**MTS: Board Resolution**

On January 10, 2024, Vinacomin - Materials Trading Joint Stock Company announced Resolution No. 01/24/NQ-HDQT-MTS on approving some contents of meeting No. 01 of Vinacomin - Materials Trading Joint Stock Company as follows:

‎‎Article 1. The Board of Directors of Vinacomin - Materials Trading Joint Stock Company approves the following contents:

1. Promulgate the investment plan for 2024 of the Company.

Pursuant to Official Dispatch No. 6372/TKV-DT dated December 25, 2023 by TKV on the announcement of the investment plan for 2024

Considering Proposal No: 3800/TTr-MTS dated December 29, 2023 by the Company on requesting approval of the investment plan for 2024.

Members of the Board of Directors of the Company discussed and approved the following Resolution:

* 1. Approved Contents

Approve the investment plan for 2024 of Vinacomin - Materials Trading Joint Stock Company, specifically as follows:

Total investment value: VND 11,318 million

* In which:

Transition project: VND 3,402 million

Project preparation: VND 1,917 million

Provision: VND 5,999 million

* 1. The Chair of the Board of Directors signed the Decision on approving the Investment Plan for 2024 of the Company.
* Assign the Managing Director of the Company to direct the relevant departments and units to implement the Investment Plan for 2024 that has been approved in accordance with the regulations of the State, TKV and the Company on the management of investment, construction and bidding, ensuring progress and efficiency of production and business.

1. Adjust some targets of the Production and Business Plan for 2023.

Pursuant to Official Dispatch No. 6429/TKV-KH dated December 26, 2023 by TKV on announcing the adjustment of some key targets of the Business Coordination Plan for 2023.

Proposal No: 3750/TTr-MTS dated December 27, 2023 by the Company on adjusting some targets of the Production and Business Plan for 2023.

Members of the Board of Directors of the Company discussed and approved the following Resolution:

1. Approved Contents

Approve the adjustment of a number of targets of the Production and Business Plan for 2023 of Vinacomin - Materials Trading Joint Stock Company, specifically as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Unit | Plan (Notice No. 79/TKV-KH dated January 10, 2023 | Plan (Notice No. 6429/TKV-KH dated December 26, 2023) |
| 1 | Revenue | Million VND | 4,695,200 | 4,400,000 |
| 2 | Labor and salary targets: |  |  |  |
|  | * Salary unit price | Thousand VND/production value | 171 | 185 |
|  | * Average salary | Thousand VND/ person/month | 8,763 | 9,650 |
|  | * In which: | Thousand VND/ person/month |  |  |
|  | * Management | Thousand VND/ person/month |  | 33,120 |
|  | * Employees | Thousand VND/ person/month |  | 9,499 |

1. The Chair of the Board of Directors signed the Decision to adjust a number of targets of the Company’s Production and Business Plan for 2023.
2. Assign the Company’s Manager to direct relevant departments and units to implement the Resolution in accordance with the regulations of the State, TKV and the Company. The Company will report to the Board of Directors to submit to the General Meeting in the next General Meeting.
3. Approve the signing list of contracts and transactions between the Company and enterprises, major shareholders and related persons in 2024.

Considering Proposal No: 16/ TTr-MTS dated January 03, 2024 on approving the signing list of contracts and transactions between the Company and enterprises, major shareholders and related persons in 2024.

Members of the Board of Directors of the Company discussed and approved the following Resolution:

* 1. Approved Contents
  + Approve the policy on implementing the signing of contracts, transactions between Vinacomin - Materials Trading Joint Stock Company, enterprises and related persons, specifically as follows:

|  |  |  |
| --- | --- | --- |
| No | List of affiliates/related persons of the Company | Address, tax code |
| 1 | Vietnam National Coal - Mineral Industries Holding Corporation Limited (holding 51% charter capital of the Company):  Subsidiaries: Vinacomin - Cam Pha Port and Logistics Company, Vinacomin - Da Bac Logistics Company, Vinacomin - Cuaong Coal Preparation Company, Vinacomin - Thong Nhat Coal Company,... And a number of Joint Stock Companies controlled by Vinacomin. | No. 3 Duong Dinh Nghe Street, Yen Hoa Ward, Cau Giay District, Hanoi.  Tax code: 5700100256 |
| 2 | Vinacomin - Mao Khe Mechanical Joint Stock Company (the Chair of MTS’s Board of Directors is also the Chair of the Company’s Board of Directors) | Mao Khe Ward, Dong Trieu Town, Quang Ninh Province  Tax code: 5700526478 |
| 3 | Vinacomin - Transportation and Miner Commuting Service Joint Stock Company (the Chair of MTS’s Board of Directors is also the Chair of the Company’s Board of Directors) | Cam Son Ward, Cam Pha City, Quang Ninh Province  Tax code: 5700477326 |
| 4 | Vinacomin - Tourism and Trading Joint Stock Company (the Chair of MTS’s Board of Directors is also the Chair of the Company’s Board of Directors) | Viet A Tower, Duy Tan Street, Cau Giay District, Hanoi  Tax code: 0103005779 |
| 5 | Vinacomin Hospital (The Chief of MTS’s Supervisory Board is also a member of the Company’s Supervisory Board) | No. 1 Phan Dinh Giot Street, Phuong Liet, Thanh Xuan, Hanoi  Tax code: 5700100256-034 |
| 6 | Vinacomin - Hon Gai Coal Company (the Chief of MTS’s Supervisory Board is also a member of the Company’s Supervisory Board) | 46 Doan Thi Diem Street, Bach Dang Ward, Ha Long City, Quang Ninh  Tax code: 5700100256-002 |
| 7 | Vinacomin - Thong Nhat Coal Company (Chief of MTS’s Supervisory Board is also a member of the Company’s Supervisory Board) | No. 01, Le Thanh Nghi Street, Diem Thuy Area, Cam Dong, Cam Pha, Quang Ninh  Tax code: 5700101179 |
| 8 | Vinacomin - Khe Cham Coal Company (Chief of MTS’s Supervisory Board is also a member of the Company’s Supervisory Board) | Zone 6, Mong Duong Ward, Cam Pha City, Quang Ninh  Tax code: 5700100256-060 |
| 9 | Dai Van Phu Company Limited (Shareholders owning 10% or more of the total common shares) | Da Kao Ward, District 1, Ho Chi Minh City  Tax code: 0304007430 |

* 1. The Board of Directors of the Company unanimously approved the policy of approving contracts, transactions between Vinacomin - Materials Trading Joint Stock Company, enterprises and related persons from January 01, 2024 to December 31, 2024 with related persons with a value less than 35% of the Company’s total assets according to the latest Financial Statements, on the condition that those transactions are carried out on the basis of ensuring the interests of the Company (according to the provisions of Article 167 of the Law on Enterprises 2020); The official content of the related persons' transaction contract in 2024 will be reported/submitted to the Annual General Meeting 2024 for consideration and approval; The company reports to the Board of Directors, the Supervisory Board monthly (if any).
  + Assign the Manager of the Company to sign and organize, implement contracts, transactions between the Company, enterprises and related persons in accordance with the law. The Manager of the Company can authorize Managers of the subsidiaries to sign & implement contracts, transactions with enterprises and related persons mentioned above and be responsible before the law for the content authorized. The term of implementation of contracts, transactions is from January 01, 2024 until announced otherwise.
  + In case the contracts, transactions between the Company enterprises and related persons fall under the authority of the General Meeting to approve, the Company will report to the Board of Directors to submit to the General Meeting for approval in the nearest General Meeting to be convened.
  + The Managing Director of the Company directs the Person in charge of corporate governance to widely announce, update and disclose information for related persons according to Article 164 of the Law on Enterprises 2020:
* In addition to members of the Board of Directors, the Supervisory Board and the managers of the Company, there are other subjects who must declare their related interests according to Sections 2 and 3 Article 4 and Section 2 Article 164 of the Law on Enterprises 2020.
* Collect the contents and send them to related parties in the Company to compare, declare according to the Regulations.

1. Approve some targets of the Production and Business Plan for 2024.

Pursuant to Official Dispatch No. 6429/TKV-KH dated December 26, 2023 of TKV on announcing the adjustment of some key targets of the Business Coordination Plan for 2023.

Considering Proposal No: 3808/TTr-MTS dated December 29, 2023 of the Company on approving some targets of the Production and Business Plan for 2024.

Members of the Board of Directors of the Company discussed and approved the following Resolution:

1. Approved Contents

Approve some targets of the production and business plan for 2024;

1. The Chair of the Board of Directors signed and promulgated the Decision on temporarily assigning the 2024 production and business plan of the Company.

* The Board of Directors assigns the Managing Director of the Company to build the internal production and business management plan and organize the implementation to ensure efficiency in accordance with the current regulations of the State, of TKV and of the Company.

Article 2: This Board Resolution takes effect from the date of its signing.

Article 3: Members of the Board of Directors and Executive Board, Chief Accountant and relevant departments and units based on the Resolution to implement.