**TVM: Board Resolution**

On March 26, 2024, Vinacomin Industry Investment Consulting Joint Stock Company announced Resolution No. 03.24/NQ-VIMCC as follows:

1. Content:
2. Approve the production and business results in 2023 and listening to the report on production and business results in Q1/2024;
3. Approve the content of the Annual General Meeting of Shareholders 2024 of Vinacomin Industry Investment Consulting Joint Stock Company;
4. Approve the Regulations: (i) Regulations on cost management and salary and income distribution; (ii) Regulations on clerical work.
5. Approve the settlement of the realized salary fund in 2023;
6. Approve the staff work
7. Resolutions:
8. Approve production and business results in 2023 and production and business results in Q1/2024

Pursuant to Proposal No. 130/TTr-VIMCC dated March 23, 2024 of the Company Manager on approving the production and business results of 2023 and the production and business results of Q1/2024

After discussion, the Board of Directors agreed to approve the business results in 2023 and listen to the report on business results for Q1/2024 with some main contents as follows:

* 1. Production and business results 2023

Some production and business performance targets in 2023:

* Payable to the State budget: VND 12.19 billion, equal to 111.5% of the realized value in 2022;
* Revenue: VND 160.74 billion, equal to 95.8% of the value realized in 2022, equal to 110.9% of the plan for 2023;
* Production value: VND 114.73 billion, equal to 102.8% of the value realized in 2022, equal to

125.4% of the 2023 plan;

* Profit: VND 2.75 billion, equal to 139.7% of the value realized in 2022, equal to 183.5% of the plan for 2023;
* Average income: VND 18.52 million/person-month, equal to 127.6% of the realized value in 2022, equal to 146.5% of the plan for 2023.

Some key targets of production and business results in 2023 of the entire Company are as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2022 Results | Business cooperation plan 2023 | 2023 Results | % compared with |
| Same period | 2023 Plan |
| 1 | Payable to the State budget |  | 10,938.60 | According to regulations | 12,191.48 | 111.5 |  |
| 2 | Revenue | Million VND | 167,822.16 | 145,000 | 160,746.36 | 95.8 | 110.9 |
| - | Consulting on design, scientific research |  | 113,631.13 | 88,741 | 111,564.47 | 98.2 | 125.7 |
| - | General and construction services | ” | 52,857.76 | 56,000 | 48,979.89 | 92.7 | 87.5 |
| - | Financial and other activities | ” | 1,333.27 | 259 | 202.00 | 15.2 | 78.0 |
| 3 | Cost of goods purchased and sold | ” | 54,919.90 | 53,243 | 45,806.30 | 83.4 | 86.0 |
| 4 | Production value | ” | 111,568.99 | 91,498 | 114,738.06 | 102.8 | 125.4 |
| - | Consulting on design, scientific research | ” | 97,959.55 | 75,498 | 102,344.73 | 104.5 | 135.6 |
| - | General and construction services | ” | 13,609.44 | 16,000 | 12,393.33 | 91.1 | 77.5 |
| 5 | Total expense | ” | 158,159.40 | 141,200 | 157,424.61 | 99.5 | 111.5 |
| 5.1 | Intermediary costs | ” | 104,216.45 | 94,847 | 102,061.82 | 97.9 | 107.6 |
| 5.2 | Added values | ” | 142,665.93 | 46,353 | 55,362.79 | 38.8 | 119.4 |
| - | Depreciation of fixed assets | ” | 1,895.89 | 1,701 | 1,643.49 | 86.7 | 96.6 |
| - | Salary | ” | 45,285.49 | 37,938 | 47,800.09 | 105.6 | 126.0 |
|  | + Production and business |  | 43,437.49 | 36,090 | 45,595.09 |  |  |
|  | + Management officer |  | 1,848.00 | 1,848 | 2,205.00 |  |  |
| - | Social insurance, health care, union fees | ” | 5,147.12 | 5,267 | 4,944.37 | 96.1 | 93.9 |
| - | Taxes | ” | 1,614.45 | 1,446 | 974.84 | 60.4 | 67.4 |
| 6 | Carryover of unfinished costs (Period Beginning-Period End) | ” | 7,692.34 | 2,300 | 568.63 | 7.4 | 24.7 |
| 7 | Profit | ” | 1,970.42 | 1,500.00 | 2,753.13 | 139.7 | 183.5 |
| 8 | Employees and salary | ” |  |  |  |  |  |
| - | Average number of employees: | Employee | 260.00 | 250 | 215 | 82.7 | 86.0 |
| - | Average monthly salary | Thousand VND | 14,514.58 | 12,646 | 18,527 | 127.6 | 146.5 |
| - | Salary unit price (VND/VND 1000 of production value) |  | 405.90 | 394.44 | 416.60 | 102.6 | 105.6 |
| 9 | Construction investment | Million VND | 205.34 | 250 | 224.86 | 109.5 | 89.9 |

General assessment: The Company's production and business results in 2023 have exceeded the production and business plan set out in Decision No. 15/QD-VIMCC dated January 12, 2023 of the Company Manager on the promulgation of the production and business plan 2023 of Vinacomin Industry Investment Consulting Joint Stock Company.

* 1. Listen to the report on production and business results for Q1/2024
1. Signing contracts

In Q1/2024, the entire Company signed: VND 15.35 billion, equal to 117.0% of the value of the same period in 2023 (VND 13.15 billion) and equal to 9.6% of the business plan in 2024 (VND 160 billion), of which:

* Design consultancy: VND 11.79 billion, equal to 107.4% of the value realized in the same period in 2023 (VND 10.97 billion) and equal to 10.4% of the business plan in 2024 (VND 113.12 billion);
* General and construction services: VND 0.55 billion, equal to 25.2% of the value realized in the same period in 2023 (VND 2.18 billion) and equal to 1.1% of the business cooperation plan in 2024 (VND 46.82 billion).
1. Some targets of production and business results

Some key targets expected for production and business results in Q1/2024 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Unit | The whole company |
| Q1/2023 Results | Business cooperation plan 2024 | Q1/2024 Results | % compared with |
| Same period | 12024 Plan |
| 1 | Payable to the State budget |  | 4,913.81 | According to regulations | 3,919.74 | 79.8 |  |
| 2 | Revenue | Million VND | 7,314.54 | 160,000 | 22,400.19 | 306.2 | 14.0 |
| - | Consulting on design, scientific research | ” | 5,368.18 | 112,921 | 17,184.65 | 320.1 | 15.2 |
| - | General and construction services | ” | 1,937.18 | 46,820 | 5,210.46 | 269.0 | 11.1 |
| - | Financial and other activities | ” | 9.18 | 259 | 5.08 | 55.3 | 2.0 |
| 4 | Production value | ” | 5,147.66 | 101,547 | 16,947.38 | 329.2 | 16.7 |
| - | Consulting on design, scientific research | ” | 4,833.91 | 88,942 | 15,459.75 | 319.8 | 17.4 |
| - | General and construction services | ” | 313.75 | 12,605 | 1,487.63 | 474.1 | 11.8 |
| 7 | Profit | ” | 29.90 | 1,700 | 212.61 | 711.1 | 12.5 |
| 8 | Employees and salary | ” |  |  |  |  |  |
| - | Average number of employees: | Employee | 219.67 | 228 | 210 | 95.6 | 92.1 |
| - | Average monthly salary | Thousand VND | 872.10 | 17,541 | 11,708.18 | 1,342.5 | 66.7 |
| - | Salary unit price (VND/VND 1000 of production value) |  | 446.59 | 473 | 435 | 97.5 | 92.1 |

* 1. Production and business plan Q2/2024

Certain targets of Production and business plan Q2/2024

Unit: Million VND

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| No. | Targets | Agency under the Company | Hongai Coal Design Enterprise | General Services and Trading Enterprise | The whole company |
| 1 | Revenue | 18,400 | 5,000 | 4,600 | 28,000 |
| - | Consulting on design, scientific research | 18,400 | 5,000 |  | 23,400 |
| - | General and construction services |  |  | 4,600 | 4,600 |
| 2 | Production value | 16,560 | 4,500 | 1,900 | 22,960 |
| - | Consulting on design, scientific research | 16,560 | 4,500 |  | 21,060 |
| - | General and construction services |  |  | 1,900 | 1,900 |
| 3 | Profit | 200 | 90 | 50 | 340 |

Assign the Manager and the Executive Board of Leaders to direct units and departments: Continue to implement solutions to improve the quality and progress of projects and work to complete the tasks of the production and business plan for Q2 and for 2024.

1. Approve the organization of the Annual General Meeting of Shareholders 2024 of Vinacomin Industry Investment Consulting Joint Stock Company.

Pursuant to Proposal No. 126/TTr-TVM dated March 21, 2024 of the Person in charge of corporate governance regarding the Annual General Meeting of Shareholders 2024 of Vinacomin Industry Investment Consulting Joint Stock Company.

After discussion, the Board of Directors unanimously approved the Meeting agenda and contents submitted to the Annual General Meeting of Shareholders 2024 of Vinacomin Industry Investment Consulting Joint Stock Company, specific contents are as follows:

* 1. Time: Expected on April 23, 2023.
	2. Venue: At the Sixth-floor Hall, Vinacomin Industry Investment Consulting Joint Stock Company, No. 565 Nguyen Trai Street, Thanh Xuan Nam Ward, Thanh Xuan District, Hanoi.
	3. Participants: All shareholders who own securities according to the list of shareholders prepared by the Vietnam Securities Depository or those who are duly authorized to attend.
	4. Meeting agenda.
		1. Main Reports at the Meeting
* Report on production and business activities in 2023 and orientations for

2024;

* Audited Financial Statements 2023 of the Company;
* Report on profit distribution plans, appropriation and use of funds; Dividend payment plan for 2023;
* Report on the payment rate of remuneration, salary, bonus and other benefits to the Board of Directors, the Supervisory Board in 2023 and plan for 2024;
* Report of the Board of Directors on governance and performance of the Board of Directors in 2023;
* Appraisal report of the Supervisory Board: Report on the Company's business results; Annual Financial Statements; Report evaluating the management and operation of the Company by the Board of Directors and the Manager;
* Plan to select an Audit Company to audit the Company's Financial Statements in the fiscal year 2024.
	+ 1. Collect opinions from the General Meeting of Shareholders to approve:
* Approve the report on production and business results in 2023 and the plan for 2024;
* Approve the Audited Financial Statements 2023;
* Approve the Report of the Board of Directors;
* Approve the Report of the Supervisory Board;
* Approve the Report on production and business results in 2023 and mission directions for 2024;
* Approve the 2023 dividend and the 2024 dividend payment plan;
* Approve the payment of remuneration to members of the Board of Directors, Supervisory Board, and Company Secretariat in 2024;

Based on the Resolution, the Chair of the Board of Directors and the Company's Manager organize implementation and submit to the Annual General Meeting of Shareholders 2024.

1. Approve the regulations

Pursuant to Proposal No. 127/TTr-TVM dated March 21, 2024 of the Company Manager on the approval of the Draft Regulations.

Based on the appraisal results of the draft Regulation on cost management and salary and income distribution in 2024.

After discussion, the Board of Directors unanimously approved the following Regulations:

1. Regulations on cost management and distribution of salaries and income
2. Regulations on clerical work

Based on the Resolution, assign the Chair of the Board of Directors to issue an Decision for implementation.

1. Approve the settlement of the realized salary fund in 2023;

Pursuant to Proposal No. 131/TTr-TVM dated March 23, 2024 of the Company Manager on approving the settlement of the salary fund 2023.

After discussion, the Board of Directors agreed to approve the settlement of the salary fund 2023 with some main contents as follows:

* 1. Settlement of the Employee Salary Fund:
* Transferred from the provisional salary fund 2022: VND 0.0
* Realized salary fund in 2023: VND 45,595,090,455
	1. Settle the Salary fund for Company managers:

Realized salary fund in 2023: VND 2,205,000,000

* 1. Assign the Manager of the Company to:
* Settle the Salary fund for Company managers in 2023
* Based on the production and business situation, spend surplus resources in accordance with regulations. Based on the Resolution, assign the Chair of the Board of Directors to issue a Decision for implementation.
1. Approve the staff work

Pursuant to Proposal No. 134/TTr-TVM dated March 23, 2023 of the Company Manager on staff work.

After discussion, the Board of Directors unanimously approved the policy and plan to appoint the Head of the Planning Department;

Pursuant to the Resolution, the Company Manager is assigned to implement the process of considering and appointing the Head of the Company Planning Department according to regulations.