**NBC: Annual Corporate Governance Report 2023**

On January 18, 2024, Vinacomin - Nui Beo Coal JSC announced Report No. 498/BC-VNBC on the corporate governance in 2023 as follows:

* Name of Company: Vinacomin - Nui Beo Coal JSC
* Headquarters address: No. 799 Le Thanh Tong Street, Ha Long City, Quang Ninh Province
* Tel: 0203.3825.220; Fax:0203.3625270;
* Email: [Giaodich@nuibeo.com](mailto:Giaodich@nuibeo.com)
* Charter capital: VND 369,991,240,000
* Securities code: NBC
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Manager.
* Internal audit execution: The Company appointed a person in charge of Internal audit.

1. Activities of the General Meeting of Shareholders:

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| No. | General Mandates/Decisions of the General Meeting of Shareholders No. | Date | Content |
| 01 | 3333/NQ-VNBC | April 27, 2023 | Annual General Mandate 2023 |
| 02 | 7880/NQ-VNBC | October 05, 2023 | Extraordinary General Mandate 2023 |

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

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| No. | Member of the Board of Directors | Position | Appointment date | Dismissal date |
| 1 | Tran Tuan Anh | Chair of the Board of Directors (Non-executive member) | January 01, 2023 |  |
| 2 | Ngo The Phiet | Member of the Board of Directors, the Company’s Manager | April 28, 2016 | October 05, 2023 |
| 3 | Doan Dac Tho | Member of the Board of Directors, the Company’s Manager | October 05, 2023 |  |
| 4 | Tran Quoc Tuan | Member of Board of Directors, Deputy Manager | December 25, 2017 |  |
| 5 | Nguyen Tuan Dung | Member of the Board of Directors (Non-executive member) | June 30, 2022 |  |
| 6 | Dang Van Ngong | Member of the Board of Directors (Non-executive member) | April 28, 2021 |  |

1. Board Resolutions:

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| No. | Board Resolutions No., date of issue | Contents of the Board Resolutions |
| 1 | Board Resolution No. 01/NQ-VNBC dated January 02, 2023 | 1 Task assignment in the Board of Directors of the Company |
| 2 Production and business results in 2022, plan for Q1 and plan for 2023 |
| 4 Result of implementing the process, the report agreed to request TKV and the authorities to re-appoint the Company's Chief Accountant. |
| 5 Appoint Mr. Le Quoc Khang, underground and mine construction engineer to hold the position of Deputy Manager of the Company from January 4, 2023. |
| 6 Dispatch Mr. Dinh Viet Minh, mining engineer, Head of Registration Department to DL3 Construction Site to hold the following positions: Foreman from January 4, 2023. |
| 7 Promulgate: (i) Regulations on capital mobilization, capital use, guarantees and financial service products; (ii) Regulations on management and use of fixed assets; (iii) Debt Management Regulations; (iv) Regulations on organization and operation of ỉon ore protection. |
| 8 Operational program and plan for 2023 of the Board of Directors. |
| 9 Plan on holding the Annual General Meeting of Shareholders 2023 |
| 10 Internal audit plan for 2023 of the Company |
| 11 Report on the implementation of Regulations on cooperation and the Corporate governance report 2022. |
| 2 | Board Resolution No. 02/NQ-VNBC dated January 30, 2023 | 1 Approve the Plan on construction investment for 2023 |
| 2 Re-appoint the Chief Accountant of the Company |
| 3 | Board Resolution No. 03/NQ-VNBC dated February 21, 2023 | 1 Production and business results of the Compan in January 2023 and Production and business plan for February 2023 |
| 2 Establish Mining Site No. 6 and arrang staff work. |
| 3 Plan of labor and salary in 2023. |
| 4 | Board Resolution No. 04/NQ-VNBC dated March 09, 2023 | 1 Adjust the construction investment plan of the Company in 2023 |
| 2 Report to the Corporation on issues voting in Annual General Meeting of Shareholders 2023. |
| 3 Annual Report of the Company in 2022 |
| 5 | Board Resolution No. 05/NQ- HDQT dated March 20, 2023 | 1 Plan the titles of leading officers of the Company for the period of 2020-2025 (after reviewing and supplementing) and for the period 2025-2030 |
|  | March 20, 2023 | 2 Promulgating the Regulation on labor and salary management |
| 6 | Board Resolution No. 06/NQ-VNBC dated March 27, 2023 | 1 Production and business results of Q1/2023 and the production and business plan for Q2/2021 |
| 2 Settle the salary fund in 2022 of the Company. |
| 7 | Board Resolution No. 07/NQ-VNBC dated April 06, 2023 | Contents, documents submitted to the General Meeting of Shareholders 2023 |
| 8 | Board Resolution No. 08/NQ-VNBC dated April 27, 2023 | 1 Select an independent audit company to audit the Semi-annual Financial Statements of 2023 and the Financial Statements 2023. |
| 2 Promulgate Regulations on Management and Use of the Bonus and Welfare fund |
| 3 Finalize the bonus and welfare fund 2022 and approve the plan on bonus and welfare fund in 2023 |
| 4 Report and ask for TKV's opinion on: Ha Long City People's Committee announced the cancellation of the master plan of land lot DV - 1 located on 25/4 street (in the eastern area of the old Hon Gai mechanical factory). |
| 5 Criticize collectives and individuals due to their responsibility related to labor safety in 2022. |
| 9 | Board Resolution No. 09/NQ-VNBC dated May 15, 2023 | Policy and personnel plan for appointing Head of Registration Department and Foreman of Construction Site KT1. |
| 10 | Board Resolution No. 10/NQ-VNBC dated May 16, 2023 | 1 Record date to exercise the rights to receive dividends of 2022 in cash. |
| 2 Bonus for managers of the Company in 2022 |
| 11 | Board Resolution No. 11/NQ-VNBC dated May 30, 2023 | 1 Plan on norm of the average short-term credit and financial targets of the Company in 2023. |
| 2 Appoint managers at unit and department levels of the Company. |
| 3 Employees quit job due to personal reasons |
| 12 | Board Resolution No. 12/NQ-VNBC dated June 08, 2023 | 1 Promulgate regulations on Occupational Safety and Hygiene Management. |
| 2 Implement Document No. 2407/TKV-DT dated May 26, 2023 of TKV on: Management of land lot DV-1 located on 25/4 street. |
| 13 | Board Resolution No. 13/NQ-VNBC dated June 19, 2023 | 1 Establish a team to appraise the final settlement of the Nui Beo coal mine construction investment project. |
| 2 Report to the Corporation on the final settlement of the Nui Beo coal mine construction investment project. |
| 14 | Board Resolution No. 14/NQ-VNBC dated June 28, 2023 | 1 Approve the production and business results of Q2 and the plan for Q3 |
| 2 Report on the implementation of Regulations on cooperation and the Semi-annual Corporate Governance Report 2023. |
| 15 | Board Resolution No. 15/NQ-VNBC dated July 31, 2023 | 1 Final settlement of the Nui Beo coal mine construction investment project. |
| 2 Dissolve the Nui Beo Coal Mine Underground Project Management Board; Complete the Environmental Impact Assessment (EIA) Department. |
| 3 Dismiss the position of Head of Human Resources Department - Mining Project Management Board, appoint Mr. Vu Thanh Khoa to hold the position of Deputy Head of EIA Department. |
| 16 | Board Resolution No. 16/NQ-VNBC dated July 31, 2023 | Personnel policy of the Company's Manager |
| 17 | Board Resolution No. 17/NQ-VNBC dated July 31, 2023 | Change the Manager of the Company. |
| 18 | Board Resolution No. 18/NQ-VNBC dated August 01, 2023 | Organize the Extraordinary General Meeting of Shareholders 2023 |
| 19 | Board Resolution No. 19/NQ-VNBC dated August 16, 2023 | Adjust on the plan to outsource some stages of coal production in 2023. |
| 20 | Board Resolution No. 20/NQ-VNBC dated September 05, 2023 | Contents submitted to the Extraordinary General Meeting of Shareholders 2023 |
| 21 | Board Resolution No. 21/NQ-VNBC dated October 05, 2023 | 1 Stop appointing executive members and reassigning tasks to the Company's Board of Directors |
| 2 Production and business results of Q3, and the production and business plan for Q4/2023. |
| 3. Authorize loans, mobilize capital, mortgages, guarantees, LC opening, compensation... |
| 22 | Board Resolution No. 22/NQ-VNBC dated October 19, 2023 | Review and supplement the Company's leader planning for the period 2020-2025 and the period 2025-2030. |
| 23 | Board Resolution No. 23/NQ-VNBC dated October 25, 2023 | 1 Adjust the construction investment plan for 2023. |
| 2 Plan to outsource some main stages of coal production in 2024. |
| 24 | Board Resolution No. 24/NQ-VNBC dated November 06, 2023 | Investment project on equipments for production of 2023. |
| 25 | Board Resolution No. 25/NQ-VNBC dated December 27, 2023 | 1 Production and business results in 2023 and Plan for Q1 and 2024 |
| 2 Establish a Steering Committee to direct the implementation of the merger of Vinacomin - Nui Beo Coal JSC and Vinacomin - Ha Lam Coal JSC |
| 3 Operational program and plan for 2023 of the Board of Directors. |
| 4 Plan on holding the Annual General Meeting of Shareholders 2024 |
| 5 Internal audit plan for 2024 of the Company |
| 6 Report on the implementation of Regulations on cooperation and the Corporate governance report 2023. |

1. The Supervisory Board (Annual Report 2021)
2. Information about members of the Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Full name | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Vu Thi Dung | Chief | November 01, 2019 | Master of Economic Management |
| 2 | Nguyen Tien Nhuong | Member of the Supervisory Board | March 18, 2006 | Bachelor of Economics |
| 3 | Do Thi Thanh Huyen | Member of the Supervisory Board | April 28, 2016 | Mining Engineer |

1. The Executive Board

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| --- | --- | --- | --- | --- | --- |
| No. | Full name | Year of birth | Qualification | Position | Appointment date |
| 1 | Ngo The Phiet | April 01, 1968 | Mining Engineer | Manager | June 1, 2015 (dismissed on August 1, 2023) |
| 2 | Doan Dac Tho | February 07, 1969 | Mine construction | Manager | August 01, 2023 | |
| 3 | Tran Quoc Tuan | August 22, 1968 | Mining Engineer | Deputy Manager | July 26, 2011 | |
| 4 | Pham Ba Tuoc | October 06, 1978 | Mining Engineer | Deputy Manager | August 16, 2017 | |
| 5 | Nguyen Xuan Phung | March 12, 1979 | Mine Electrification Engineer | Deputy Manager | May 02, 2019 | |
| 6 | Le Quoc Khang | January 13, 1984 | Underground and Mining Construction Engineer | Deputy Manager | January 04, 2023 | |
| 7 | Truong Thuy Mai | June 10, 1975 | Bachelor of Accounting | Chief Accountant | February 05, 2018 | |

1. Training on corporate governance

Share transactions of PDMR and affiliated persons of PDMR

1. Company’s share transaction of PDMR and affiliated persons.

None

1. Other significant issues: None