**MTS: Annual Corporate Governance Report 2023**

On January 18, 2024, Vinacomin - Materials Trading Joint Stock Company announced Report No. 166/BC-MTS on the Corporate Governance in 2023 as follows:

* Name of public company: Vinacomin - Materials Trading Joint Stock Company
* Head office address: Group 1-Area 2-Hong Ha Ward-Ha Long City-Quang Ninh Province.
* Tel: 0203. 3695 899 Fax: 0203. 3634 899 Email: mts@vmts.vn
* Charter capital: VND 150,000,000,000
* Securities code: MTS
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: Implemented
1. Activities of the General Meeting of Shareholders:

The Company organized the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders in 2023, as detailed below:

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| No. | General Mandate No. | Date | Contents |
| 1 | 01/23/NQ-DHDCD | June 27, 2023 | Annual General Mandate 2023 |
| 2 | 02/23/NQ-DHDCD | August 26, 2023 | Extraordinary General Mandate 2023 |

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

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| --- | --- | --- | --- |
| No. | MemberOf the board of directors | Position | Date of appointment/dismissal as member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Tran The Thanh | Chair of the Board of Directors, Representative of TKV's Capital (Non-executive) | March 03, 2020 | August 26, 2023 - Extraordinary General Meeting of Shareholders 2023 (term 2019 - 2024) |
| 2 | Pham Dang Phu | Chair of the Board of Directors, Representative of TKV's Capital (Non-executive) | August 26, 2023 - Extraordinary General Meeting of Shareholders 2023 (term 2019 - 2024) |  |
| 3 | Ta Quang Tuan | Member of the Board of Directors, Manager of the Company | April 19, 2019 - Annual General Meeting of Shareholders 2019 (term 2019 - 2024) |  |
| 4 | Nguyen The Hung | Member of the Board of Directors, Deputy Manager of the Company | April 19, 2019 - Annual General Meeting of Shareholders 2019 (term 2019 - 2024) |  |
| 5 | Le Dung | Member of the Board of Directors, Chair of the Trade Union (Non-executive). | April 19, 2019 - Annual General Meeting of Shareholders 2019 (term 2019 - 2024) |  |
| 6 | Pham Van Hien | Member of the Board of Directors, Manager of Hon Gai Enterprise. | November 01, 2020 - Annual General Meeting of Shareholders 2021 (term 2019 - 2024) |  |

1. Board Resolutions/Decisions (Report of 2023):

In 2023, the Board of Directors of the Company held 40 meetings, promulgated 55 Resolutions and 28 Decisions. Details in the attached Appendix.

III The Supervisory Board:

1. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Tran Thanh Tung | Chief  | Appointed on April 27, 2022 at the Annual General Meeting of Shareholders 2022 (term 2019 - 2024) | Bachelor of Finance - Accounting |
| 2 | Hoang Kien | Member | Appointed on April 19, 2019 at the Annual General Meeting of Shareholders 2019 (term 2019 - 2024) | Bachelor of Business Administration, Bachelor of Accounting |
| 3 | Pham Thi Ngoc Bich | Member | Appointed on June 27, 2023 at the Annual General Meeting of Shareholders 2023 (term 2019 - 2024) | Bachelor of Accounting |
| 4 | To Thi Lan | Member | * Appointed on April 19, 2019 at the Annual General Meeting of Shareholders 2019 (term 2019 - 2024)
* Dismissed on June 27, 2023 at the Annual General Meeting of Shareholders 2023 (term 2019 - 2024)
 | Bachelor of Economics |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Ta Ngoc Tuan Manager of the Company | March 24, 1973 | Master of Business Administration | Appointed on November 01, 2020 |
| 2 | Mr. Nguyen The HungDeputy Manager of the Company | March 07, 1969 | Master of Business Administration | Appointed on May 01, 2014;Re-appointed on May 01, 2019 |
| 3 | Ms. Ninh Thi My Nga Deputy Manager of the Company | January 31, 1976 | Master of Business Administration | Appointed on July 28, 2020 |
| 4 | Mr. Nguyen Van Tuan Deputy Manager of the Company; | April 09, 1976 | Automotive Mechanical Engineer | Appointed on February 16, 2022 |

1. The Chief Accountant/Person in charge of internal audit

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Hoang Xuan Tung Chief Accountant | November 21, 1979 | Bachelor of Finance | Appointed on May 25, 2016;Re-appointed on May 17, 2021 |
| Pham Thi Ngoc Bich Person in charge of internal audit | April 01, 1980 | Bachelor of Accounting | Appointed on March 20, 2023 |

1. Training on corporate governance:
2. List of affiliated persons of the public company and transactions between affiliated persons of the Company and the Company itself:
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR: Details in the attached Appendix No. 02.
4. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies under the authority of the Company: None.
5. Transactions between the Company and other entities.
	1. Transactions between the Company and companies that members of the Board of Directors, members of the Supervisory Board, the Manager and other managers have been founding members or members of the Board of Directors or the Executive Manager for the past three (03) years (at the time of making the Report): Details in the attached Appendix.
	2. Transactions between the Company and companies that affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager and other managers are members of the Board of Directors or the Executive Manager: Details in the attached Appendix.
	3. Other transactions of the Company (if any) that can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR
	1. List of PDMR and affiliated persons of PDMR: Details in the attached Appendix No. 04.
	2. Transaction of PDMR and affiliated persons on the Company’s shares: None
7. Other significant issues: None.

Appendix 01

BOARD RESOLUTIONS AND DECISIONS

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| No. | Resolutions/Decisions No. | Date | Contents |
| 1 | 01/23/NQ-HDQT-MTS | January 05, 2023 | 1. Approve the Draft plan and activity agenda of the Board of Directors in 2023.
2. The Board of Directors approves the policy on the recruitment and appointment of personnel from external sources.
3. The Board of Directors is organizing the implementation of Official Dispatch No. 15/TKV-KH dated January 4, 2023, from TKV on the temporary delegation of key indicators of the Business Plan for 2023.
4. The Board of Directors is implementing several contents as requested by the Vietnam Coal and Mineral Industries Group.
5. The Board of Directors implemented a number of management tasks:
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| 2 | 02/23/NQ-HDQT-MTS | January 16, 2023 | 1. The Board of Directors approves the implementation of the proposed contents as per Announcement No: 103/TB-KTNN dated January 13, 2023, from the State Audit Office of Vietnam.
2. The Board of Directors approves the business coordination plan for the year 2023 and the organizational and directive measures to implement the Business Plan for 2023.
3. The Board of Directors approves the amendment, supplementation, and issuance of the Business Operations Regulations for the company's petroleum business.
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| 3 | 03/23/NQ-HDQT-MTS | January 30, 2023 | 1. The Board of Directors is implementing plan No. 03/KH-TKV, dated January 06, 2023 of TKV
2. The Board of Directors implements Decision No. 110/QD-TKV dated January 16, 2023, of TKV regarding the compliance with legal regulations on meteorology and hydrology.
3. The Board of Directors approves the anticipated implementation of the Production and Business Plan for January and the direction for February 2023 of the Company.
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| 4 | 04/23/NQ-HDQT-MTS | February 03, 2023 | 1. The Board of Directors approves the implementation of Official Dispatch No. 294/TKV- CV+KH+VTM dated January 31, 2023 of TKV
2. The Board of Directors approves the implementation of Official Dispatch No. 296/TKV-KH, dated January 31, 2023 of TKV.
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| 5 | 05/23/NQ-HDQT-MTS | February 09, 2023 | 1. The Board of Directors reviews and approves the proposal from the Company's Manager on the organization of the Annual General Meeting of Shareholders for the year 2023.
2. The Board of Directors approves the 2023 investment plan of the Company.
3. The Board of Directors approves Proposal No. 318/TTr-MTS dated February 9, 2023, from the Company's Manager on the relocation of personnel at Production Facilities and Construction Sites.
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| 6 | 06/23/NQ-HDQT-MTS | February 27, 2023 | The Board of Directors approves the anticipated implementation of the Production and Business Plan for February and the direction for March 2023, as proposed by the Company's Manager. |
| 7 | 07/23/NQ-HDQT-MTS | March 14, 2023 | The Board of Directors reviews and approves the Reports seeking TKV's opinions before voting at the Company's Annual General Meeting in 2023. |
| 8 | 08/23/NQ-HDQT-MTS | March 17, 2023 | The Board of Directors reviews and approves the leadership personnel planning for Vinacomin - Materials Trading Joint Stock Company in the 2020-2025 period (after supplementation and review) and the 2025-2030 period. |
| 9 | 09/23/NQ-HDQT-MTS | March 20, 2023 | 1. The Board of Directors reviews the establishment of the Internal Audit Department, allocates personnel responsible for internal audit, and develops the Internal Audit Regulations for the Company.
2. The Board of Directors reviews and approves the review and supplementation of the leadership personnel planning for the 2020-2025 period and the leadership personnel planning for the 2025-2030 period.
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| 10 | 10/23/NQ-HDQT-MTS | March 29, 2023 | The Board of Directors approves the anticipated implementation of the Production and Business Plan for March and the direction for April 2023, as proposed by the Company's Manager. |
| 11 | 11/23/NQ-HDQT-MTS | March 29, 2023 | 1. The Board of Directors approves the Salary Fund implementation for the year 2022 of Vinacomin - Materials Trading Joint Stock Company.
2. The Board of Directors approves the anticipated implementation of the Production and Business Plan for Q1 and the direction for Q2 in 2023.
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| 12 | 12/23/NQ-HDQT-MTS | March 30, 2023 | The Board of Directors approved the extension of time to hold the Annual General Meeting of Shareholders 2023 |
| 13 | 13/23/NQ-HDQT-MTS | March 04, 2023 | The Board of Directors reviews and approves the Internal Audit Plan for the Company for the year 2023. |
| 14 | 14/23/NQ-HDQT-MTS | April 18, 2023 | 1. The Board of Directors reviews and approves the Internal Audit Regulations.
2. The Board of Directors reviews and approves the List, Leadership Titles, and Equivalents within the Company.
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| 15 | 15/23/NQ-HDQT-MTS | April 25, 2023 | The Board of Directors approves the anticipated implementation of the Production and Business Plan for April and the direction for May 2023, as proposed by the Company's Manager. |
| 16 | 16/23/NQ-HDQT-MTS | April 28, 2023 | 1. The Board of Directors reviews the temporary suspension of the implementation of the investment portfolio for the refurbishment of waterborne vehicles under the construction investment plan for the year 2023.
2. The Board of Directors directs the implementation of Official Dispatch No. 1915/TKV-TCNS dated April 27, 2023, from TKV on the review and supplementation of the leadership personnel planning for the Company's subsidiaries and units under TKV for the periods 2020-2025 and 2025-2030.
3. Regarding the guidance work of the Representative of TKV's capital at the Company.
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| 17 | 17/23/NQ-HDQT-MTS | April 28, 2023 | 1. The Board of Directors reviews and approves the organization of the Annual General Meeting of Shareholders for the year 2023. |
| 18 | 18/23/NQ-HDQT-MTS | May 12, 2023 | The Board of Directors reviews and considers the approval of Proposal No. 1261/TTr-MTS dated May 9, 2023, from the Company's Manager on the report seeking TKV's opinion and the next steps in implementing the project: Investment in production equipment for the year 2023. |
| 19 | 19/23/NQ-HDQT-MTS | May 18, 2023 | 1. The Board of Directors organizes the implementation of Decision No. 651/QD-TKV dated May 15, 2023, from TKV regarding the issuance of the 'Comprehensive Program for Savings and Anti-Wastefulness in 2023
2. The Board of Directors reviews and approves the Internal Management Regulations of the Company.
3. The Board of Directors implements the execution of Official Letter No. 2232/TKV-KTTC dated May 17, 2023, from TKV regarding the Plan for the Average Short-term Credit Limit and some financial ratios for the year 2023.
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| 20 | 20/23/NQ-HDQT-MTS | May 23, 2023 | The Board of Directors reviews and approves the proposal for allowances for independent members of the Board of Directors before voting at the Company's Annual General Meeting in 2023. |
| 21 | 21/23/NQ-HDQT-MTS | May 26, 2023 | 1. The Board of Directors approves the anticipated implementation of the Production and Business Plan for May - 5 months, and the direction for June 2023, as proposed by the Company's Manager.2. The Board of Directors organizes the implementation of Official Dispatch No. No. 2312/TKV-BCH, dated May 22, 2023 of TKV |
| 22 | 22/23/NQ-HDQT-MTS | May 26, 2023 | The Board of Directors reviews the plan for the reassignment and appointment of the Head of the Labor Organization Department of the Company, according to Proposal No. 1434/TTr dated May 24, 2023, from the Company's Manager requesting approval for personnel matters. |
| 23 | 23/23/NQ-HDQT-MTS | May 31, 2023 | The Board of Directors reviews the reassignment and appointment of the Head of the Labor Organization Department of the Company, as per Proposal No. 1482/TTr dated May 31, 2023, from the Company's Manager. |
| 24 | 24/23/NQ-HDQT-MTS | June 07, 2023 | 1. The Board of Directors approves the implementation of Official Dispatch No. 2593/TKV-KTTC dated June 5, 2023, from TKV on the dividend payment for the year 2022.
2. The Board of Directors implements the execution of Decision No. 829/QD-TKV dated June 5, 2023, issued by TKV, which supplements the inspection and supervision plan for the year 2023 of the TKV Group.
3. The Board of Directors reviews Proposal No: Proposal No. 1566/TTr-MTS dated June 7, 2023, from the Company's Manager on the request for adjustment in the implementation of the Project: Collective Housing Area for Company's Officers and Employees and Exhibition Room for Product Introduction.
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| 25 | 25/23/NQ-HDQT-MTS | June 16, 2023 | 1. The Board of Directors implements the execution of Official Dispatch No. 2715/TKV-DT dated June 12, 2023, from TKV on the approval of the investment project content for the production equipment in the year 2023 at Vinacomin - Materials Trading Joint Stock Company.
2. The Board of Directors implements the execution of Official Dispatch No. 2718/TKV-DT, dated June 12, 2023 of TKV.
3. The Board of Directors implements the execution of Official Dispatch No. Official Letter No. 2763/TKV-KH dated June 14, 2023, from TKV on the report on the implementation of the Business Plan for the first 6 months of 2023 and the direction and tasks for the remaining 6 months of 2023.
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| 26 | 26/23/NQ-HDQT-MTS | June 20, 2023 | 1. The Board of Directors approves the implementation of Official Dispatch No. Official Dispatch No. 2819/TKV-KH dated June 19, 2023, from TKV on the report assessing the implementation status mid-term of the 5-year Plan 2021-2025.
2. The Board of Directors reviews and approves the Regulation on Correspondence and Archives Management in Vinacomin - Materials Trading Joint Stock Company.
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| 27 | 27/23/NQ-HDQT-MTS | June 28, 2023 | 1. The Board of Directors determines the record date for shareholders to implement the dividend payment for the year 2022.
2. The Board of Directors reviews Proposal No: 1743/TTr-MTS dated June 27, 2023, from the Company approving the anticipated results of implementing the Production and Business Plan for June - 6 months and the direction for July 2023.
3. The Board of Directors reviews Proposal No: 1744/TTr-MTS dated June 27, 2023, from the Company approving the anticipated results of implementing the Production and Business Plan for Q2 and the direction for Q3 in 2023.
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| 28 | 28/23/NQ-HDQT-MTS | July 07, 2023 | 1. The Board of Directors reviews Proposal No: 1825/TTr-MTS dated July 6, 2023, from the Company regarding the dismissal and appointment of the position of the person in charge of corporate governance, also serving as the Company Secretariat. |
| 29 | 29/23/NQ-HDQT-MTS | July 07, 2023 | 1. The Board of Directors reviews Proposal No: 1820/TTr-MTS dated July 5, 2023, from the Company's Manager on the bonus payment for the Business Manager for the year 2022.
2. The Board of Directors reviews Proposal No: 1837/TTr-MTS dated July 6, 2023, from the Company's Manager regarding the announcement of the Decentralized Management Regulation within the Company.
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| 30 | 30/23/NQ-HDQT-MTS | July 10, 2023 | 1. The Board of Directors reviews and approves the proposal from the Company's Manager on the organization of the Extraordinary General Meeting of Shareholders for the year 2023. |
| 31 | 31/23/NQ-HDQT-MTS | July 10, 2023 | 1. Resolution on implementing Official Dispatch No. 3206/TKV-KH dated July 7, 2023, from TKV on the report on the implementation of the Business Plan and cost allocation for the first 6 months of 2023. |
| 32 | 32/23/NQ-HDQT-MTS | July 13, 2023 | 1. The Board of Directors approves the implementation of Official Dispatch No. 3206/TKV-KH dated July 7, 2023, from TKV on the report on the implementation of the Business Plan and cost allocation for the first 6 months of 2023.
2. The Board of Directors reviews and approves the proposal from the Company's Manager on the organization of the Extraordinary General Meeting of Shareholders for the year 2023.
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| 33 | 33/23/NQ-HDQT-MTS | August 26, 2023 | The Board of Directors approves the anticipated implementation of the Production and Business Plan for July - 7 months and the direction for June 2023, as proposed by the Company. |
| 34 | 34/23/NQ-HDQT-MTS | July 28, 2023 | The Board of Directors reviews the plan for reassignment and task delegation for the personnel at Hon Gai Materials Factory according to Proposal No. 1433/TTr-MTS dated July 24, 2023, from the Company's Manager on the reassignment and task delegation for personnel. |
| 35 | 35/23/NQ-HDQT-MTS | July 31, 2023 | Based on Decision No. 1264/QD-TKV, dated July 28, 2023, of the Council of Members of the Vietnam National Coal and Mineral Industries Group, on the personnel change of the Representative Managing Capital and the TKV Representative participating in the Board of Directors of Vinacomin - Materials Trading Joint Stock Company. The Board of Directors reviews the resignation letter of Mr. Tran The Thanh, Vinacomin - Materials Trading Joint Stock Company's Chair of the Board of Directors, to retire according to the state regulations. |
| 36 | 36/23/NQ-HDQT-MTS | August 01, 2023 | 1. The Board of Directors reviews the draft documents and materials to be submitted to the Extraordinary General Meeting of Shareholders for the year 2023.
2. The Board of Directors implements the requirements of the Vietnam National Coal and Mineral Industries Group regarding the handover of responsibilities for the TKV's capital representative at the Company.
3. The Board of Directors implemented management tasks.
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| 37 | 37/23/NQ-HDQT-MTS | August 16, 2023 | 1. The Board of Directors reviews the Plan No. 2261/KH-MTS dated August 15, 2023, from the Company's Manager on the plan to enhance operational activities, improve capacity, and efficiency of loading and unloading, and water transport operations in the current situation.
2. The Board of Directors implemented management tasks.
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| 38 | 38/23/NQ-HDQT-MTS | August 18, 2023 | 1. The Board of Directors implemented management tasks. |
| 39 | 39/23/NQ-HDQT-MTS | August 26, 2023 | 1. Elect the Chair of the Board of Directors for the second term of 2019-2024
2. The Board of Directors reviews the draft Decision on assigning tasks to the members of the Board of Directors for the second term (2019-2024).
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| 40 | 40/23/NQ-HDQT-MTS | August 28, 2023 | 1. The Board of Directors reviews Proposal No: 2371/TTr-MTS dated August 25, 2023, from the Company approving the anticipated results of implementing the Production and Business Plan for August - 8 months and the direction for September 2023.2. The Board of Directors implements Dispatch No. 458/CD-TKV dated August 22, 2023, from TKV on the supervision of the topic 'Profit distribution, allocation, and utilization of funds for the year 2022, the difference between owner's equity and charter capital as of June 30, 2023, of subsidiaries with capital from TKV. |
| 41 | 41/23/NQ-HDQT-MTS | September 05, 2023 | The Board of Directors implemented a number of management tasks: |
| 42 | 42/23/NQ-HDQT-MTS | September 15, 2023 | 1. The Board of Directors reviews and approves the amendment, supplementation, and issuance of the Regulation on Revenue-Cost Allocation in Vinacomin - Materials Trading Joint Stock Company.
2. The Board of Directors implemented management tasks. Implement Official Dispatch No. 4493/TKV-KH dated September 14, 2023, from TKV on reporting the anticipated implementation of the Prodcution and Business Plan for 2023 and completing the Prodcution and Business Plan for 2024.
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| 43 | 43/23/NQ-HDQT-MTS | September 19, 2023 | 1. The Board of Directors reviews the plan for assigning tasks to officials of the Hanoi Branch according to Proposal No. 2552/TTr-MTS dated September 18, 2023, from the Company’s Manager on the assignment of tasks to the Branch Manager's authority in Hanoi.
2. The Board of Directors implemented management tasks. Implement Official Dispatch No. 4490/TKV-DT dated September 14, 2023, from TKV urging the implementation of the monthly reporting regime on the process of resolving difficulties and obstacles related to land procedures.
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| 44 | 44/23/NQ-HDQT-MTS | September 27, 2023 | 1. The Board of Directors reviews Proposal No: 2586/TTr-MTS dated September 25, 2023, from the Company on the approval of the anticipated results of implementing the Production and Business Plan for September - 9 months and the direction for October 2023.
2. The Board of Directors reviews Proposal No: 2587/TTr-MTS dated September 25, 2023, from the Company on the approval of the anticipated results of implementing the Production and Business Plan for the third quarter and the direction for Q4/2023.
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| 45 | 45/23/NQ-HDQT-MTS | October 05, 2023 | The Board of Directors reviews Proposal No: 2501/TTr-MTS dated September 12, 2023, from the Company regarding the approval of the proposed supplementation of the list of signed contracts and transactions between the Company and enterprises, major shareholders, and related parties in the year 2023. |
| 46 | 46/23/NQ-HDQT-MTS | October 05, 2023 | The Board of Directors implemented management tasks. |
| 47 | 47/23/NQ-HDQT-MTS | October 19, 2023 | The Board of Directors implemented a number of management tasks: |
| 48 | 48/23/NQ-HDQT-MTS | October 24, 2023 | The Board of Directors implemented management tasks. |
| 49 | 49/23/NQ-HDQT-MTS | October 30, 2023 | 1. The Board of Directors reviews Proposal No: 2889/TTr-MTS dated October 25, 2023, from the Company on the approval of the proposed results of the implementation of the Production and Business Plan for October - ten months, and the direction for November 2023.
2. The Board of Directors implemented management tasks.
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| 50 | 50/23/NQ-HDQT-MTS | November 27, 2023 | 1. Official Dispatch No. 5631/TKV-DT dated November 17, 2023, from TKV on the continuation of the survey to find alternative locations for the Central Transfer Warehouse, oil import dock, and cargo handling area in Vung Hoa.
2. The Board of Directors approves the results of implementing the business and production plan for November-11 months and the direction for December 2023 of the Company.
3. Resolution on implementing Official Dispatch No. No. 5772/TKV-TCNS, dated November 24, 2023 of TKV.
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| 51 | 51/23/NQ-HDQT-MTS | December 06, 2023 | 1. The Board of Directors reviews Proposal No: Proposal No: 2987/TTr-MTS dated November 7, 2023, of the Company on the request for an adjustment to the project implementation timeline: Investment project on equipments for production of 2023 for the Company.
2. The Board of Directors reviews Report No. 3057/MTS-KHDT dated November 14, 2023 from the Company regarding reporting on the demand for usage and proposing approval to return the area of 3,019 m2 to the local authorities in Hong Thach A, Cam Thach Ward, Cam Pha City, Quang Ninh Province.
3. The Board of Directors implemented management tasks.
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| 52 | 52/23/NQ-HDQT-MTS | December 11, 2023 | The Board of Directors implements the dispatch No. 6038/TKV-KH dated December 11, 2023, from TKV on reporting on the implementation of the business plan for 2023 and the direction and tasks for the year 2024. |
| 53 | 53/23/NQ-HDQT-MTS | December 14, 2023 | The Board of Directors implemented management tasks. |
| 54 | 54/23/NQ-HDQT-MTS | December 22, 2023 | 1. On The implementation of content related to the production and business activities of the company.
2. The Board of Directors implemented management tasks.
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| 55 | 55/23/NQ-HDQT-MTS | December 27, 2023 | 1. The Board of Directors reviews and approves the draft Plan and Activity Agenda of the Board of Directors of the Company in 2024.
2. The Board of Directors reviews and approves the draft Plan for Internal Audit Activities of the Company for the year 2024.
3. The Board of Directors reviews and approves the results of the implementation of the Business and Production Plan as well as the direction of the Company, as follows:

3.1. The Board of Directors reviews Proposal No. 3678/TTr-MTS dated December 25, 2023, of the Company on the approval of the results of the implementation of the Business and Production Plan for December, 12 months for the year 2023, and the direction for January 2024.3.2. The Board of Directors reviews Proposal No. 3679/TTr-MTS dated December 25, 2023, of the Company on the approval of the results of the implementation of the Business and Production Plan for the Q4/2023 and the direction for the Q1/2024.1. The Board of Directors reviews and approves the amendment, supplementation, and issuance of the Personnel Management Regulations of the Company and the issuance of the Exit Management Regulations for officers and employees within the Company. Detailed contents on Proposal No. 3656/TTr-MTS dated December 22, 2023 attached herewith.
2. The Board of Directors implemented management tasks.
 |
| 1 | 30/QD-MTS | January 05, 2023 | Regarding the temporary assignment of the Production and Business Plan for 2023 |
| 2 | 188/QD-MTS | January 18, 2023 | Regarding the issuance of the Regulation on the Management of the Petroleum Business Activities of Vinacomin - Materials Trading Joint Stock Company |
| 3 | 162/QD-MTS | January 16, 2023 | Regarding the temporary assignment of the Production and Business Plan for 2023 |
| 4 | 322/QD-MTS | February 09, 2023 | Establish the Organizing Committee of the Annual General Meeting of Shareholders 2023 |
| 5 | 326/QD-MTS | February 09, 2023 | Regarding the approval of the investment plan in 2023 |
| 6 | 707/QD-MTS | March 17, 2023 | Approval of the List of Leaders Planning for the Company in the Period 2020-2025 (after review and supplementation) and the Period 2025-2030. |
| 7 | 720/QD-MTS | March 20, 2023 | Establishment of the Internal Audit Department in the Company and Appointment of Personnel in Charge. |
| 8 | 861/QD-MTS | March 31, 2023 | On approving the realized salary fund in 2022 of Vinacomin - Materials Trading Joint Stock Company |
| 9 | 929/QD-MTS | April 03, 2023 | On promulgating the Internal audit plan for 2023 of the Company |
| 10 | 1098/QD-MTS | April 18, 2023 | On promulgating the Internal Audit Regulation |
| 11 | 1099/QD-MTS | April 18, 2023 | Promulgation of the List of Job Titles and Equivalent Positions. |
| 12 | 1375/QD-MTS | May 18, 2023 | Promulgation of the Regulation on the Organization and Activities of Inspection Work. |
| 13 | 1376/QD-MTS | May 18, 2023 | on promulgation of Regulations on organization of legal activities |
| 14 | 1378/QD-MTS | May 18, 2023 | Approve the average short-term credit and number of financial ratios in 2023. |
| 15 | 1676/QD-MTS | June 16, 2023 | Decision on promulgating Regulations on Records and Archives |
| 16 | 1863/QD-MTS | July 07, 2023 | on the promulgation of Regulations on Decentralization of Management within the Company |
| 17 | 1864/QD-MTS | July 07, 2023 | Reward the corporate management officer in 2022 |
| 18 | 1866/QD-MTS | July 07, 2023 | Appointment of the Person in charge of corporate governance |
| 19 | 1895/QD-MTS | July 10, 2023 | Organization of the Annual General Meeting of Shareholders 2023 |
| 20 | 1960/QD-HDQT-MTS | July 13, 2023 | Approve the Project: Investment project on equipment for production in 2023. |
| 21 | 2380/QD-MTS | August 26, 2023 | Task assignment for members of the Board of Directors |
| 22 | 2452/QD-MTS | September 05, 2023 | On the issuance of the Regulation on inspecting and supervising the compliance with legal regulations and adherence to decisions of the Owner within the Company. |
| 23 | 2638/QD-MTS | September 29, 2023 | On the issuance of the Regulation on Revenue Allocation, Cost Management within the Company. |
| 23 | 3139/QD-MTS | November 22, 2023 | On the assignment of personnel for overseas business trips in 2023. |
| 24 | 3292/QD-HDQT-MTS | December 06, 2023 | On approving adjustment to the implementation time of the Project: Investment project on equipments for production of 2023 - Company |
| 25 | 3659/QD-MTS | December 22, 2023 | Approve the adjusted investment plan for 2023 |
| 26 | 3726/QD-MTS | December 27, 2023 | Promulgate the Internal audit plan for 2024 of the Company |
| 27 | 3733/QD-MTS | December 27, 2023 | On promulgating the Regulations on employee management of the Company. |
| 28 | 3728/QD-MTS | December 27, 2023 | On the issuance of the Regulation on Overseas Departure Management for Company's Officials and Employees. |

Appendix 03

Transactions between the Company and affiliated persons of the Company

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| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of individual/organization | Relations with the Company | SH No.\* | Address | Time of transaction | Approved General Mandate/ Decision of General Meeting of Shareholders No. or Board Resolution/ Decision No. | Content, quantity, total value of transaction | Note |
| 1 | Vietnam National Coal - Mineral Industries Holding Corporation Limited | Major shareholder; | 5700100256 | No. 226 Le Duan Street, Dong Da District, Hanoi | 2023 | No. 01/23/NQ-DHDCD dated June 27, 2023 | The Principle Contract has no specific value. For contracts/transactions with specific value, the value entered into must be less than 35% of the total value of assets of the Company in the latest Financial Statements. | TKV owns 51% of the Charter capital of the Company |
| 2 | Vinacomin - Ha Tu Coal JSC | Have the same Chair of the Board of Directors | 5700101323 | Ha Tu, Ha Long City, Quang Ninh Province. | From 2023 until change | No. 01/23/NQ-DHDCD dated June 27, 2023 | Principle Contract for the Purchase and Sale Agreement for Fuel, Purchase and Sale of Materials, Lubricants, and Machine Grease  |  |
| 3 | Vinacomin - Tourism & Trading Joint Stock Company | Have the same Chair of the Board of Directors | 103005779 | Viet A tower, Duy Tan street, Cau Giay district, Hanoi  | 2023 | No. 01/23/NQ-DHDCD dated June 27, 2023 | Tourism Contract for Organizing Vacation Programs |  |
| 4 | Vinacomin - Mong Duong Coal JSC | Have the same Chair of the Board of Directors | 5700101203 | Mong Duong, Cam Pha, Quang Ninh Province | From 2023 until change | No. 01/23/NQ-DHDCD dated June 27, 2023 | Principle Contract for the Purchase and Sale of Fuel, Lubricants, and Supplies |  |
| 5 | Vinacomin Coc Sau Coal JSC | Have the same Chair of the Board of Directors | 5700101002 | Cam Dong Ward - Cam Pha City - Quang Ninh Province | From 2023 until change | No. 01/23/NQ-DHDCD dated June 27, 2023 | Principle Contract for the Purchase and Sale of Petroleum Products, Lubricants, and Supplies |  |
| 6 | Vinacomin - Khe Cham Coal Company | Have the same Chief of the Supervisory Board | 5700100256-031 | Cam Dong Ward - Cam Pha City - Quang Ninh Province | 2023 | No. 01/23/NQ-DHDCD dated June 27, 2023 | Contract for the Purchase and Sale of Petroleum, Lubricants, and Grease for 2023 - Principle Contract |  |
| 7 | Vinacomin - Khe Cham Coal Company | Have the same Chief of the Supervisory Board | 5700100256-060 | Mong Duong, Cam Pha,Quang Ninh Province | 2023 | No. 01/23/NQ-DHDCD dated June 27, 2023 | Contract for the Purchase and Sale of Petroleum, Lubricants, and Grease for 2023 - Principle Contract |  |
| 8 | Vinacomin Hon Gai Coal Processing Company | Have the same Chief of the Supervisory Board | 5700100256-002 | Bach Dang Ward - Ha Long City - Quang Ninh Province | 2023 | No. 01/23/NQ-DHDCD dated June 27, 2023 | Principle Contract for the Purchase and Sale of Petroleum Products, Lubricants, and Supplies |  |
| 9 | Vinacomin Hospital | Have the same Chief of the Supervisory Board | 5700100256-034 | No. 1 Phan Dinh Giot, Phuong Liet, Thanh Xuan, HanoiHanoi | 2023 | No. 01/23/NQ-DHDCD dated June 27, 2023 | Contract to provide health examination services |  |
| 10 | Vinacomin - Maokhe Mechanical Joint Stock Company (the Chair of the Board of Directors of Vinacomin - Maokhe Mechanical Joint Stock Company is also the Chair of the Board of Directors of the Company) | Have the same Chair of the Board of Directors | 5700526478 | Mao Khe Ward, Dong Trieu Town, Quang Ninh Province | 2023 | Resolution No. 45/23/NQ-HDQT- MTS dated October 05, 2023 | Service provision contract |  |
| 11 | Vinacomin Mine Transportation and Shuttle Services Joint Stock Company (the Chair of the Board of Directors of MTS is also the Chair of the Board of Directors of the Company) | Have the same Chair of the Board of Directors | 5700477326 | Cam Tay Ward, Cam Pha City, Quang Ninh Province | 2023 | Resolution No. 45/23/NQ-HDQT- MTS dated October 05, 2023 | Contracts for car rental, purchase and sale of gasoline, lubricants, and supplies |  |
| 12 | Dai Van Phu Company Limited | Ms. Luu Tuyet Huong - the legal representative of the Company | 304007430 | No. 26 Dinh Tien Hoang Street, District 1, Ho Chi Minh City | 2023 | General Mandate No. 01/23/NQ-DHDCD dated June 27, 2023 | Contract to purchase base oils and additives for lubricant production: 06 contracts. Total value: VND 30,449,654,400 billion; | Dai Van Phu Company Limited holds 17.67% of the Company's charter capital;Ms. Luu Tuyet Huong holds 7.33% of the Company's charter capital |