**TC6: Extraordinary General Mandate 2023**

On December 29, 2023, Vinacomin Coc Sau Coal JSC announced General Mandate No. 142/NQ-DHDCD as follows:

‎‎Article 1. Approve the plan of consolidating Vinacomin Coc Sau Coal JSC and Vinacomin - DeoNai Coal JSC.

‎‎Article 2. Approve the draft contract of consolidating Vinacomin Coc Sau Coal JSC and Vinacomin - DeoNai Coal JSC. The General Meeting of Shareholders authorizes the Company’s Board of Directors to negotiate, supplement and complete the contract to accord with the current situation and related legal regulations.

‎‎Article 3. Approve the Charter of the Consolidated Company and the supplement to the business line of the Consolidated Company.

Article 4: Approve the share issuance plan for swapping.

Plan on share issuance for swapping

1. Plan on share issuance to carry out business consolidation
* Name of Issuer: Công ty cổ phần Than Đèo Nai – Cọc Sáu – TKV (tentatively translated as Deo Nai - Coc Sau Coal JSC)
* Share name: Shares of Deo Nai - Coc Sau Coal JSC
* Share type: Common share
* Share par value: VND 10,000/share.
* Number of shares expected to be issued: 61,935,202 shares
* Total expected value of issuance at par value: VND 619,352,020,000
* Subject of the issuance: Existing shareholders of Coc Sau Coal Joint Stock Company - Vinacomin and Vinacomin - Deo Nai Coal Joint Stock Company according to the list of shareholders at the record date for the list of shareholders to swap.
* Issue method: The Consolidated Company will issue 61,935,202 shares to swap for all shares of shareholders in the Consolidated Company, in which:
* Swap rate for shareholders of Coc Sau Coal Joint Stock Company - Vinacomin: 1:1

01 share of Coc Sau Coal Joint Stock Company - Vinacomin will be swapped with 01 share of the Consolidated Company.

* Swap rate for shareholders of Vinacomin - Deo Nai Coal Joint Stock Company: 1:1.

01 share of Vinacomin - Deo Nai Coal Joint Stock Company will be swapped with 01 share of the Consolidated Company.

Example 1: On the record date for the list of TC6 shareholders to swap for shares, shareholder Nguyen Van A owns 123 TC6 shares. At that time, shareholder A will be entitled to 123 rights. These 123 rights will be entitled to swap for the corresponding number of shares of the Consolidated Company: 123 X 1 = 123 shares.

Example 2: On the record date for the list of TDN shareholders to swap for shares, shareholder Nguyen Van B owns 123 TDN shares. At that time, shareholder B will be entitled to 123 rights. These 123 rights will be entitled to swap for the corresponding number of shares of the Consolidated Company: 123 X 1 = 123 shares.

* Meeting regulations on foreign ownership rate: The General Meeting of Shareholders authorizes the Board of Directors to approve a plan to ensure that the share issuance meets the regulations on foreign ownership rate as prescribed by law.
* Transfer restrictions: All shares issued for swap are not subject to transfer restrictions.
* Expected implementation time: In 2024, after approval from State Securities Commission. The General Meeting of Shareholders authorizes the Board of Directors to select and decide on the appropriate implementation time.
* Registration for depository and trading of issued shares: Issued shares will be registered at the Vietnam Securities Depository and Clearing Corporation and registered for trading at Upcom of the Hanoi Stock Exchange in accordance with the provisions of law.

‎‎Article 5. Approve the production and business plan of the Consolidated Company. The General Meeting of Shareholders authorizes the Board of Directors of the Company to cooperate with Vinacomin - DeoNai Coal JSC to implement related contents to ensure the highest efficiency for the Consolidated Company.

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| STT | Target | 2024 Plan |
| 1 | Revenue (Million VND) | 5,824,582 |
| 2 | Profit after tax (million VND) | 67,766 |
| 3 | Profit after tax/revenue (%) | 1.16% |
| 4 | Profit after tax/owners’ equity (ROE) (%) | 9.47% |
| 5 | Dividend rate (calculated on par value) (%) | 6% |

‎‎Article 6. Approve the 2023 profit distribution plan of Vinacomin Coc Sau Coal JSC, in expectation:

Accumulated undistributed profit after tax up to December 31, 2023 and funds recorded according to the Financial Statements audited on December 31, 2023 will be decided by Shareholders of Vinacomin Coc Sau Coal JSC after being reversed to deferred tax assets. Profit distribution plan and share issuance plan in detail will be approved at the Annual General Meeting of Shareholder 2024 of Vinacomin Coc Sau Coal JSC.

Article 7. Approve the number of members of the Board of Directors as 05, approve the voting result and decide that the following persons have been elected as members of the Board of Directors of as Deo Nai - Coc Sau Coal JSC (5-year term) from the day that the Company officially operates.

1. Mr. Nguyen Trong Tot - Member of the Board of Directors
2. Mr. Dang Thanh Binh - Member of the Board of Directors
3. Mr. Nguyen Van Thuan - Member of the Board of Directors
4. Mr. Vu Trong Hung - Member of the Board of Directors
5. Mr. Nguyen Tan Long - Member of the Board of Directors

‎‎Article 8. Approve the number of members of the Supervisory Board as 03, approve the voting result and decide that the following persons have been elected as members of the Supervisory Board of Deo Nai - Coc Sau Coal JSC (5-year term) from the day that the Company officially operates.

1. Ms. Nguyen Thi Luong Anh - Member of the Supervisory Board
2. Ms. Nguyen Thi Yen - Member of the Supervisory Board
3. Ms. Tran Thi Diep - Member of the Supervisory Board

‎‎Article 9. Approve the voting result and decide that the following persons have been elected as the Chair of the Board of Directors and the Chief of the Supervisory Board of Deo Nai - Coc Sau Coal JSC (5-year term) from the day that the Company officially operates.

1. Mr. Nguyen Trong Tot holds the position of Chair of the Board of Directors
2. Ms. Nguyen Thi Luong Anh holds the position of Chief of the Supervisory Board.

‎‎Article 10. Approve the election result and appoint Mr. Dang Thanh Binh to hold the position of Manager of Deo Nai - Coc Sau Coal JSC (5-year term) from the day that the Company officially operates.

Article 11. The General Meeting of Shareholders authorizes the Board of Directors of Vinacomin Coc Sau Coal JSC to complete procedures and documents related to the consolidation of Vinacomin Coc Sau Coal JSC and Vinacomin - DeoNai Coal JSC.

‎‎Article 12. Terms of enforcement

1. This General Mandate takes effect right after the approval of the 2nd Extraordinary General Meeting of Shareholders 2023 of Vinacomin Coc Sau Coal JSC.
2. The Board of Directors, the Supervisory Board, the Manager of Vinacomin Coc Sau Coal JSC, related organizations and individuals are responsible for the implementation of this General Mandate.