materials Trading JSC approved by the General Meeting of Shareholders on June 20, 2024.*

*Pursuant to Resolution of the 2024 Annual General Meeting of Shareholders of Vinacomin - Materials Trading JSC No. 01/24/NQ-DHCD dated June 20, 2024;*

*Pursuant to the Company's audited 2024 Financial Statements;*

The Board of Directors of Vinacomin - Materials Trading JSC respectfully submits to the General Meeting of Shareholders for approval of the dividend payment and profit distribution plan for 2024 as follows:

| | |
|---|---|
| **1. Retained earnings in 2023:** | **675.082.032VND** |
| **2. Profit before tax in 2024:** | **19.571.543.518 VND** |
| Corporate income tax payment: | 3.900.128.09 VND |
| Deferred corporate income tax: | 675.082.032 VND |
| **3. Retained earnings for distribution:** | **15.671.415.426 VND** |
| a) Dividend payment (7%/charter capital): | 10.500.000.000 VND |
| b) Remaining profit after dividend payment: | 55.171.415.42 VND |
| + Extract from the Board of Management Bonus Fund: | 177.000.000 VND |
| + Extract from Reward and Welfare Fund: | 4.994.415.426 VND |

We respectfully request the General Meeting of Shareholders to consider and approve./.

***Recipients:***
- Shareholders (MTS Website);
- Party Committee, BOD, BOS(e-copy);
- BOM, Chief Accountant (e-copy);
- Departments, workshops, and branches;
- Archived: Office, BOD.

**ON BEHALF OF THE BOD**
**CHAIRMAN**

CÔNG TY CỔ PHẦN VẬT TƯ - TKV

**Pham Dang Phu**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP – VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

No.: **06** /BC-BKS

*Ha Long, April 2, 2025*

# BOARD OF SUPERVISORS REPORT

**Regarding the appraisal of the 2024 Income Statement, Financial Statements and Profit Distribution Plan of Vinacomin - Materials Trading JSC**

To: The 2025 Annual General Meeting of Shareholders of the Company

*Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly on June 17, 2020.*

*Pursuant to the Charter of organization and operation of Vinacomin - Materials Trading JSC approved by the General Meeting of Shareholders on June 20, 2024.*

*Pursuant to the Operating Regulations of the Company's Board of Supervisors issued in Decision No. 1102/QD-BKS, dated April 29, 2021.*

*Pursuant to the report on production and business results, financial statements for 2024, Report on dividend payment and profit distribution plan prepared by Vinacomin - Materials Trading JSC and Audit Report No. 030325.007/BCTC.KT3 dated March 3, 2025 of AASC Auditing Firm Company Limited on auditing the financial statements for 2024.*

The Company's Board of Supervisors has reviewed the Company's Income Statement, Financial Statements, and profit distribution plan for 2024. The Company's Board of Supervisors reports to the 2025 Annual General Meeting of Shareholders on the review results as follows:

**1. Income Statement and Financial Statements for 2024**:

- Accounting data and accounting entries, preparation and presentation of the Company's financial statements at the end of the fiscal year on December 31, 2024, the Company's financial statements are prepared in accordance with current Vietnamese accounting standards and regimes, as well as regulations and instructions of the Vietnam National Coal and Mineral Industries Group - Vinacomin.

- The Company's Board of Supervisors agrees with the audited figures of the Company's 2024 Financial Statements conducted by AASC Auditing Firm Company Limited.

**2. Some key business performance and financial indicators based on the 2024 Financial Statements are as follows:**

**2.1. Results of key business performance indicators**:

| NO. | INDICATORS | Unit | PLAN 2024 | ACTUAL 2024 | Percentage % |
|---|---|---|---|---|---|
| 1 | Main products | | | | |
| a | Supply services | | | | |
| | - Gasoline | 1000 liters | 3.840 | 4.205 | 109 |
| | - Diesel | 1000 liters | 187.500 | 186.495 | 99 |
| | - Lubricants, machine grease | 1000 liters | 1.555 | 1.489 | 96 |
| b | Port services | | | | |
| | - Loading and unloading | ton | 2.500.000 | 1.316.917 | 53 |
| | - Water transport | ton | 500.000 | 630.588 | 126 |
| c | Cominlub lubricant consumption | 1000 liters | 5.030 | 3.721 | 74 |
| 2 | Total revenue | millions VND | 4.173.380 | 4.081.899 | 98 |
| 3 | Production value | millions VND | 473.894 | 481.054 | 102 |
| 4 | Profit | millions VND | 18.250 | 19.572 | 107 |
| 5 | Average salary | 1000 VND/ person/month | 11.570 | 12.259 | 106 |
| 6 | Dividend payment | %/Regular Capital | 6÷8% | 7% | Achieved |

**2.2. Financial indicators**:

a) Financial indicators to evaluate profitability:

- Return on equity (ROE) in 2024 is 9,74%, down 0,36% YoY (10.1% in 2023).
- Return on Assets (ROA) in 2024 is 2,49%, up 0,5% YoY (1.99% in 2023).

b) Indicators to assess payment capacity:

- The debt payment capacity ratio as of December 31, 2024 is 1,27 times, an increase of 0,05 times compared to December 31, 2023, 0,1 times higher than the approved 2024 plan (Plan: 1.17 times, according to Document No. 2345/TKV-KTTC dated April 24, 2024 of Vinacomin and Decision No. 998/QD-MTS dated April 26, 2024 of the Board of Directors).

- Quick ratio as of December 31, 2024 is: 0,95 times, an increase of 0,17 times compared to December 31, 2023.

c) Indicators on debt balance:

- The debt-to-equity ratio as of December 31, 2024 is 2,23 times, down 0,24 times compared to December 31, 2023, 1,67 times lower than the approved 2024 plan (Plan: 3,9 times, according to Document No. 2345/TKV-KTTC dated April 24, 2024 of Vinacomin and Decision No. 998/QD - MTS dated April 26, 2024 of the Board of Directors).

d) Capital preservation and development.

- Equity:

+ Opening balance (January 1, 2024): 178.135 million VND
+ Increase in period: 14.996 million VND
+ Decrease in period: 16.789 million VND
+ Closing balance (December 31, 2024): 176.342 million VND

- Profit before tax in 2024 reached 19.572 million VND/2024 plan assigned 18,250 million VND, equal to 107% compared to the assigned plan.

*Evaluation:* After fulfilling its obligations to the State budget, the Company still ensures profitable production and business. In 2024, the Company has preserved and developed the investment capital of Vinacomin and shareholders in general at the Company.

**3. 2024 Profit Distribution Plan:**

Pursuant to the 2024 production and business results, Vinacomin - Materials Trading JSC is classified as a type B enterprise. The Company plans to distribute profits as follows:

| No. | Content | Unit | Value |
|---|---|---|---|
| 1 | Profit before tax 2024 | Million Dong | 19.572 |
| 2 | Profit after tax in 2024 | Million Dong | 14.996 |
| 3 | Remaining undistributed profit after tax in 2023 | Million Dong | 675 |
| 4 | Total remaining profit for distribution | Million Dong | 15.671 |
| 4.1 | Dividend payment (7%/ charter capital) | Million Dong | 10.500 |
| 4.2 | Extract from the Board of Management bonus fund | Million Dong | 177 |
| 4.3 | Bonus and Welfare Fund | Million Dong | 4.994 |

Above is the report on the results of the appraisal of the Income Statement, Financial Statements and Profit Distribution Plan of Vinacomin - Materials Trading JSC, the Company's Board of Supervisors reports and respectfully submits to the 2025 Annual General Meeting of Shareholders ./.

***Recipients:***
- As addressed;
- Board of Directors;
- Executive Management;
- Filed at: Company Office, Board of Supervisors.

**ON BEHALF OF THE BOS**
**HEAD**

CÔNG TY CỔ PHẦN VẬT TƯ - TKV

***Tran Thanh Tung***

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP – VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

No.: **07** /BC-BKS

*Ha Long, April 2, 2025*

# REPORT

## Self-assessment of the performance of the Board of Supervisors and Supervision of the activities of the Board of Directors and Board of Management of the Company in 2024

To: The 2025 Annual General Meeting of Shareholders of the Company

*Pursuant to the Law on Enterprises No. 59/20 20 / QH1 4 passed by the 14th National Assembly on June 17, 2020;*

*Pursuant to the Charter of organization and operation of Vinacomin - Materials Trading JSC, amended and supplemented on June 20, 2024;*

*Pursuant to the Operating Regulations of the Company's Board of Supervisors issued in Decision No. 1102/QD-BKS, dated April 29, 2021.*

The Company's Board of Supervisors reports to the General Meeting of Shareholders on the activities of the Board of Supervisors and the supervision of management activities of the Board of Directors and the Board of Executive Directors of the Company in 2024 as follows:

**1. Regarding the activities of the Board of Supervisors:**

In 2024, the Company's Board of Supervisors held 4 meetings.

+ The first meeting took place on March 11, 2024: Agree on the draft reports of the Board of Supervisors to submit to the 2024 Annual General Meeting of Shareholders, including: Report on the activities of the Board of Supervisors, results of supervision of the Board of Directors and Board of Management; Report on appraisal of the business performance report, financial statement, profit distribution plan for 2023; report proposing approval of the list of auditing organizations approved to audit the 2024 financial statements.

+ The second meeting was held on June 20, 2024: to elect the Head of the Board of Supervisors for the 2024-2029 term after being approved by the 2024 Annual General Meeting of Shareholders.

+ The third meeting was held on June 25, 2024: to assign tasks to members from July 1, 2024.

+ The fourth meeting took place on December 9, 2024: to evaluate the 2024 performance results and develop the 2025 Board of Supervisors's operational plan.

In addition, the Board meets quarterly to agree on the contents of the control minutes and review the Company's management and production and business activities. All Board members attend the meetings.

In 2024, the Company's Board of Supervisors performed its functions and duties as prescribed in the Enterprise Law and the Company's Charter. The Board established a control plan at the beginning of the year and quarter, assigning tasks to its members. The Board organized quarterly control of the Company's production and business performance and management aspects and agreed on the content of the monitoring results with the Company's Board of Directors, prepared reports on monitoring production and business performance, and monitoring management activities for the Board of Directors. The Company's Board of Directors reported quarterly to the Group with the correct content and time as prescribed.

In addition to implementing the control according to the Board's plan, the members of the Board of Supervisors also participate with the Company's specialized departments in periodically inspecting the units on revenue and cost management, and the contents of production and business management of the units in the Company. During and after the inspection, the Board of Supervisors has opinions stating the shortcomings in the management, production and business operations, financial management and accounting of the units for the Company to overcome.

Attend and contribute opinions at meetings of the Board of Directors, participate in the Company's interim and final meetings to promptly grasp the Company's production and business activities.

**2. Regarding the activities of the Board of Directors:**

In 2024, the Board of Directors of the Company has properly and fully performed its duties and responsibilities in accordance with the provisions of the Enterprise Law, the Company's Charter and the provisions of the Law. The Board of Directors has regularly directed and supervised the Company's operations to properly implement the Group's orientations and directions and the Resolutions of the Company's General Meeting of Shareholders. The Board of Directors has issued timely resolutions and decisions on the management and direction of production and business, investment and construction, labor and salary work, personnel work and issued the Company's management regulations, which have brought practical benefits to shareholders and employees in the Company.

In 2024, the Board of Directors held 21 meetings, issued 47 Resolutions and 61 Decisions to promptly direct and organize the implementation of tasks related to production and business activities under its authority.

The Board of Directors has maintained regular meetings to ensure the agenda, number of members attending the meeting and voting according to the law. The organization has properly performed the Board of Directors' supervisory function over the Director and other executive management staff of the Company.

**3. Regarding the activities of the Board of Management:**

The Board of Management has implemented the Resolutions of the General Meeting of Shareholders, the Resolutions of the Board of Directors of the Company, organized and directed the implementation of production and business activities, investment and construction plans, business arrangement, human resources work, taking care of jobs and lives of employees according to functions, tasks, and powers, in compliance with the laws of the State, regulations of the Group and regulations in the Charter of organization and operation of the Company.

In 2024, the Company still faced many difficulties in terms of competition mechanism, business conditions, business locations and the impact of the prolonged Russia-Ukraine military conflict, but the Board of Management proposed to the Board of Directors, as well as proactively had solutions on organizing production and business to maintain the market for goods and services, and prepare conditions for market expansion when there is an opportunity. At the same time, it has built and directed units to strengthen cost management, apply technology and information technology in management, thereby improving the efficiency of management and operations of the Company. In 2024, the Company basically completed the set plan, preserving the owner's capital.

**4. Report on the coordination of activities between the Board of Supervisors, the Board of Directors, the CEO and shareholders:**

The coordination between the Board of Supervisors and the Board of Directors and the Board of Management of the Company was carried out in accordance with the provisions of the Company's Charter on Organization and Operation. The functional departments and units also actively coordinated and provided records and documents according to the quarterly control plan or thematic requests, thus creating conditions for the Company's Board of Supervisors to complete its tasks.

In 2024, the Board of Supervisors did not receive any requests from shareholders holding shares of the Company regarding the activities of the Board of Directors and the Board of Management of the Company.

The Board of Supervisors has self-reviewed that it has implemented quarterly monitoring plans, prepared and reported monitoring reports in accordance with regulations, and completed its tasks in accordance with the Company's Charter. These results, in addition to the efforts of the Board of Supervisors members, also received the cooperation in work with a high sense of responsibility from the members of the Board of Directors, the Board of Management, functional departments, units and Shareholders in the Company.

Above is the Report on the Activities of the Board of Supervisors and the Report on monitoring the management activities of the Board of Directors and the Board of Management of Vinacomin - Materials Trading JSC, respectfully submitted to the 2025 Annual General Meeting of Shareholders.

Best regards!

***Recipients:***
- As addressed;
- Board of Directors;
- Executive Management;
- Filed at: Company Office, Board of Supervisors.

**ON BEHALF OF THE BOS**
**HEAD**

M.S.D.N: 5700100707 C.T.C.P CÔNG TY CỔ PHẦN VẬT TƯ - TKV TP. HẠ LONG T. QUẢNG NINH

***Tran Thanh Tung***

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP – VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

No.: **08**/TTr-BKS

*Ha Long, April 2, 2025*

**PROPOSAL**
**Regarding the Proposal for Approval of the List of Approved Auditing Firms to Conduct the Audit of the 2025 Financial Statements**

To: General Meeting of Shareholders of Vinacomin - Materials Trading JSC

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*
*Pursuant to Law on Securities No. 54/2019/QH14 dated November 26, 2019;*
*Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
*Pursuant to the Charter of organization and operation of Vinacomin - Materials Trading JSC approved by the General Meeting of Shareholders on June 20, 2024;*
*Pursuant to the Operating Regulations of the Company's Board of Supervisors issued in Decision No. 1102/QD-BKS, dated April 29, 2021;*
*Pursuant to Decision No. 2730/QD-BTC dated November 15, 2024 of the Ministry of Finance on approving auditing enterprises and practicing auditors to audit public interest entities in 2025.*
*Pursuant to Decisions No. 1257/QD-UBCK; 1255/QD-UBCK; 1262/QD-UBCK dated November 19, 2024 of the State Securities Commission on Approval for auditing organizations and practicing auditors to audit public interest entities in the securities sector in 2025.*

Board of Supervisors reports to the 2025 Annual General Meeting of Shareholders for approval of the list of auditing organizations approved to audit the Company's financial statements in 2025, including the following units:

**1. AASC Auditing Firm Company Limited:**
Business registration number: 0100111105.
Address: No. 1 Le Phung Hieu, Trang Tien Ward, Hoan Kiem District, Hanoi City.

**2. Vietnam Auditing and Valuation Company Limited (VAE)**:
Business registration number: 0101202228.
Address: 11th Floor, Song Da Building, 165 Cau Giay, Dich Vong Ward, Cau Giay District, Hanoi City, Vietnam.

**3. UHY Auditing and Consulting Company Limited**
Business registration number: 0102021062.
Address: 5th Floor (office floor) Tower B2 Roman Plaza Building, To Huu Street, Dai Mo Ward, Nam Tu Liem District, Hanoi City.

All 3 units were approved by the Ministry of Finance to audit public interest units in 2025 and by the State Securities Commission to audit public interest units in the securities sector in 2025 .

Based on the list of approved auditing firms, the 2025 Annual General Meeting of Shareholders authorizes the Board of Directors to decide on the selection of one of these firms to conduct the audit of the financial statements for the 2025 fiscal year, based on the terms and conditions agreed upon with the Board of Directors.

Respectfully submit to the 2025 Annual General Meeting of Shareholders for consideration and approval.

The Board of Supervisors respectfully reports./.

***Recipients:***
- Shareholders (MTS Website);
- Party Committee, BOD, BOS(e-copy);
- BOM, Chief Accountant (e-copy);
- Departments, workshops, and branches;
- Archived: Office, BOD.

**ON BEHALF OF THE BOS**
**HEAD**

CÔNG TY CỔ PHẦN VẬT TƯ - TKV

***Tran Thanh Tung***

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**Vinacomin - Materials Trading JSC**

No: **05** / TTr-HĐQT- MTS

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

*Ha Long, April 2, 2025*

# PROPROSAL
## Regarding the Dismissal of Board Members and the Nomination of Candidates for Mid-Term Board Elections
## To: Shareholders of Vinacomin - Materials Trading JSC

Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Company's Charter of Organization and Operation approved by the General Meeting of Shareholders on June 20, 2024;

Pursuant to Decision No. 62/QD-TKV dated January 14, 2025 of the Board of Directors of Vietnam National Coal - Mineral Industries Group on personnel change of Vinacomin Representative participating in the Board of Directors of Vinacomin - Materials Trading JSC.

Pursuant to Resolution No. 02/ 2025/NQ -HĐQT -MTS dated January 15, 2025 of the Company's Board of Directors.

Pursuant to Point c, Clause 1, Article 15 of the Company Charter. The Board of Directors (BOD) reports and proposes that the General Meeting of Shareholders approve the following contents:

**1. Dismissal of members of the Board of Directors for the third term (2024 ÷ 2029):**

Pursuant to the resignation letter dated January 15, 2025 of Mr. Ta Quang Tuan, pursuant to Resolution No. 02/ 2025/NQ-HĐQT -MTS dated January 15, 2025 of the Board of Directors.

Pursuant to Point c, Clause 1, Article 15 of the Company's Charter, the Board of Directors respectfully proposes that at the 2025 Annual General Meeting of Shareholders, Mr. Ta Quang Tuan be dismissed from the Board of Directors for the third term (2024 ÷ 2029).

**2. Approval of the election of 01 additional member of the Board of Directors for the third term (2024 ÷ 2029):**

Currently, the structure and composition of the Board of Directors of Vinacomin - Materials Trading JSC, term III (2024÷2029), is as follows:

| TT | Board Member | Position | Note |
|---|---|---|---|
| 1 | Pham Dang Phu | Chairman of the Board | Representative capital of TKV |
| 2 | Nguyen The Hung | Member of Board of Directors | TKV Representative |
| 3 | Le Dung | Member of Board of Directors, Chairman of Trade Union | Nomination |
| 4 | Dang Hoai Nam | Board of Directors | Nomination |

Regarding the structure and composition of the Board of Directors for the third term (2024÷2029): Currently, the Company's Board of Directors has 04 non-executive members, ensuring the structure as prescribed in Article 26 of the Company's Charter *(non-executive members of the Board of Directors must account for at least 1/3 of the total number of Board of Directors members).*

At present, the Board of Directors has four members following the resignation request of Mr. Ta Quang Tuan. Therefore, the Company needs to elect 01 additional member of the Board of Directors for the 3rd term (2024 ÷ 2029) to ensure the number of members as prescribed in Article 26, Company Charter (05 people).

The Board of Directors of Vinacomin - Materials Trading JSC respectfully requests the General Meeting of Shareholders to consider and approve.

Sincerely thanks./.

***Recipients:***
- Shareholders of the Company (MTS Website);
- Party Committee, Board of Directors, Supervisory Board (e-copy);
- Board of Directors, Chief Accountant (e-copy);
- Departments, offices, and branches of the Company;
- Office, Board of Directors.

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

M.S.D.N: 5700100707 - C.T.C.P ★ CÔNG TY CỔ PHẦN VẬT TƯ - TKV ★ TP. HẠ LONG - T. QUẢNG NINH

**Pham Dang Phu**

**Vinacomin - Materials Trading JSC**

# LIST OF CANDIDATES FOR ADDITIONAL ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS TERM III (2024 ÷ 2029 )

| No. | Full name | DATE OF BIRTH | POSITION, COMPANY | NUMBER OF SHARES OWNED | SHAREHOLDER NOMINATION |
|---|---|---|---|---|---|
| 1 | Nguyen Manh Toan | September 15, 1978 | Director of Vinacomin - Materials Trading JSC | 0 | TKV shareholders owning 51% of shares nominated |

* *Note:* "TKV": Vietnam National Coal and Mineral Industries Group - Vinacomin.

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
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*Ha Long, April 2, 2025*

# REGULATIONS ON NOMINATION, CANDIDACY, AND ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS VINACOMIN - MATERIALS TRADING JSC SESSION III TERM (2024 ÷ 2029) AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

*Pursuant to the Law on Enterprises No. 59/2020/QH14, approved by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020;*

*Pursuant to the Charter on the Organization and Operation of Vinacomin - Materials Trading JSC*

## Chapter I
## GENERAL PROVISIONS

**Article 1: Definitions/Abbreviations**

- Company: Vinacomin - Materials Trading Joint Stock Company
- BOD: Board of Directors
- OC: Organizing Committee
- AGM: Annual General Meeting of Shareholders
- Delegate: Shareholder, authorized representative

**Article 2: Chairman of the AGM**

The Chairman of the AGM is responsible for presiding over the election process, including:

- Introducing the list of nominees for the Board of Supervisors;
- Handling election-related complaints (if any).

**Article 3. Number, terms and standards for the Board of Directors**

1. Number of members to be elected : 01 (one) person.
2. Session III term : (2024 ÷ 2029)
3. Maximum number of BOD candidates : Unlimited
4. Standards for the Board of Directors candidates:

a) Being a Vietnamese citizen who meets the standards and conditions stipulated in Clause 1 and Clause 2 of Article 155 of the Law on Enterprises (Clause 1 and Clause 2 of Article 6 of the Regulations on the Operation of the Board of Directors of Vinacomin - Materials Trading JSC);

b) Possessing full legal capacity and not being restricted from enterprise management under Clause 2, Article 17 of the Law on Enterprises 2020;

c) Having professional qualifications and experience in business management or in the company's industry or business sector, and not necessarily being a shareholder of the company, unless otherwise stipulated by the company's Charter;

d) A member of the Board of Directors of the company may concurrently serve as a member of the Board of Directors of another company;

e) Being in good health, possessing ethical qualities, honesty, integrity, and legal knowledge;

f) Other conditions as stipulated in law and the company's Charter.

For a subsidiary in which the State holds a controlling interest as stipulated in Point B, Clause 1, Article 88 of the Law on Enterprises 2020, and for a subsidiary of a state-owned enterprise as stipulated in Clause 1, Article 88 of the Law on Enterprises 2020, members of the Board of Directors must not have family relationships with the Director, General Director, or other managers of the company; nor with the managers or individuals authorized to appoint the managers of the parent company.

**Article 4. Election Principles**

1. The election shall comply with legal regulations and the current Company's Charter, ensuring democracy and the legitimate rights of shareholders. Voting shall be conducted openly by secret ballot. Each ordinary share carries one voting right. The election rights, results, and voting calculations are based on the number of shares owned and authorized.

2. The Vote Counting Committee is nominated by the Chairman and approved by the AGM. The members of the Vote Counting Committee must not be included in the list of nominees or self-nominees for the Board of Directors.

## Chapter II
## REGULATIONS ON NOMINATION AND CANDIDACY

**Article 5. Conditions for Nominating the Board of Directors Members** *(Pursuant to Clause 2, Article 25 of the Company's Charter)*

Shareholders have the right to aggregate their voting rights to nominate candidates for the Board of Directors. Shareholders or shareholder groups holding from 10% to under 20% of the total voting shares may nominate one (01) candidate; from 20% to under 50% of the total voting shares may nominate up to two (02) candidates; from 50% to under 65% of the total voting shares may nominate up to three (03) candidates; 65% or more of the total voting shares may nominate a full number of candidates.

In cases where the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Corporate Governance Regulations, and the Regulations on Operation of the Board of Directors. Any additional candidates introduced by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes on the election of Board of Directors members, in compliance with legal regulations.

**Article 6. Required Application Documents for Nomination and Candidacy for the Board of Directors**

**6.1. Nomination Application for the Board of Directors** *(Application forms are available on the Company's website: https://vmts.vn/shareholder/dai-hoi-co-dong)*

Shareholders who meet the qualifications and conditions to be a member of the Board of Directors may submit an application for nomination or candidacy to be elected to the Board of Directors (Term III, 2024 – 2029). The required application documents include:

- Candidate Application Form for Nomination/Candidacy for the Board of Directors (Form 01);
- Candidate's resume completed by the candidate (Form 02);
- Meeting minutes of the Shareholder Group, if a group of shareholders submits the nomination (Form 03);

- One of the following identification documents: A copy of the Citizen ID Card / Confirmation of Residence Information, Passport (for overseas Vietnamese or foreign individuals);

- Copies of diplomas, certificates, and professional qualifications (if any);

- Documents confirming the ownership ratio of the shareholder/shareholder group, ensuring compliance with the nomination requirements stipulated in these regulations.

- Nominees and candidates for the Board of Directors are responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the information in their application.

- Only nomination or candidacy applications that meet all required conditions, and candidates who fulfill the necessary qualifications for Board of Directors membership, will be included in the official list announced at the General Meeting.

**6. 2. Location and Deadline for submitting Nomination Applications**

To facilitate the organization of the General Meeting, candidates are kindly requested to submit their applications before 10:00 AM on April 1, 2025, to the following address:

- Office of Vinacomin - Materials Trading Joint Stock Company, Group 1, Quarter 2 - Hong Ha District - Ha Long City - Quang Ninh Province.

- Telephone No.: 033.3695.899; Fax: 033.3634899 or Mobile: 0978.566.888 *(Ms. Hoang Mai Phuong - Company Secretary).*

- Deadline for dossier submission: 17:00, Thursday, April 28, 2025. After this deadline, if shareholders fail to nominate or self-nominate a sufficient number of candidates, or if the nominated candidates do not meet the required qualifications and conditions as prescribed, the incumbent Board of Directors shall, within its authority, nominate candidates in accordance with Clause 3, Article 274 of Decree 155/2020/ND-CP, which provides detailed regulations for the implementation of certain provisions of the Securities Law 2019, and Clause 3, Article 25 of the Company's Charter.

In case candidates are nominated by shareholder groups during the AGM, nomination applications must be submitted to the Secretariat before the election takes place.

Applications submitted to the Company after the stated deadline will be considered invalid. The Company will not accept or resolve any shareholder complaints regarding participation in the nomination or candidacy for the Board of Directors (Term III, 2024 - 2029).

**Article 7. Selection of Candidates**

Pursuant to the Nomination and Candidacy Applications submitted by shareholders/shareholder groups, the Organizing Committee of the General Meeting of Shareholders will compile a list of candidates who meet the eligibility criteria as prescribed, and present it to the General Meeting of Shareholders for the election of Board of Directors members. Only nomination/candidacy applications that fully meet the requirements, and candidates who satisfy the necessary qualifications to be a member of the Board of Directors, will be included in the official list of candidates announced at the General Meeting.

If the number of Board of Directors candidates, through nomination and candidacy, is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations in accordance with the mechanism specified in the Internal Regulation on corporate governance of the Company. The nomination mechanism or the method by which the incumbent Board of Directors nominates candidates must be clearly announced and approved by the General Meeting of Shareholders before the nomination process takes place.

## Chapter III
## ELECTION METHOD

**Article 8. Vote Counting Committee**

The Vote Counting Committee shall be nominated by the Organizing Committee and approved by the General Meeting of Shareholders.

The Vote Counting Committee is responsible for:

- Present the Regulations on Election for approval;
- Distribute ballots and provide completing instructions;
- Conducting the vote-counting process;
- Announcing the election results at the General Meeting.

Members of the Vote Counting Committee must not be included in the list of nominees or candidates for the Board of Directors.

**Article 9. Election Method**

The election will be conducted by equal and even cumulative voting (in accordance with Clause 3, Article 144 of the Law on Enterprises No. 59/2020/QH14):

Each delegate has a total number of votes equal to the total number of shares represented multiplied by the number of BOD members to be elected (01 person).

Delegates may allocate all their votes to a single candidate but cannot vote for more candidates than the number approved by the AGM.

If additional candidates are introduced on the day of the General Meeting, delegates may request a new ballot from the Vote Counting Committee and must return their original ballot before submitting their vote.

**Article 10: Voting Ballot**

**10.1. Content of the Ballot**

The voting ballot (Ballot) includes the delegate code, the total number of shares represented/ authorized, bearing the Company's official red seal.

Each delegate will be issued one (01) Board of Directors election ballot.Upon receiving the ballot, shareholders/authorized representatives must carefully review all the information printed on it. If any inaccuracies are identified, must be reported to the Vote Counting Committee.

**10.2. Instructions for completing the Ballot**

The ballot must be filled out according to the following guidelines:

- Delegates may vote for up to the maximum number of candidates allowed to be elected.
- If a delegate wishes to allocate all their votes to one or multiple candidates, they must mark the "Equal and even cumulative voting" box next to the corresponding candidates.

**Notes:**

If a delegate marks the "Equal and even cumulative voting " box and also writes a number in the "Number of Votes" box, the final vote count will be based on the number entered in the "Number of Votes" box.

**10.3. Validity and Invalidity of Voting Ballots**

- Valid Ballots: Follows the pre-printed template issued by the Organizing Committee, with no erasures, alterations, or additional markings beyond the designated fields. It must include the delegate's signature and full name.

- Invalid Ballots:

+ Ballots containing additional content;

+ Ballots filled out using a pencil;

+ Ballots where candidates' names have been crossed out.

+ Ballots that do not follow the official template issued by the Organizing Committee, lack the company's official seal or have been altered, erased, or contain unauthorized modifications.

+ Ballots where the number of selected candidates exceeds the number of BOD members approved for election by the General Meeting of Shareholders;

+ Ballot in which the total number of votes allocated to candidates by a shareholder or representative does not match the total number of votes they are entitled to cast.

+ Ballots are submitted after the Vote Counting Committee has unsealed the ballot box.

+ Ballots without the delegate's signature.

**10.4. Voting and Vote counting**

In case of any errors, delegates may contact the Vote Counting Committee to request a new ballot and must return the original ballot before casting their vote.

Delegates shall place their completed ballots into the sealed ballot box under the supervision of the Vote Counting Committee. Each ballot must bear the signature and full name of the delegate.

Once voting concludes, the vote-counting process shall be conducted under the supervision of the Board of Supervisors or a shareholder representative.

The Vote Counting Committee is responsible for preparing a vote-counting report, announcing the results, and assisting the Chairman in addressing any concerns or complaints raised by delegates (if any).

All ballots, after being counted, will be stored in accordance with the applicable regulations.

**10.5. Principles for Electing Candidates (Pursuant to Clause 3, Article 148 of the Law on Enterprises)**

The elected members of the BOD shall be determined based on the number of votes received, ranked in descending order, starting from the candidate with the highest number of votes until the required number of members is fulfilled.

In case two or more candidates receive the same number of votes for the final BOD position, a re-election will be conducted among those candidates.

If the first round of voting does not result in the required number of Board of Directors members, additional voting rounds shall be conducted until the required number of members is elected.

**Article 11. Preparation and Announcement of the Vote Counting Report**

After completing the vote-counting process, the Vote Counting Committee must prepare a Vote Counting Report. The full content of the Vote Counting Report must be announced before the General Meeting.

**Article 12. Handling of Complaints**

1. Concerns and complaints regarding the election process and vote counting shall be resolved by the Chairman of the AGM and recorded in the Meeting Minutes.

2. Each shareholder has the right to question the General Meeting regarding any election-related issues if they suspect violations of the Law on Enterprises or the Company's Charter.

## Chapter IV
## IMPLEMENTATION PROVISIONS

**Article 13: Implementation Provisions**

This Regulation consists of 4 chapters and 13 articles, is publicly read before the General Meeting, and takes immediate effect upon approval by the General Meeting of Shareholders.

Shareholders and authorized representatives attending the AGM must strictly comply with this Regulation. Any violations will be reviewed by the Chairman, who will determine appropriate actions in accordance with the Company's Charter and the Law on Enterprises, depending on the severity of the violation.

The General Meeting of Shareholders shall decide on any amendments or supplements to this Regulation./.

***Recipients:***
- Shareholders of the Company (MTS Website);
- Party Committee, Board of Directors, Supervisory Board (e-copy);
- Board of Directors, Chief Accountant (e-copy);
- Departments, offices, and branches of the Company;
- Office, Board of Directors.

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

M.S.D.N: 5700100... C.T.C.P ★ CÔNG TY CỔ PHẦN VẬT TƯ - TKV ★ TP. HẠ LONG - T. QUẢNG NINH

**Pham Dang Phu**

**APPENDIX**

## GUIDELINES FOR ELECTING ADDITIONAL MEMBERS TO THE BOARD OF DIRECTORS
**(For equal and even cumulative voting)**

1. **Types of Ballots:**

**Pink** Ballot: Used for electing Board of Directors members.

2. **Voting process:**

The Board of Directors election ballots must be placed into a sealed ballot box.

3. **Complete the Ballot:**

Each shareholder's total voting rights are calculated by multiplying the number of voting shares they own (including directly held and authorized shares) by the number of Board of Directors members to be elected.

Shareholders may distribute their total votes among multiple candidates or allocate all their votes to one or a few candidates. However, the total votes assigned must not exceed the shareholder's total voting rights.

4. **Example:**

**The General Meeting of Shareholders decides to elect one (01) Board of Directors members from a total of bốn (04) candidates. Shareholder Nguyen Van A holds 10,000 voting shares (including direct ownership and authorized shares). Therefore, Nguyen Van A's total number of votes is calculated as:**

10,000 shares x 1 = 10.000 votes

Shareholder Nguyen Van A may allocate votes as follows:

**Case 1:** Shareholder Nguyen Van A allocates all of their votes to one candidate.

| No. | Candidate's name | Equal and even cumulative voting | Number of Votes (per candidate) |
|---|---|---|---|
| 1 | Nguyen Van 1 | ☒ | |
| 2 | Nguyen Van 2 | ☐ | |
| 3 | Nguyen Van 3 | ☐ | |
| 4 | Nguyen Van 4 | ☐ | |

5. **Invalid Ballot**

Ballots that do not follow the prescribed format or do not bear the Company's official seal.

Ballots that have been altered, erased, modified, or include names that are incorrect or not on the list of candidates approved by the General Meeting of Shareholders before voting.

Ballots in which the total number of votes allocated to candidates exceeds the shareholder's total voting rights (including both directly owned and authorized shares).

| No. | Candidate's name | Equal and even cumulative voting | Number of Votes (per candidate) |
|---|---|---|---|
| 1 | Nguyen Van 1 | ☐ | 10,000 |
| 2 | Nguyen Van 2 | ☐ | 20,000 |
| 3 | Nguyen Van 3 | ☐ | 10,000 |

***Other cases as specified in the Regulations on Election.***

**VINACOMIN - MATERIALS TRADING JSC**

**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

# QUESTION FORM

**Delegate Name:..... CODE: .....**

**Or shareholder representative: ..... .....**

**Content of the question: ..... ..... .....**

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**Vinacomin-Materials Trading Joint Stock Company**
Address: Group 1, Zone 2, Hong Ha Ward, Ha Long City, Quang Ninh Province
Phone: 0203 3695899 | Fax: 0203 3634899 | Website: www.vmts.vn

**GENERAL MEETING OF SHAREHOLDERS**
**VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY**
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**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**
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*Ha Long, April 29, 2025*

# REPORT ON THE VERIFICATION OF SHAREHOLDER STATUS FOR PARTICIPATION IN THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

The Shareholder Verification Committee, appointed by the Organizing Committee of the General Meeting, is composed of the following members:

1. Mr. Vu Thanh Son – Head of the Human Resources Department – Head of the Committee
2. Ms. Nguyen Thi Thu Huong – Deputy Head of the Finance and Accounting Department – Member
3. Ms. Pham Thi Ngoc Bich – Member of the Board of Supervisors – Member

We have conducted the verification of shareholder eligibility in accordance with our assigned duties and hereby report to the General Meeting as follows:

- The total number of shares issued by the Company is 15,000,000 shares, owned by 787 shareholders.
- The total number of shareholders invited to attend the General Meeting of Shareholders is 787, holding 15.000.000 shares, representing 100% of the Company's voting shares.
- The total number of shareholders/proxies attending the General Meeting of Shareholders is **16** delegates, holding and representing **12.739.883** shares, equivalent to **84,93%** of the Company's voting shares.

Pursuant to the Law on Enterprises No. 59/2020/QH14, adopted by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020, and the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company as approved by the General Meeting of Shareholders on June 20, 2024.

Upon verification, all shareholders and authorized representatives of shareholders possess full legal capacity, civil act capacity, and are duly qualified to attend the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company.

The conditions for convening the Meeting have been fully satisfied.

The Shareholder Verification Committee respectfully reports to the General Meeting and requests the Chairperson to proceed with the conduct of the Meeting.

**ON BEHALF OF THE SHAREHOLDER VERIFICATION COMMITTEE**
**HEAD OF THE COMMITTEE**

CÔNG TY CỔ PHẦN VẬT TƯ - TKV
TP. HẠ LONG - T. QUẢNG NINH

**Vu Thanh Son**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES HOLDING CORPORATION LIMITED
**VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY**

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*Ha Long, April 29, 2025*

# MINUTES OF THE VOTING ON THE DISCUSSION MATTERS AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

—☆—

*Pursuant to the Law on Enterprises No. 59/2020/QH14, adopted by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on May 8, 2020.*

*Pursuant to the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company.*

*Pursuant to the Regulations on the Organization of the 2025 Annual General Meeting of Shareholders, approved at the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company.*

Today, at **10:30** AM on April 29, 2025, at the office of Vinacomin - Materials Trading Joint Stock Company, the vote-counting committee consisting of the following members:

- Mr. Vu Thanh Son – Head of the Human Resources Department – Head of the Committee
- Ms. Nguyen Thi Thu Huong – Deputy Head of the Finance and Accounting Department – Member
- Ms. Pham Thi Ngoc Bich – Member of the Board of Supervisors – Member

proceeded with the vote counting on the discussion matters at the meeting as follows:

**1. Number of shares and number of voting ballots:**

- Total number of voting shares: 15.000.000 shares
- Total number of shares participating in the Meeting: 12.739.883 shares
- Total number of voting ballots for the discussion matters: 12.739.883 ballots

**2. The items approved by vote:**

| No. | Content |
|---|---|
| 1 | The 2024 Business Production Results Report and the 2025 Business Production Plan |
| 2 | Proposal for the Approval of Key Targets Guiding the 2026-2030 Five-Year Plan |
| 3 | Report of the Board of Directors in 2024 on the governance and operational results of the Board of Directors and plans for 2025 |
| 4 | Report on final settlement of remuneration, allowances and salaries of members of the Board of Directors and Board of Supervisors in 2024 ; plan for payment of remuneration, allowances and salaries of the Board of Directors and Board of Supervisors in 2025 |
| 5 | Report on approval of the list of contracts and transactions between the Company and enterprises, major shareholders and related parties in 2025 |
| 6 | Proposal on the Addition of Business Lines and Amendments and supplements to the Charter of organization and operation of Vinacomin - Materials Trading Joint Stock Company |
| 7 | The audited 2024 Financial Statements (Summary) |

| No. | Content |
|---|---|
| 8 | Report on dividend payment and profit distribution plan for 2024 |
| 9 | Report of the Board of Supervisors on the appraisal of the report on production and business results, financial report for 2024, profit distribution plan of Vinacomin - Materials Trading JSC |
| 10 | The Self-assessment Report on the performance of the Board of Supervisors and supervision of the Board of Directors and the Board of Management of the Company in 2024 |
| 11 | The Report on the proposal to approve the list of audit organizations approved to conduct the audit of financial statements in 2025. |
| 12 | Proposal on the Dismissal of a Member of the Board of Directors and the Introduction of a Candidate for Additional Election to the Board of Directors of the Company During the Term |

**3. Kết quả biểu quyết thông qua:**

- Number of ballots issued: 17 ballots, corresponding to 12.739.883 voting ballots
- Number of ballots collected: 17 ballots, corresponding to 12.739.883 voting ballots
- Number of valid ballots: 17 ballots, corresponding to 12.739.883 voting ballots
- Number of invalid ballots: 0 ballots, corresponding to 0 voting ballots

| No. | Content | Approve | | Disapprove | | Abstain | |
|---|---|---|---|---|---|---|---|
| | | Number of voting ballots | Percentage % | Number of voting ballots | Percentage % | Number of voting ballots | Percentage % |
| 1 | The 2024 Business Production Results Report and the 2025 Business Production Plan | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 2 | Proposal for the Approval of Key Targets Guiding the 2026-2030 Five-Year Plan | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 3 | Report of the Board of Directors in 2024 on the governance and operational results of the Board of Directors and plans for 2025 | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 4 | Report on final settlement of remuneration, allowances and salaries of members of the Board of Directors and Board of Supervisors in 2024 ; plan for payment of remuneration, allowances and salaries of the Board of Directors and Board of Supervisors in 2025 | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 5 | Report on approval of the list of contracts and transactions between the Company and enterprises, major shareholders and related parties in 2025 | 2.439.883 | 100% | 0 | 0% | 0 | 0% |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| 6 | Proposal on the Addition of Business Lines and Amendments and supplements to the Charter of organization and operation of Vinacomin - Materials Trading Joint Stock Company | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 7 | The audited 2024 Financial Statements (Summary) | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 8 | Report on dividend payment and profit distribution plan for 2024 | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 9 | Report of the Board of Supervisors on the appraisal of the report on production and business results, financial report for 2024, profit distribution plan of Vinacomin - Materials Trading JSC | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 10 | The Self-assessment Report on the performance of the Board of Supervisors and supervision of the Board of Directors and the Board of Management of the Company in 2024 | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 11 | The Report on the proposal to approve the list of audit organizations approved to conduct the audit of financial statements in 2025. | 12.739.883 | 100% | 0 | 0% | 0 | 0% |
| 12 | Proposal on the Dismissal of a Member of the Board of Directors and the Introduction of a Candidate for Additional Election to the Board of Directors of the Company During the Term | 12.739.883 | 100% | 0 | 0% | 0 | 0% |

Pursuant to the current legal provisions and the results of the vote counting, the Election and Vote Counting Committee announces the items approved at the 2025 Annual General Meeting of Shareholders of the Company as follows:

The vote counting minutes were completed at **10:30** AM on April 29, 2025, and were announced at the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company./.

**SIGNATURES OF THE MEMBERS OF THE ELECTION AND VOTE COUNTING COMMITTEE**

**MEMBERS OF THE VOTE COUNTING COMMITTEE**

1. **Ms. Nguyen Thi Thu Huong:** .....
2. **Ms. Pham Thi Ngoc Bich:** .....

**HEAD OF THE VOTE COUNTING COMMITTEE**

**Vu Thanh Son**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES HOLDING CORPORATION LIMITED
**VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**
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*Ha Long, April 29, 2025*

# MINUTES OF THE VOTING FOR THE MEMBERS OF THE BOARD OF DIRECTORS, TERM III (2024–2029), AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

—☆—

*Pursuant to the Law on Enterprises No. 59/2020/QH14, adopted by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on May 8, 2020.*

*Pursuant to the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company.*

*Pursuant to the Regulations on the Nomination, Election, and Voting of Members to the Board of Directors of Vinacomin - Materials Trading Joint Stock Company, Term III (2024–2029), as approved at the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company.*

Today, at 10:45 AM on April 29, 2025, at the office of Vinacomin - Materials Trading Joint Stock Company, the Election and Vote Counting Committee consisting of the following members:

- Mr. Vu Thanh Son – Head of the Human Resources Department – Head of the Committee
- Ms. Nguyen Thi Thu Huong – Deputy Head of the Finance and Accounting Department – Member
- Ms. Pham Thi Ngoc Bich – Member of the Board of Supervisors – Member

proceeded with the vote counting for the election of members to the Board of Directors (BOD) of Vinacomin - Materials Trading Joint Stock Company, Term III (2024–2029), with the following details:

**1. Number of shares and number of voting ballots:**

- Total number of voting shares: 15.000.000 shares
- Total number of shares participating in the Meeting: 12.739.883 shares
- Total number of voting ballots for members of the Board of Supervisors: 12.739.883 ballots
- Total number of voting ballots for members of the Board of Directors: 12.739.883 ballots

**2. List of Board of Directors candidates approved by the General Shareholders' Meeting:**

| No. | List of Candidates |
|---|---|
| 1 | Mr. Nguyen Manh Toan |

**3. Result of the additional election of members to the Board of Directors, Term III (2024–2029):**

- Number of ballots issued: 16 ballots, corresponding to 12.739.883 voting ballots
- Number of ballots collected: 16 ballots, corresponding to 12.739.883 voting ballots
- Number of valid ballots: 16 ballots, corresponding to 12.739.883 voting ballots
- Number of invalid ballots: 0 ballots, corresponding to 0 voting ballots

*Election Results for Members of the Board of Directors:*

| No. | List of Candidates | Number of ballot papers | Number of voting ballots |
|---|---|---|---|
| 1 | Mr. Nguyen Manh Toan | 16 | 12.739.883 |
| | **Total** | | **12.739.883** |

**4. Announcement of the results:**

ursuant to the current legal provisions, the Regulations on Nomination, Election, and Voting approved at the General Meeting, and the results of the vote counting, the Election and Vote Counting Committee announces the elected candidates for members of the Board of Directors of the Company, Term III (2024–2029), as follows:

| No. | List of elected candidates | Approval results |
|---|---|---|
| 1 | Mr. Nguyen Manh Toan | 100% |

The vote counting minutes were completed at 10:45 AM on April 29, 2025, and were announced at the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company.

**SIGNATURES OF THE MEMBERS OF THE ELECTION AND VOTE COUNTING COMMITTEE**

**MEMBERS OF THE VOTE COUNTING COMMITTEE**

1. **Ms. Nguyen Thi Thu Huong:** .....

2. **Ms. Pham Thi Ngoc Bich:** .....

**HEAD OF THE VOTE COUNTING COMMITTEE**

**Vu Thanh Son**

VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

# LIST FOR VERIFICATION OF SHAREHOLDER ELIGIBILITY TO ATTEND THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS ON APRIL 29, 2025

| No. | Full name | Meeting code | Number of shares owned | Number of shares represented | Total voting shares | Proportion | Signature |
|---|---|---|---|---|---|---|---|
| 1 | Pham Dang Phu | | 0 | 7.650.000 | 7.650.000 | 51,00% | |
| 2 | Tran Thanh Tung | | 0 | 22.100 | 22.100 | 0,15% | |
| 3 | Nguyen Manh Toan | | | 256.355 | 256.355 | 1,7090% | |
| 4 | Ta Quang Tuan | | 163.298 | | 163.298 | 1,09% | |
| 5 | Nguyen The Hung | | 17.000 | | 17.000 | 0,11% | |
| 6 | Le Dung | | 5.200 | | 5.200 | 0,03% | |
| 7 | Dang Hoai Nam | | | 4.285.600 | 4.285.600 | 28,57% | |
| 8 | Nguyen Van Tuan | | 10.300 | 35.231 | 45.531 | 0,30% | |
| 9 | Ninh Thi My Nga | | 0 | 136.267 | 136.267 | 0,9084% | |
| 10 | Hoang Xuan Tung | | 1.100 | 14.400 | 15.500 | 0,10% | |
| 11 | Hoang Kien | | 3.200 | | 3.200 | 0,02% | |
| 12 | Pham Thi Ngoc Bich | | | 10.000 | 10.000 | 0,07% | |
| 13 | Vu Thanh Son | | 2.000 | 17.800 | 19.800 | 0,13% | |
| 14 | Tran Viet Thanh | | 5.000 | 7.200 | 12.200 | 0,08% | |
| 15 | Nguyen Van Toan | | 2.082 | 82.250 | 84.332 | 0,5622% | |
| 16 | Hoang Anh Vu | | 100 | 13.400 | 13.500 | 0,09% | |
| | **Add** | | | | **12.739.883** | **84,93%** | |

Pursuant to the Law on Enterprises and the Charter of Organization and Operation of TKV Materials Joint Stock Company, the 2025 Annual General Meeting of Shareholders of TKV Materials Joint Stock Company is legally, validly and qualified to be held.

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

No.: **2233**/QĐ-MTS

*Ha Long, April 29, 2025*

# DECISION
## Regarding the Assignment of the Business Production Plan for 2025 of Vinacomin - Materials Trading Joint Stock Company

## BOARD OF DIRECTORS
## VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

*Pursuant to the Charter of Organization and Operations of Vinacomin - Materials Trading Joint Stock Company.*

*Pursuant to Document No. 6636/TKV-KH dated November 26, 2024, from the General Director of Vietnam Coal and Mineral Group (TKV) regarding the Notification of Key Indicators for the 2025 Business Plan.*

*Pursuant to Decision No. 6186/QĐ-MTS dated December 17, 2024, from the Board of Directors of the Company regarding the temporary assignment of the 2025 business production plan.*

*Pursuant to Resolution No. 01/25/NQ-ĐHĐCĐ dated April 29, 2025, from the Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company.*

## DECISION:

**Article 1:** Assign the business production plan for 2025 of Vinacomin - Materials Trading Joint Stock Company. (Detailed in Appendix No. 01 and Appendix No. 02 attached).

**Article 2:** This decision shall take effect from the date of signing.

**Article 3:** The Board of Directors assigns the Company's General Director to develop an internal business production management plan and organize its implementation to ensure efficiency. At the same time, comply with the current regulations of the State, Vietnam Coal and Mineral Group (TKV), and the Company.

**Article 4:** The members of the Board of Directors, the General Director of the Company, the Chief Accountant, the Head of the Office, the Departments, Workshops, Branches, and other relevant individuals shall be responsible for implementing this Decision.

***Recipients***:
- *As stated in Article 4 (e-copy);*
- *Party Committee (e-copy, report);*
- *BOD of the Company (e-copy, report);*
- *General Director, Deputy General Directors, Chief Accountant (e-copy);*
- *BOS (e-copy);*
- *Trade Union, Youth Union, Veterans Union (e-copy);*
- *Departments, Workshops, Branches of the Company (e-copy);*
- *Archived: Office, Planning and Investment Department, Company Secretary.*

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

M.S.D.N: 5700[illegible] - C.T.C.P
CÔNG TY CỔ PHẦN VẬT TƯ - TKV
TP. HẠ LONG - T. QUẢNG NINH

**Pham Dang Phu**

**Appendix 01**

**SUMMARY OF THE KEY INDICATORS FOR THE BUSINESS PLAN 2025**

*(Attached to Decision No.: 2233/QĐ-MTS dated April 29, 2025, by the Board of Directors)*

| No. | INDICATORS | Unit | PLAN 2025 |
|---|---|---|---|
| **1** | **Main products** | | |
| a | Service supply | | |
| | - Diesel oil, gasoline, lubricants, machine grease | 1000 L | 185.410 |
| b | Port services | | |
| | - Loading and unloading | Ton | 1.600.000 |
| | - Water Transport | Ton | 600.000 |
| c | Cominlub lubricant consumption | 1000L | 4.000 |
| **2** | **Revenue** | **Mil. Dong** | **3.950.100** |
| 2.1 | Material Business | | 3.598.895 |
| 2.2 | Port services | | |
| | Loading and unloading | | 7.120 |
| | Water transport | | 32.471 |
| 2.3 | Lubricant production | | 252.387 |
| 2.4 | Transportation and other services | | 59.227 |
| **3** | **Cost of goods in circulation** | **Mil. Dong** | **3.479.000** |
| **4** | **Production value** | **Mil. Dong** | **471.100** |
| 4.1 | Material Business | Mil. Dong | 119.895 |
| 4.2 | Port services | | |
| | - Loading and unloading | Mil. Dong | 7.120 |
| | - Water transport | Mil. Dong | 32.471 |
| 4.3 | Lubricant production | Mil. Dong | 252.387 |
| 4.4 | Transportation and other services | Mil. Dong | 59.227 |
| **5** | **Total cost for the period** | **Mil. Dong** | **451.100** |
| 5.1 | Intermediary costs | Mil. Dong | 310.561 |
| 5.2 | Value added | Mil. Dong | 140.539 |
| | - Fixed Assets Management | Mil. Dong | 30.297 |
| | - Salary | Mil. Dong | 97.072 |
| | + Production and business salary | Mil. Dong | 94.691 |
| | + Manager salary | Mil. Dong | 2.381 |
| | - Social insurance, health insurance, unemployment insurance, union | Mil. Dong | 13.170 |
| **6** | **Profit** | **Mil. Dong** | **20.000** |
| * | **Return on equity** | **%** | **13%** |
| **7** | **Labor and wage guidelines** | | |
| | - Unit price of salary | 1000 VND/unit | 201 |
| | - Average labor | People | 650 |
| | - Average salary | 1000 VND/person/month | 12.445 |
| **8** | **Payment to the State Budget** | **In accordance with current regulations** | |

**Appendix No. 02**

**KEY LABOR AND SALARY PLAN INDICATORS FOR 2025**

*(Attached to Decision No.:2233/QĐ-MTS dated April 29, 2025, of the Board of Directors)*

**A. Labor Utilization Plan**

| No. | Indicator | Total | In which | | | Note |
|---|---|---|---|---|---|---|
| | | | Technology | Development and Investment | Management | |
| **1** | **Standard labor:** | **650** | **443** | **57** | **150** | |
| | - Company managers | 6 | | | 6 | |
| | - Workers | 644 | 443 | 57 | 144 | |
| **2** | **Newly recruited labor:** | | - | | - | |
| **3** | **Labor projected as of December 31, 2025** | 650 | 443 | 57 | 150 | |

**B. Salary Fund Utilization Plan**

| No. | Indicator | Unit | Total | Note |
|---|---|---|---|---|
| **1** | **Total salary fund** | **million dong** | **97.072** | |
| a | Company managers | " | 2.381 | Coefficient 1.5 compared to Decision 1471/QD-TKV |
| | Chairman (also General Director, Director) | " | | |
| | - Director | " | 445 | |
| | - Deputy Director, BOD's member | " | 1.577 | Including 03 Deputy Directors, 01 Board Member |
| | - Chief Accountant | " | 360 | |
| b | Workers | | 94.691 | |
| * | **Classified by sector:** | | | |
| | - Coal production | million dong | | |
| | - Other production | " | 97.072 | |
| **2** | **Average salary:** | **1000 VND/person/month** | **12.445** | |
| | - Company managers | | 33.075 | |
| | - Workers | | 12.253 | |

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence - Freedom - Happiness**

No.: **2235** /QĐ-MTS

*Ha Long, April 29, 2025*

# DECISION
## On the Payment of Dividends for the Year 2024

## BOARD OF DIRECTORS
## VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

*Pursuant to the Charter on the Organization and Operations of Vinacomin - Materials Trading Joint Stock Company.*

*Pursuant to the Resolution of the Annual General Meeting of Shareholders in 2025, No. 01/25/NQ-AGM dated April 29, 2025, of Vinacomin - Materials Trading Joint Stock Company.*

## DECISION

**Article 1:** The dividend payment for the year 2024 of Vinacomin - Materials Trading Joint Stock Company is as follows:

- Securities Name: Vinacomin - Materials Trading Joint Stock Company Shares
- Securities Type: Common Shares
- Securities Code: **MTS**
- Last Registration Date: **May 28, 2025**
- Stock Exchange: UPCOM
- Nominal Value: 10,000 VND/share
- Dividend Rate: 7% per share (700 VND per share)
- Payment Method: Cash
- Payment Date: **June 18, 2025**

**Article 2:** The Company's General Director is tasked with organizing and carrying out the procedures for dividend payment to shareholders in accordance with the applicable laws.

**Article 3:** The members of the Board of Directors, the Management Board of the Company, the Chief Accountant, the Chief of Office, the Departments, Workshops, Branches, and relevant individuals shall be responsible for implementing this Decision./.

***Recipients:***
- *As per Article 3 (e-copy);*
- *SSC (via IDS Pro, report);*
- *HNX (via CIMS, report);*
- *BOD, BOS, Party Committee, Trade Union (e-copy);*
- *Departments, Workshops, Branches (e-copy);*
- *Archived: Office, Accounting Department, Company Secretary.*

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

CÔNG TY CỔ PHẦN VẬT TƯ - TKV

**Pham Dang Phu**

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES GROUP - VINACOMIN
**VINACOMIN - MATERIALS TRADING JSC**

No.: **2234**/QĐ-MTS

**THE SOCIALIST REPUBLIC OF VIETNAM**
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*Ha Long, April 29, 2025*

# DECISION
## Regarding the Approval of Key Indicators for the 5-Year Plan 2026–2030 Vinacomin - Materials Trading Joint Stock Company

## BOARD OF DIRECTORS
## VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

*Pursuant to the Charter on the Organization and Operations of Vinacomin - Materials Trading Joint Stock Company,*

*Pursuant to Notification No. 1156/TKV-KH dated March 5, 2025, from the Vietnam Coal and Mineral Group regarding the announcement of the main indicators for the 5-year plan 2026–2030,*

*Pursuant to Resolution No. 01/25/NQ-AGM dated April 29, 2025, from the Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company.*

## DECISION:

**Article 1:** Approve the main indicators for the 5-year plan 2026÷2030 of Vinacomin - Materials Trading Joint Stock Company (detailed Appendix attached).

**Article 2:** This decision shall take effect from the date of signing.

**Article 3:** The Board of Directors delegates the CEO to annually develop a plan for the internal operation of production and business, ensuring its effective implementation. At the same time, compliance with the current regulations of the State, TKV Group, and the Company is required.

**Article 4:** The members of the Board of Directors, the Board of Management, the Chief Accountant, the Head of the Office, the Departments, Workshops, Branches, and relevant individuals shall implement this decision./.

***Recipients:***
- *As per Article 4 (e-copy);*
- *Party Committee (e-copy, report);*
- *Board of Directors (e-copy, report);*
- *Director, Deputy Directors, Chief Accountant (e-copy);*
- *Board of Supervisors (e-copy);*
- *Labor Union, Youth Union, Veterans Association (e-copy);*
- *Departments, Workshops, Branches of the Company (e-copy);*
- *Archive: Office, Planning and Investment Department, Company Secretary.*

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

CÔNG TY CỔ PHẦN VẬT TƯ - TKV

**Pham Dang Phu**

**Appendix**

**SUMMARY OF THE 5-YEAR BUSINESS PLAN DIRECTION FOR 2026÷2030**

*(Issued together with Decision No:2234/QĐ-MTS dated April 29, 2025, of the Board of Directors)*

| No. | INDICATORS | Unit | Five-Year Plan | | | | | Five-Year Total |
|---|---|---|---|---|---|---|---|---|
| | | | 2026 | 2027 | 2028 | 2029 | 2030 | |
| **1** | **Labor - Wages** | | | | | | | |
| | - Standard labor | People | 630 | 610 | 590 | 570 | 550 | |
| | - Average wage | 1000 VND/person/ month | 12.950 | 13.434 | 13.947 | 14.252 | 15.141 | |
| **2** | **Total Revenue** | million dong | **4.013.603** | **3.931.824** | **3.949.893** | **3.768.770** | **3.689.519** | **19.353.609** |
| | Revenue from other business operations | million dong | 4.013.603 | 3.931.824 | 3.949.893 | 3.768.770 | 3.689.519 | **19.353.609** |
| **3** | **Total Profit** | million dong | **20.200** | **20.416** | **20.605** | **20.868** | **21.020** | **103.109** |
| | Total Profit | million dong | 20.200 | 20.416 | 20.605 | 20.868 | 21.020 | **103.109** |

**THE SOCIALIST REPUBLIC OF VIETNAM**
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*Ha Long, April 29, 2025*

# INFORMATION DISCLOSURE FORM

**Kindly to: - State Securities Commission of Vietnam**
**- Hanoi Stock Exchange**

1/ Full Name: NGUYEN MANH TOAN
2/ Gender: Male
3/ Date of Birth: September 15, 1978
4/ Place of Birth: Hai Phong
5/ ID/Passport Number: 031078005554
Date of Issue: June 25, 2021
Issued by: Department of Police Administration for Social Order
6/ Nationality: Vietnamese
7/ Ethnicity: Kinh
8/ Permanent Address: Group 2, Zone 7A, Hong Hai Ward, Ha Long City, Quang Ninh Province
9/ Phone Number: 0912669299
10/ Email Address: nguyentoantkv@gmail.com
11/ Name of the organization required to disclose information: Vinacomin - Materials Trading Joint Stock Company
12/ Current Position at the Organization required to disclose information: Member of the Board of Directors, General Director of Vinacomin - Materials Trading Joint Stock Company, Legal Representative of the Company.
13/ Positions held at other organizations: None
14/ Number of Shares Held: 0, representing 0% of the charter capital, of which:
Representing (name of the organization as state-owned/strategic shareholder/other organization): 0
Individual ownership: 0
15/ Holding Commitments (if any): None

16. List of affiliated persons of declarant*:

| No. | Securities symbol | Name | Securities trading accounts (if available) | Position at the company (if available) | Relationship with the company/ internal person | Type of documents (ID/Passport/ Business Registration Certificate) | NSH No. | Date of issue | Place of issue | Address l Head office address | Number of shares owned at the end of the period | Percentage of shares owned at the end of the period | Time the person became an affiliated person/ internal person | Time the person ceased to be an affiliated person/ internal person | Reasons (when arising changes related to sections of 13 and 14) | Notes (i.e. not in posession of a NSH No. and other notes) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 |
| 1 | | Nguyen Thanh Diem | | | Father | | | | | | | | 15/01/2025 | | | |
| 2 | | Pham Thi Hoa | | | Mother | | | | | | | | 15/01/2025 | | | |
| 3 | | Pham Thi To Mai | | | Wife | | | | | | | | 15/01/2025 | | | |
| 4 | | Nguyen Quoc Tuan | | | Son | | | | | | | | 15/01/2025 | | | |
| 5 | | Nguyen Tuan Phuc | | | Son | | | | | | | | 15/01/2025 | | | |
| 6 | | Nguyen Hai Thanh | | | Brother | | | | | | | | 15/01/2025 | | | |
| 7 | | Hoang Thi Don | | | Wife's mother | | | | | | | | 15/01/2025 | | | |
| 8 | | Pham Hai Nam | | | Wife's brother | | | | | | | | 15/01/2025 | | | |
| 9 | | Pham Thi Nga | | | Wife's younger brother | | | | | | | | 15/01/2025 | | | |

17. Related interest with joint stock company (if any): None

18. Interest in conflict with joint stock company, public fund (if any): None

**I hereby certify that the information provided in this cv is true and correct and I will bear the full responsibility to the law.**

Ha Long, April 29, 2025

**Declarant**

*(Signature and full name)*

**NGUYEN MANH TOAN**



FORM 02

**THE SOCIALIST REPUBLIC OF VIETNAM**
**Independence – Freedom – Happiness**

# RESUME

*(For the Board of Directors candidates)*

1. Full name: NGUYEN MANH TOAN Gender: Male

2. Date of birth: 15/09/1978 Place of birth: Hai Phong

3. Nationality: Viet Nam

4. ID card/Citizen card/Passport No.): 031078005554 Date of issue: 25/6/2021

Place of issue: Department of Administrative Management of Social Order

5. Permanent residence: Group 2, Zone 7A, Hong Hai Ward, Ha Long City, Quang Ninh Province

6. Telephone number: 0912669299 Email: nguyentoantkv@gmail.com

7. Academic standard:12/12

8. Professional Qualification: Bachelor of Business Administration.

9. Current position in Company: Member of the Board of Directors, General Director of Vinacomin - Materials Trading Joint Stock Company, Legal Representative of the Company.

10. Positions in other companies: None

11. Number of owning shares 0 shares, accounting for 0% of charter capital.

12. Other owning commitments (if any): None.

13. List of affiliated persons of declarant*:

| No. | Securities symbol | Name | Securities trading accounts (if available) | Position at the company (if available) | Relationship with the company/ internal person | Type of documents (ID/Passport/ Business Registration Certificate) | NSH No. | Date of issue | Place of issue | Address l Head office address | Number of shares owned at the end of the period | Percentage of shares owned at the end of the period | Time the person became an affiliated person/ internal person | Time the person ceased to be an affiliated person/ internal person | Reasons (when arising changes related to sections of 13 and 14) | Notes (i.e. not in posession of a NSH No. and other notes) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 |
| **1** | | Nguyen Thanh Diem | | | Father | | | | | | | | 15/01/2025 | | | |
| **2** | | Pham Thi Hoa | | | Mother | | | | | | | | 15/01/2025 | | | |
| **3** | | Pham Thi To Mai | | | Wife | | | | | | | | 15/01/2025 | | | |
| **4** | | Nguyen Quoc Tuan | | | Son | | | | | | | | 15/01/2025 | | | |
| **5** | | Nguyen Tuan Phuc | | | Son | | | | | | | | 15/01/2025 | | | |
| **6** | | Nguyen Hai Thanh | | | Brother | | | | | | | | 15/01/2025 | | | |
| **7** | | Hoang Thi Don | | | Wife's mother | | | | | | | | 15/01/2025 | | | |
| **8** | | Pham Hai Nam | | | Wife's brother | | | | | | | | 15/01/2025 | | | |
| **9** | | Pham Thi Nga | | | Wife's younger brother | | | | | | | | 15/01/2025 | | | |

14. Related interest with joint stock company (if any): None
15. Interest in conflict with joint stock company, public fund (if any): None

**I hereby certify that the information provided in this cv is true and correct and I will bear the full responsibility to the law.**

Ha Long, April 29, 2025

**Declarant**

*(Signature and full name)*

**NGUYEN MANH TOAN**

Affiliated persons are stipulated in Article 4, clause 46 of the Law on Securities dated 26th Nov 2019

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*Ha Long, April 29, 2025*

# INFORMATION DISCLOSURE FORM

**Kindly to: - State Securities Commission of Vietnam**
**- Hanoi Stock Exchange**

1/ Full Name: Ta Quang Tuan
2/ Gender: Male
3/ Date of Birth: March 24, 1973
4/ Place of Birth: Lang Son
5/ ID/Passport Number: 020073000083
Date of Issue: October 5, 2022
Issued by: Department of Police
6/ Nationality: Vietnamese
7/ Ethnicity: Kinh
8/ Permanent Address: Group 11, Zone 9, Bai Chay Ward, Ha Long City, Quang Ninh Province
9/ Phone Number: 0913325285
10/ Email Address: quangtuantkv@gmail.com
11/ Name of the organization required to disclose information: VINACOMIN - Materials Trading Joint Stock Company
12/ Current Position at the Organization required to disclose information: None
13/ Positions held at other organizations: None

14/ Number of Shares Held: 163,298 shares, representing 1.09% of the charter capital, of which:

Representing (name of the organization as state-owned/strategic shareholder/other organization): 0

Individual ownership: 163,298 shares, representing 1.09% of the charter capital

15/ Holding Commitments (if any): None

16/ List of Related Persons of the Declarant*:

| *No.* | *Securities symbol* | *Name* | *Securities trading accounts (if available)* | *Position at the company (if available)* | *Relationship with the company/ internal person* | *Type of documents (ID/Passport/ Business Registration Certificate)* | *NSH No.* | *Date of issue* | *Place of issue* | *Address l Head office address* | *Number of shares owned at the end of the period* | *Percentage of shares owned at the end of the period* | *Time the person became an affiliated person/ internal person* | *Time the person ceased to be an affiliated person/ internal person* | *Reasons (when arising changes related to sections of 13 and 14)* | *Notes (i.e. not in posession of a NSH No. and other notes)* |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 |
| 1 | | Ta Quang Tien | | | Father | | | | | | | | | April 29, 2025 | | |
| 2 | | Nguyen Thi Nhien | | | Mother | | | | | | | | | April 29, 2025 | | |
| 3 | | Ta Quang Thanh | | | Younger brother | | | | | | | | | April 29, 2025 | | |
| 4 | | Nguyen Thi My | | | Sister in law | | | | | | | | | April 29, 2025 | | |
| 5 | | Ta Thi Thu Hop | | | Younger sister | | | | | | | | | April 29, 2025 | | |
| 6 | | Pham Van Trieu | | | Brother in law | | | | | | | | | April 29, 2025 | | |
| 7 | | Phan To Hang | | | Mother in law | | | | | | | | | April 29, 2025 | | |
| 8 | | Duong Le Ngoc | | | Wife | | | | | | | | | April 29, 2025 | | |
| 9 | | Ta Minh Phuong | | | Child | | | | | | | | | April 29, 2025 | | |
| 10 | | Ta Quang Duc | | | Child | | | | | | | | | April 29, 2025 | | |

17/ Related Interests with Public Companies or Public Funds (if any): None

18/ Conflicting Interests with Public Companies or Public Funds (if any): None

I hereby certify that the above statements are true and accurate. Should any of the information be found to be false, I accept full legal responsibility.

**DECLARANT**

**Ta Quang Tuan**



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**Independence - Freedom - Happiness**

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# RESUME

1. Full Name: Ta Quang Tuan Gender: Male
2. Date of Birth: March 24, 1973 Place of Birth: Lang Son
3. Nationality: Vietnamese
4. ID/Citizen Identification/Passport Number: 020073000083 Date of Issue: October 5, 2022 Issued by: Department of Police
5. Permanent Address: Group 11, Zone 9, Bai Chay Ward, Ha Long City, Quang Ninh Province
6. Contact Phone Number: 0913325285 Email: quangtuantkv@gmail.com
7. Educational Background: Completed 12/12 grade level
8. Professional Qualifications: Master of Business Administration
9. Current Position at VINACOMIN - Materials Trading Joint Stock Company: None
10. Positions currently held at other organizations: None
11. Number of Shares Held: 163,298 shares, representing 1.09% of the charter capital, of which:
12. Representing (State-owned/strategic shareholder/other organization): 0 shares

Individual ownership: 163,298 shares, representing 1.09% of the charter capital

Holding Commitments (if any): None

13. List of Related Persons of the Declarant*: None

| No. | Securities symbol | Name | Securities trading accounts (if available) | Position at the company (if available) | Relationship with the company/ internal person | Type of documents (ID/Passport/ Business Registration Certificate) | NSH No. | Date of issue | Place of issue | Address l Head office address | Number of shares owned at the end of the period | Percentage of shares owned at the end of the period | Time the person became an affiliated person/ internal person | Time the person ceased to be an affiliated person/ internal person | Reasons (when arising changes related to sections of 13 and 14) | Notes (i.e. not in posession of a NSH No. and other notes) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 |
| 1 | | Ta Quang Tien | | | Father | | | | | | | | | April 29, 2025 | | |
| 2 | | Nguyen Thi Nhien | | | Mother | | | | | | | | | April 29, 2025 | | |
| 3 | | Ta Quang Thanh | | | Younger brother | | | | | | | | | April 29, 2025 | | |
| 4 | | Nguyen Thi My | | | Sister in law | | | | | | | | | April 29, 2025 | | |
| 5 | | Ta Thi Thu Hop | | | Younger sister | | | | | | | | | April 29, 2025 | | |
| 6 | | Pham Van Trieu | | | Brother in law | | | | | | | | | April 29, 2025 | | |
| 7 | | Phan To Hang | | | Mother in law | | | | | | | | | April 29, 2025 | | |
| 8 | | Duong Le Ngoc | | | Wife | | | | | | | | | April 29, 2025 | | |
| 9 | | Ta Minh Phuong | | | Child | | | | | | | | | April 29, 2025 | | |
| 10 | | Ta Quang Duc | | | Child | | | | | | | | | April 29, 2025 | | |

1. Related Interests with VINACOMIN - Materials Trading Joint Stock Company: None
2. Conflicting Interests with VINACOMIN - Materials Trading Joint Stock Company: None

**I hereby certify that the above statements are completely true and accurate. I shall bear full legal responsibility in case of any false declaration.**

Ha Long, April 29, 2025

Declarant

Ta Quang Tuan

Related Person as defined in Clause 46, Article 4 of the Law on Securities No. 54/2019/QH14 dated June 29, 2006