### ASIAN MINERALS JOINT STOCK COMPANY

#### **SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness**

Nghe An, March 2025



No. /2025/GM-HDQT

# INVITATION LETTER ANNUAL GENERAL MEETING OF SHAREHOLDERS ASIA MINERALS JOINT STOCK COMPANY IN 2025

#### To: Dear Shareholders of Asia Minerals Joint Stock Company

The Board of Directors of Asia Minerals Joint Stock Company would like to invite shareholders to attend the 2025 Annual General Meeting of Shareholders with the following organizational information:

- **1. Meeting time:** 7:30 a.m. on April 25, 2025
- **2. Location:** Meeting room of Asia Minerals Joint Stock Company, Lot 32 Zone C Nam Cam Industrial Park Nghi Xa Nghi Loc Nghe An
- 3. Contents of presentation, discussion and solicitation of opinions at the Congress
  - Financial settlement report in 2024.
  - Report of the Board of Directors in 2024, Operation plan in 2025.
  - Report of the Supervisory Board in 2024, Operation plan in 2025.
  - Report on production and business plans and investment in 2025,
  - To approve the reports:
  - + Plan for profit distribution, fund setting, and dividend payment in 2024.
- + Submit the settlement of remuneration of the Board of Directors, the Supervisory Board in 2024 and propose the remuneration level in 2025.
- + Approving the proposal for selection of the auditing unit for financial statements in 2025.
- + Approving the proposal to amend and supplement the company's charter (Amendment of business line registration content according to the certificate of enterprise registration content of Nghe An Department of Planning and Investment).

#### 4. Registration and confirmation of attendance

Shareholders are requested to confirm their attendance or send the Power of Attorney to attend the general meeting (according to the enclosed form) directly by post, or call before 16:00 on April 24, 2025.

<u>Recipient:</u> Administrative Organization Department – A Chau Minerals Joint Stock Company – Lot 32 – Zone C, Nam Cam Industrial Park, Nghi Loc, Nghe An.

- \* Phone: 0983 426 385 (Mss Thao), 0983.703.383 (Mr Chieu)
- 5. Shareholders/Authorized persons to attend the general meeting please bring and present the following documents:

- (1) ID card/passport; (2) Meeting invitation letter; (3) Valid power of attorney (*in case of authorization*))
- 6. **Documents of the general meeting**: Shareholders are requested to refer to and download directly at the website: *www. amcvina.vn* or go directly to the Company's address to receive more documents.

### TM BOARD OF DIRECTORS PRESIDENT

### SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness

# CERTIFICATE OF ATTENDANCE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025 ASIA MINERALS JOINT STOCK COMPANY

To: - Board of Directors of Asia Minerals Joint Stock Company - Organizing Committee of the 2025 Annual General Meeting of Shareholders

Shareholder
Name:
D number:
ssued Date:
ssue
Permanent address:
Геlephone:
As a shareholder of A Chau Minerals Joint Stock Company, currently owns the following
shares in the company: shares (par value 10,000 VND) equivalent to the
amountcopper
(In words:)
After studying the documents of the 2025 Annual General Meeting of Shareholders of
Asia Minerals Joint Stock Company, I confirm that I will attend the General Meeting.
All expenses related to attending the 2025 Annual General Meeting of Shareholders of
ny Asia Minerals Joint Stock Company will be my own responsibility.
Day month in 2025

**SHAREHOLDER** 

## **SOCIALIST REPUBLIC OF VIETNAM**Independence – Freedom – Happiness

day	month	in	2025
	mommu	$\iota \iota \iota \iota$	2023

#### **POWER OF ATTORNEY**

(Attending the Annual General Meeting of Shareholders Asia Minerals Joint Stock Company in 2025)

To: - Board of Directors of Asia Minerals Joint Stock Company
- Organizing Committee of the 2025 Annual General Meeting of Shareholders

My name	
is:	
ID card number:	
Issued Date: Place of	of
issue	
Address:	
As a shareholder of A Chau Minerals Joint Stoc	k Company, currently owning shares in
the company are: shares (par value	e 10,000 VND) equivalent to the
amount	copper
(In words:	)
By this Power of Atto	rney, I authorize
Mr.	
(Mrs.):	
ID card number:	
Issued Date: Place of	of
issue	
Address:	
Mr. (Mrs.)	<u>*</u>

of Shareholders of Asia Minerals Joint Stock Company in accordance with the provisions of law and the company's Charter.

This power of attorney is only valid during the 2025 Annual General Meeting of Shareholders of Asia Minerals Joint Stock Company.

**Authorized Person** 

**Delegator** 

(Sign and specify full name)

(Sign and specify full name)



#### AGENDA ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 (April 25, 2025)

Time	Contents	Notes
07h30 - 08h00	- Reception and registration of delegates attending the Meeting	
08h00 - 08h10	<ul> <li>Statement of purpose, introduction of delegates, opening of the Meeting.</li> <li>Report on verification of shareholder eligibility and Meeting validity.</li> </ul>	
08h10 - 08h15	- Introduction and invitation of the Chairperson	
08h15 – 08h20	- Introduction of the Meeting Secretary - Introduce and elect the Vote Counting Committee	
08h20 - 08h30	- Approve the Congress Program - Approve the Congress Regulations	
08h30 - 09h30	Report on the Approval of the Following Contents:  1. Report on Business Performance in 2024, Business and Investment Plan for 2025;  2. Report of the Board of Directors in 2024, Activity Plan for 2025;  3. Report on the Activities of the Supervisory Board in 2024, Activity Plan for 2025;  4. Approval of the Proposals:  - Plan for Profit Distribution, Fund Allocation, and Dividend Payment for 2024;  - Proposal for Settlement of Remuneration for the Board of Directors and the Supervisory Board in 2023 and Suggested Remuneration for 2025;  - Proposal for Amendments and Supplements to the Company's Charter (including additional business sectors);  - Approval of the Proposal for Selecting an Audit Firm for the 2025 Financial Statements.	
09h30 - 10h15	- Discussion and Approval of the Reports and Proposals	
10h15 - 10h20	- Voting on the Approval of the Congress Reports	
10h20 - 10h30	- Announcement of the Voting Results on the Congress Reports	
10h30 - 10h45	- Approval of the Minutes and Resolution of the Congress	
10h45 - 11h00	- Closing of the Congress	

On behalf of the Board of Directors Chairman

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# REGULATIONS ANNUAL GENERAL SHAREHOLDERS' MEETING 2025 ASIA MINERAL JOINT STOCK COMPANY

#### **CHAPTER I. GENERAL PROVISIONS**

#### **Article 1. Scope of Application**

These regulations apply to the organization of the Annual General Shareholders' Meeting (AGM) 2025 of Asia Mineral Joint Stock Company.

#### **Article 2. Subjects of Application**

These regulations specify the rights and obligations of parties participating in the AGM, as well as the conditions and procedures for conducting the meeting.

## CHAPTER II. CONDITIONS FOR HOLDING THE MEETING Article 3. Conditions for Holding the Meeting

The AGM shall be conducted when shareholders attending the meeting represent more than 50% of the total voting shares according to the shareholder list finalized on March 25, 2025. If the AGM does not meet the above conditions, subsequent meetings shall be conducted according to the Company's Charter and the Enterprise Law.

## **CHAPTER III. RIGHTS AND OBLIGATIONS OF PARTICIPANTS Article 4. Rights and Obligations of Ordinary Shareholders**

- 1. Conditions for Participation
- Shareholders owning at least one (01) share on the finalized shareholder list (March 25, 2025) are eligible to attend the AGM.
  - 2. Rights of Ordinary Shareholders Attending the AGM
  - Have the right to vote on all matters.
- Shareholders may provide opinions directly or through authorized representatives.
  - Voting rights correspond to the shares held or represented.
  - 3. Obligations of Ordinary Shareholders Attending the AGM
  - Attend or authorize a representative to attend.
  - Comply with these Regulations.
  - Complete registration procedures.
  - Adhere to the AGM's internal rules.

### Article 5. Rights and Obligations of the Shareholder Verification Committee

The Shareholder Verification Committee verifies shareholder eligibility and reports the results to the AGM.

#### Article 6. Rights and Obligations of the Ballot Counting Committee

The Ballot Counting Committee oversees the election process and reports the results.

#### Article 7. Rights and Obligations of the Chairperson and Secretary

- 1. The Chairperson presides over the AGM.
- 2. The Chairperson appoints the Secretary and nominates the Ballot Counting Committee.
  - 3. Decisions regarding meeting procedures shall be final.
  - 4. The Chairperson ensures an orderly meeting.
- 5. The Chairperson may postpone the AGM for a maximum of three days if necessary.
  - 6. The Secretary assists in documentation.

## **CHAPTER IV. CONDUCTING AND CONCLUDING THE AGM Article 8. Meeting Procedures**

- 1. Registration for Attendance
- The Company shall conduct shareholder registration until all eligible shareholders present have been registered.
  - Latecomers may register but cannot affect prior voting results.
  - 2. Meeting Format: Physical attendance.
- 3. Voting Method: Secret, public, and direct voting, with results announced immediately.

### Article 9. Approval of AGM Resolutions

- 1. Resolutions passed with over 50% of voting shares present:
- Annual financial statements.
- Development plans.
- Election of Board members.
- 2. Resolutions requiring over 65% approval:
- Amendments to the Charter, restructuring, or major transactions exceeding 35% of total assets.

#### **Article 10. Meeting Minutes**

All AGM proceedings must be recorded in the meeting minutes and archived in the Company's records.

### CHAPTER V. IMPLEMENTATION PROVISIONS

### **Article 11. Implementation**

These Regulations consist of four chapters and eleven articles, adopted on April 25, 2025, and effective from the signing date.

### ON BEHALF OF THE BOARD OF DIRECTORS CHAIRMAN

**Pham Viet Hung** 

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# REPORT Business Performance in 2024 and Implementation Plan for 2025

### To: Annual General Shareholders' Meeting of Asia Mineral Joint Stock Company 2025

On behalf of the Board of Directors, I would like to present the Annual General Shareholders' Meeting 2025 with the business performance of 2024 and the business plan for 2025 as follows:

#### **PART A**

#### **BUSINESS PERFORMANCE IN 2024**

#### I. OVERVIEW

In 2024, the company operated under challenging conditions: the ongoing Russia-Ukraine war, escalating Israel-Hamas conflict, and global economic pressures affecting international maritime transport. Domestic demand for fine calcium carbonate powder remained low, while export markets showed recovery, albeit with high international shipping costs affecting overall business operations.

#### II. BUSINESS RESULTS IN 2024

No.	Indicator	Unit	Plan 2024	Actual	Actual
				2023 (%)	2024(%)
1	Mining output	Tons	125,828	108,770	83,416
2	Production output	Tons	108,500	100,804	98,978
3	Sales volume	Tons	108,500	102,172	105,069
4	Revenue	Million VND	157,874	147,481	160,868
5	Pre-tax profit	Million VND	7,889	8,204	7,963
6	Net profit	Million VND	6,206	6,436	6,187
7	Average employee	Million	10.9	10.4	12.2

	income	VND/month			
8	Tax contribution	Million VND	9,356	8,756	9,541

#### III. BUSINESS PERFORMANCE ASSESSMENT

#### 1. Strengths

- In 2024, the company proactively forecasted and closely monitored the situation, regularly inspecting, urging, and directing to maintain stable production and business operations according to the plan. Cost reduction measures were implemented to enhance efficiency. Although production and sales targets were not met, revenue, profit, and employee income still achieved and exceeded the planned targets.
- Fully implemented all resolutions of the General Meeting of Shareholders and the Board of Directors.
- The NSS brand and the reputation of AMC Company were upheld and further strengthened.
- Management processes were continuously improved and refined, becoming more scientific and aligned with the stringent standards of international customers.
- Various measures were taken to maintain and expand the product consumption market, such as boosting exports (export volume accounted for 43% of total sales, contributing 50% of total revenue) and shifting the product structure towards ultra-fine and high-value coated products to compensate for the decline in domestic demand for fine powder.
- Successfully ensured technical maintenance by organizing equipment servicing and repairs according to established procedures and regulations, promptly supporting production and business activities.
- The finance and accounting department largely complied with principles and regulations. The financial reporting system was prepared in accordance with state-prescribed templates.
- Costs were consolidated, and product costs were calculated in detail for each production stage and type of finished product. The cost of production and management expenses were generally in line with the plan.
- Proactively recovered debts, effectively leveraged available capital sources to ensure timely funding for production, business operations, and investments. Employee wages, bonuses, and other benefits were fully ensured.

- Asset, material, and financial management were strictly implemented. Capital was mobilized and utilized appropriately, ensuring business capital was preserved and developed.
  - Resolution of long-standing issues, At the mines and the Company

#### 2. Challenges and Limitations

- Input cost factors such as acid, grinding aids, electricity, fuel, and transportation fees have increased significantly, while market competition has become increasingly fierce, preventing price increases and leading to a decreasing profit margin.
- Due to the nature of the industry involving heavy labor, recruitment competitiveness remains low.
- Machinery and equipment have been in use for many years, resulting in frequent breakdowns and continuous maintenance costs.
- Accounts receivable and payable at the end of the year remain high; the collection of long-overdue debts is still unresolved for some entities, such as Daeil Polychem & Friends JSC and Hung Dai Nam Group JSC, with overdue debt totaling 360 million VND.
- The investment project to expand the ultra-fine grinding and CaCO3 powder coating production line to increase production capacity is still behind schedule.
- The process of transferring Châu Quang quarry from the General Corporation for Economic Cooperation to Asia Mineral Joint Stock Company (AMC) is still delayed.

### PART B IMPLEMENTATION PLAN FOR 2025

#### I. MARKET OUTLOOK FOR 2025

The global political situation in 2025 is predicted to remain unstable; the world economy is experiencing unpredictable fluctuations with many potential risks, and the cost of maritime transportation continues to rise sharply. The domestic consumption market has not yet recovered, especially for fine calcium carbonate powder, where demand has dropped significantly compared to previous years.

The supply of raw materials is becoming increasingly scarce, with declining output and lower quality. Meanwhile, large companies are continuously acquiring mines and expanding their investments, causing raw material costs to rise. Competition is becoming more intense, particularly in pricing, as major corporations invest in integrated supply chains—from mining, transportation, and calcium carbonate powder production to masterbatch and plastic product manufacturing.

#### II. KEY BUSINESS TARGETS

No.	Category	Plan 2025
1	Sales volume	113,380 tons
2	Revenue	176,905 million VND
3	Pre-tax profit	6,033 million VND
4	Net profit	4,495 million VND
5	Net profit margin	8.99%
6	Tax and contributions	9,492 million VND
7	Average employee income	12,050,658 VND/month
8	Dividend payout ratio	13% of charter capital

#### III. IMPLEMENTATION MEASURES

- Continue closely monitoring market trends, maintaining stability in existing markets, and expanding into new markets (with a strong focus on export markets). Prepare adequate reserves of raw materials to ensure stable production and meet market demands. Strengthen production management, control technical and economic norms, reduce costs to lower product prices, enhance business efficiency, and achieve the targets set for 2025.
- Maintain and effectively implement equipment maintenance and repair operations. Strictly manage the quality and pricing of materials and spare parts to meet the company's business and production requirements.
- Closely monitor and enhance debt collection efforts, particularly focusing on overdue receivables and customers with large outstanding balances. Implement timely solutions to ensure financial security.

Focus on and accelerate the process of transferring the Châu Quang quarry from the Economic Cooperation Corporation to Asia Minerals Joint Stock Company.

Strengthen the management of mining activities at the Châu Hồng quarry, ensuring compliance with regulations and legal requirements while securing raw material supplies for production.

Implement the investment project for the "Investment in an Ultra-Fine Grinding and Calcium Carbonate Coating Production Line" at the factory in accordance with legal regulations and investment management procedures, ensuring cost efficiency and effectiveness.

Continue researching and investing in product diversification to maximize the company's capabilities, experience, and brand value. Explore the application of advanced technology, automation, and digital transformation in management and certain production processes to improve labor productivity and reduce production costs.

Strengthen political and ideological education, and improve administrative management within the company. Take care of employees' material well-being, including housing and living conditions.

**GENERAL DIRECTOR** 

#### **SUMMARY FINANCIAL REPORT 2024**

I/ Balance sheet Unit: VND

No	Interpretation	01/01/2024	12/31/2024
I	Current assets	41.611.827.920	58.317.156.241
1	Cash and cash equivalents	6.262.156.403	4.081.563.486
2	Short-term financial investments	-	-
3	Short-term receivables	19.062.081.726	28.757.141.671
4	Inventory	12.481.110.800	17.766.708.281
5	Other current assets	3.806.478.991	7.711.742.803
II	Long-term assets	36.750.080.245	43.758.759.412
1	Long-term receivables	3.747.002.396	4.181.353.929
2	Fixed assets	91.015.041.718	93.053.582.898
3	Accumulated depreciation	(68.891.066.502)	(73.668.245.230)
4	Construction in progress costs	403.604.783	9.811.487.424
5	Other long-term assets	10.475.497.850	10.380.580.391
	Total assets	78.361.908.165	102.075.915.653
I	Liabilities	27.168.900.820	49.194.601.543
1	Short-term debt	24.374.802.203	38.663.625.147
2	Long-term debt	2.794.098.617	10.530.976.396
II	Equity	51.193.007.345	52.881.314.110
1	Owner's equity	28.500.000.000	28.500.000.000
2	Funds	16.256.540.990	18.194.360.710
3	Retained earnings	6.436.466.355	6.186.953.400
	Total capital	<u>78.361.908.165</u>	102.075.915.653

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### II/ Business performance results

TT	Target	2023	2024
1	Sales & service revenue	146.862.618.091	159.789.927.069
2	Net revenue from sales & service	146.862.618.091	159.789.927.069
3	Cost of goods sold	85.929.673.076	95.682.599.131
4	Sales and service profit	60.932.945.015	64.107.327.938
5	Financial revenue	418.581.927	978.402.268
6	Financial costs	316.043.113	390.400.943
	- Including interest payable	194.569.403	139.670.275
7	Cost of sales	44.054.880.931	46.777.056.633
8	Business management costs	8.829.516.723	9.636.032.720
9	Net profit	8.151.086.175	8.282.239.910
10	Other income	200.315.723	100.003.402
11	Other costs	147.647.916	419.048.791
12	Other profits	52.667.807	(319.045.389)
13	Total accounting profit before tax	8.203.753.982	7.963.194.521
14	Current corporate income tax expense	1.767.287.627	1.776.241.121
15	Profit after corporate income tax	6.436.466.355	6.186.953.400
16	Basic earnings per share (*)	1.980	1.901

#### III/ Basic financial indicators

TT	INDICATORS	2023	2024
1	Asset structure		
	- Long-term assets/ Total assets	47%	43%
	- Current assets/ Total assets	53%	57%
2	Capital structure		
	- Liabilities/Total capital	35%	48%
	- Owner's equity/ Total capital	65%	52%
3	Profit margin		
	- Profit margin/ Total assets	8%	6%
	- Profit margin / Net revenue	4%	4%
	- Profit margin/equity	13%	12%

Prepared on March 18, 2025

PREPARED BY

CHIEF ACCOUNTANT

**DIRECTOR** 

### **SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness**

### REPORT OF THE BOARD OF DIRECTORS AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: The General Meeting of Shareholders of Asia Mineral Joint Stock Company

- Pursuant to the Enterprise Law No. 59/2020/QH14, dated June 17, 2020;
- Pursuant to the Charter on the organization and operation of Asia Mineral Joint Stock Company;
- Pursuant to the functions and duties of the Board of Directors;

The Board of Directors of Asia Mineral Joint Stock Company respectfully submits the report on the evaluation of the 2024 operational results and the 2025 directions and tasks to the General Meeting of Shareholders as follows:

#### I. GENERAL SITUATION

#### 1. Advantages:

The company receives strong support from shareholders, especially major institutional shareholder Coecco.

The company owns two white stone quarries, ensuring a stable supply of raw materials for production.

With many years of experience in the production and consumption of white stone powder, the company's workforce is highly skilled and experienced. The AMC and NSS brands have extensive market coverage and high reputation in the stone powder industry.

#### 2. Challenges:

In 2024, the global economy continued to recover slowly and unevenly; trade tensions and geopolitical instability among major powers exerted significant pressure on economic development. The demand for stone powder declined, market competition intensified, and essential input costs such as raw stone, electricity, and

transportation fees continued to rise, greatly affecting the company's business efficiency.

#### II. BOARD OF DIRECTORS' ACTIVITIES

#### 1. Board of Directors' Members

The 2023 General Meeting of Shareholders elected five Board members for the 2023–2028 term:

- Mr. Phạm Việt Hùng, Chairman of the Board
- Mr. Lê Văn Chiến, Board Member/Director
- Ms. Nguyễn Thị Ngân, Board Member
- Mr. Nguyễn Thành Hưng, Board Member
- Mr. Nguyễn Văn Hùng, Board Member

The Board of Directors operates collectively, adhering to legal regulations, the Company's Charter, and the Resolutions of the General Meeting of Shareholders, as well as internal management regulations.

#### 2. Board of Directors' Activities

In 2024, the Board held four meetings, conducted 26 voting sessions, and issued Resolutions to direct and oversee implementation. Meetings were attended fully by members, and the Supervisory Board and Executive Board were also invited. The discussions reached high consensus, facilitating the execution of the Board's resolutions in the company's operations.

Key resolutions and decisions included:

- Approval of business operation reports and financial statements on a quarterly, semi-annual, and annual basis.
  - Approval of convening the 2024 General Meeting of Shareholders.
- Approval of dividend payments for 2023 as per the General Meeting's resolution.
- Approval of investment in expanding the ultra-fine grinding and coating line for CaCO3 powder to enhance production capacity.
  - Approval of investment in raw material storage areas.
- Approval of procurement packages related to the ultra-fine grinding and coating line expansion project.
- Directing the Executive Board in implementing 2024 business plans according to the Shareholders' Meeting resolutions.

#### 3. Business Performance Oversight

Implementing the General Meeting's resolutions, the Board of Directors developed and executed annual business strategies. The Board actively directed, supervised, and ensured alignment with set targets.

#### 3.1 Key Performance Indicators in 2024:

No.	Indicator	Unit	2024 Plan	2024 Performance	% Completion
1	Quarry stone extraction	Tons	125,828	83,416	66.3%
2	Production output	Tons	108,500	98,978	91.2%
3	Sales volume	Tons	108,500	105,069	96.8%
4	Revenue	VND billion	157,874	160,868	101.9%
5	Pre-tax profit	VND billion	7,889	7,963	100.9%
6	After-tax profit	VND billion	6,206	6,187	99.7%
7	Average employee income	VND billion	10.9	12.2	111.1%
8	Tax contributions	VND million/month	9.356	9.541	102.0%

(Details as per audited financial statements.)

#### 3.2 Investment Activities in 2024:

Completed investments:

No.	<b>Investment Item</b>	Quantity	Value (VND million)
1	Purchase and repair of Hyundai HD 2900 excavator	1	742
2	Fire protection system	1	1,730

No.		<b>Investment Item</b>	Quantity	Value (VND million)
3	Other assets		1	86
Total				2,558

Ongoing investments:

No.	<b>Investment Item</b>	Quantity	Value (VND million)
1	Expansion of ultra-fine grinding and coating line	1	25,053
Total			25,053

#### 4. Results of the Executive Board Supervision

Based on the Enterprise Law, the company's charter, and the issued regulations, the Board of Directors (BOD) has continuously and regularly supervised the activities of the Executive Board, with the following results:

Despite the slow economic recovery, intense competition, and rising input costs, the company has achieved significant results. The BOD highly appreciates the determination, decisiveness, and close management of the Executive Board, particularly the Company Director, in guiding and managing operations to meet the set objectives and targets while ensuring the company's stability. The company has maintained job security and stable income for employees. Production output reached 88.7% of the annual plan; sales volume reached 96.8% of the annual plan; revenue achieved 101.9% of the annual plan, and pre-tax profit reached 100.9% of the annual plan.

The Executive Board of Asia Minerals Joint Stock Company has fulfilled its assigned functions and duties in compliance with the company's charter and regulations. The BOD's resolutions and directives have been implemented decisively, promptly, thoroughly, and specifically by the Executive Board.

### 5. Implementation of the Company's Charter and Corporate Governance Regulations

Compliance with legal regulations, as well as adherence to the company's charter, policies, and procedures in business and production activities, has been strictly maintained.

#### 6. Evaluation of the Board of Directors' Activities

The Board of Directors always operates based on the principle of collective decision-making, adhering to legal regulations, the company's charter, resolutions of the General Meeting of Shareholders, and issued internal management regulations.

#### - Existing Issues and Limitations

In 2024, the Board of Directors prioritized investment to enhance production capacity. However, due to various reasons, implementation has been slower than planned. The transfer of the Châu Quang quarry has not yet been completed.

#### III. 2025 BOARD OF DIRECTORS' STRATEGY

#### 1. Market Forecast

Recognizing that 2025 will continue to present many challenges affecting the company's business and production activities, the Board of Directors (BOD) acknowledges that global geopolitical instability remains unpredictable. The "Trade War 2.0" under U.S. President Donald Trump may reduce the company's export potential. Meanwhile, market competition is becoming increasingly fierce, especially as many of the company's raw material suppliers have also established factories and entered the ultra-fine calcium carbonate powder market.

Therefore, the BOD is determined to focus all resources on strengthening management and operational oversight to effectively implement the 2025 General Meeting of Shareholders' Resolution. The company aims to meet and exceed the set targets, maximize the legal rights and interests of shareholders, and maintain and sustainably develop the company's brand.

#### 2. 2025 Business Targets:

No.	. Indicator	Unit	2025 Target
1	Quarry stone extraction	Tons	95,652
2	Production output	Tons	113,380
3	Sales volume	Tons	113,380
4	Revenue	VND billion	176,905
5	Pre-tax profit	VND billion	6,033
6	After-tax profit	VND billion	4,495
7	Tax contributions	VND billion	9,492
8	Average employee income	VND million/month	12.050
9	Dividend payout	%	13%

#### 3. Investment Plans:

Completion of 2024's ongoing projects.

Total new investments: VND 2.2 billion.

#### 4. Key Solutions:

- Strengthen management and operational oversight to ensure the effective implementation of the General Meeting of Shareholders' Resolution, striving to achieve and exceed the fundamental targets set by the General Meeting.
- Direct the implementation of measures to stabilize production, ensure the smooth operation of newly invested production lines to enhance production capacity and product quality, and maintain and expand the market to increase revenue and profit.
- Ensure full and timely benefits for employees, consistently prioritize occupational safety and health, and improve the working environment and conditions. Effectively implement environmental protection measures, ensuring absolute safety in production, quarrying, and transportation activities.

- Oversee the proper maintenance and repair of machinery and equipment to support production. Promote technical innovation initiatives to enhance productivity, reduce labor costs, and maintain product quality stability.
- Focus on resolving existing issues, completing documentation, and expediting the legal procedures for the ownership transfer of the Châu Quang quarry.
- Continue improving the quality of the Board of Directors' activities by promptly issuing resolutions and decisions for leadership and management, addressing essential matters effectively. Ensure strict supervision of the Executive Board in complying with legal regulations, the company's charter, policies, and resolutions of the General Meeting of Shareholders and the Board of Directors.
- The above is the report on the activities of the Board of Directors of Asia Minerals Joint Stock Company for 2024 and the work plan for 2025. We respectfully submit it for the General Meeting's review, discussion, and resolution.

Sincerely,

ON BEHALF OF THE BOARD OF DIRECTORS

**CHAIRMAN** 

Phạm Việt Hùng

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## PROPOSAL Regarding the Profit Distribution for 2024

To: Annual General Meeting of Shareholders 2025

- Pursuant to the Charter on organization & operation of Asia Mineral Joint Stock Company;
- Pursuant to Resolution No. 01/2025 of the Board of Directors dated 21/01/2025;
- Pursuant to the audited business performance results for 2024, inspected by the Supervisory Board of the Company,

The Board of Directors of Asia Mineral Joint Stock Company submits to the General Meeting of Shareholders for approval of the 2024 profit distribution plan as follows:

No.	ITEMS	AMOUNT (VND)
1	Total undistributed after-tax profit for 2024	6,186,953,400
2	Dividend payout for shareholders in 2024 (13% charter capital)	3,705,000,000
3	Executive bonus fund	150,000,000
4	Reward and welfare fund (10%)	618,695,340
5	Remaining amount allocated to development investment fund	1,713,258,060

Recipients:

ON BEHALF OF THE BOARD OF DIRECTORS

- As above;

- Archive,

**CHAIRMAN** 

#### ASIA MINERALS JSC SUPERVISORY BOARD

#### **SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness**

Number: /TTR - BKS Nghe An, March 2025

### SUBMISSION Re: Selection of the Audit Firm for the 2025 Financial Statements

To: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to the Charter on the organization and operation of Asia Minerals Joint Stock Company.

Based on the review of audit firms approved by the State Securities Commission to audit listed companies in 2025, the Supervisory Board of Asia Minerals Joint Stock Company respectfully submits for the approval of the General Meeting of Shareholders the following list of audit firms. The Supervisory Board is authorized to select one of these firms to conduct the audit of the company's 2025 financial statements:

- 1. **AASC Auditing Firm Company Limited (AASC)** The audit firm for the company's financial statements in 2018 and 2019.
  - o Address: No. 1 Le Phung Hieu, Trang Tien, Hoan Kiem, Hanoi.
- 2. Ho Chi Minh City Auditing and Informatics Services Company Limited (AISC) The audit firm for the company's financial statements in 2016 and 2017.
  - o Hanoi Branch: VIMECO Building, Pham Hung Street, Cau Giay, Hanoi.
- 3. **A&C Auditing and Consulting Company Limited (A&C)** The audit firm for the company's financial statements from 2009 to 2015.
  - o Hanoi Branch: 40 Giang Vo, Dong Da, Hanoi.
- 4. **International Auditing Company Limited (iCPA)** The audit firm for the company's financial statements from 2020 to 2024.
  - Nghe An Branch: 18th Floor, Petroleum Building Nghe An No. 7 Quang Trung Street, Vinh City, Nghe An Province.

We kindly request the General Meeting of Shareholders to approve this proposal.

• Recipients: ON BEHALF OF THE SUPERVISORY BOARD

D 1 CD: 4

CHAIRMAN

- Board of Directors;
- Supervisory Board;
- General Director;
- Finance Department;
- Archive.

Signed and stamped)

Bui Nam Anh

### ASIAN MINERALS JOINT STOCK COMPANY

#### **SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness**

Nghe An, May 2025

Number: /TTr-HDQT

#### **REPORT**

Proposal to approve the settlement of remuneration payment of the Board of Directors and the Supervisory Board in 2024 and the remuneration plan for the Board of Directors and the Supervisory Board in 2025

To: Annual General Meeting of Shareholders 2025

- Pursuant to the Charter of Organization and Operation of Asia Minerals Joint Stock Company;
- Pursuant to the Regulation on financial management of Asia Minerals Joint Stock Company;
- Pursuant to Resolution No. 01/NQ General Meeting of Shareholders dated April 25, 2024 of the 2024 Annual General Meeting of Shareholders;
- Based on the business results in 2024 and the production and business plan in 2025 of Asia Minerals Joint Stock Company,

The Board of Directors of Asia Minerals Joint Stock Company respectfully submits to the General Meeting of Shareholders to vote to approve the Settlement of remuneration payment of the Board of Directors and the Supervisory Board in 2024 and the remuneration payment plan of the Board of Directors and the Supervisory Board in 2025 as follows:

- **1. Settlement of remuneration payment in 2024:** VND 521,454,912, of which:
  - Board of Directors allowance: 305,099,136 VND
- Allowance for the Supervisory Board and Secretary of the Board of Directors: 216,355,776 VND
  - 2. Remuneration payment plan in 2025:
  - Board of Directors
  - + Members of the Board of Directors = 15% of the salary of the Director,
- + Secretary of the Board of Directors = 15% of the salary of the Chief Accountant,
  - Supervisory Board
  - + Head of the Control Board = 20% of the salary of the Chief Accountant,

+ Members of the Supervisory Board = 15% of the salary of the Chief Accountant.

## We look forward to the approval of the General Meeting of Shareholders. Thank you very much!

Recipients:	ON BEHALF OF THE BOARD OF DIRECTORS
- As above;	CHAIRMAN
- Archive,	

**Pham Viet Hung** 

#### ASIAN MINERALS JOINT STOCK COMPANY

#### SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness

Number: /TTr-AMC

Nghe An, April 2025

#### REPORT

# Request for amendment and supplementation of the company's charter due to change of registration Business Scope

To: 2025 Annual General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and guiding documents;
  - Pursuant to the Charter of the Asia Minerals Joint Stock Company.

On October 7, 2024, the Department of Planning and Investment of Nghe An province issued document No. 21827/24 confirming the change in business registration content. (Enclosed document). In accordance with the provisions of the Law on Enterprises, the Law on Securities and guiding documents, the Board of Directors proposes the General Meeting of Shareholders to amend Clause 1, Article 4, Charter of the company as follows:

#### Proposed amendments to the **Applicable Charter** Charter 1. The Company's business lines \* Keeping the applicable business lines in the next section are: - Industry code 2399: Production and adding the following business of products from other non-metallic lines to the company's business lines minerals that have not yet been in the charter: classified (Details: Production and - Industry code 7710: Rental of processing of ultra-fine white motor vehicles. limestone powder, additives in - Industry code 7730: Rental of industries such as paints, plastics, machinery, equipment and other paper, rubber, animal feed, etc.); tangible utensils without a driver. - Industry code 0810: Mining of stones, sand, gravel and clay; - Industry code 4669: Wholesale of other specialized businesses that have not yet been classified (Details:

Trading of CaCO3 stone powder products of all kinds);

- Industry code 4799: Retail of other forms not yet classified (Details: Retail of CaCO3 stone powder products of all kinds);
- Industry code 4933: Transport of goods by road.
- Industry code 3290: Production of wall plastering powder
- Industry code 2396: Production of sawn stone; Production of CaCO3 stone powder products
- Industry code 4663: Wholesale of sawn stone and building materials
- Industry code 6810: Premises for lease

We look forward to the approval of the General Meeting of Shareholders. Thank you very much!

Recipients: ON BEHALF OF THE BOARD OF DIRECTORS

- As above;

- Archive,

CHAIRMAN

**Pham Viet Hung** 

#### ASIA MINERALS JSC SUPERVISORY BOARD

#### **SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness**

Number: /BC - BKS Nghe An, March 2025

#### REPORT OF THE SUPERVISORY BOARD AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of organization and operation of Asia Minerals Joint Stock Company;
  - Pursuant to the Regulation on operation of the Control Board;
- Pursuant to the Company's 2024 Financial Statements audited by International Auditing Company Limited (iCPA).

Perform the functions and tasks of the Supervisory Board in accordance with the Law on Enterprises and the Company's Charter. The Supervisory Board respectfully reports to the Annual General Meeting of Shareholders in 2025 the following contents:

#### I. Activities of the Supervisory Board in 2024

- 1. Regarding the number and structure of members of the Supervisory Board: The Supervisory Board of Asia Minerals Joint Stock Company is elected by the General Meeting of Shareholders to 3 members to work on a part-time basis.
- 2. Activities of the Supervisory Board: The Supervisory Board operates in accordance with the functions and tasks specified in the Company's Charter and State Law. In 2024, the Supervisory Board will carry out the following main activities:
- Supervise the compliance with the provisions of law, the Company's Charter and the Resolution of the General Meeting of Shareholders when the Board of Directors and the Executive Board perform their tasks;
- Periodically examine and appraise quarterly, 06-month and annual financial statements in order to assess the reasonableness and accuracy of financial data;

- Considering the reports on assessment of management and administration and reports on the implementation of production and business plans and investment plans reported quarterly and annually by the Executive Board;
- Supervise the Company's information disclosure in accordance with the law, consider the transparency of the information disclosure process to ensure the interests of shareholders;
- To supervise the observance of legal obligations and policies, including tax obligations and other financial obligations;
- Fully participate in meetings of the Board of Directors and contribute opinions in supervising the Company's activities in meetings.

In the process of performing its tasks, the Supervisory Board is always created by the Board of Directors and the Executive Board to create all favorable conditions to complete its tasks. For shareholders, the Supervisory Board did not receive any complaints from shareholders about the Company's activities, the management of the Board of Directors and the Executive Board.

#### II. Results of appraisal and appraisal of financial statements in 2024

The Company's 2024 financial statements are prepared in accordance with current Vietnamese accounting standards and regimes.

The 2024 financial statements are audited by International Auditing Company Limited (iCPA). The financial statements have honestly and reasonably reflected the material aspects of the financial situation as of December 31, 2024, as well as the results of production and business activities and cash flows for the fiscal year ended on the same day, in accordance with the standards, corporate accounting regimes and legal regulations related to the preparation and presentation of the report financial statements. Financial statements are also disclosed to shareholders in a timely manner in accordance with current regulations for listed companies.

#### Some main financial indicators are as follows:

#### 1. Production and business results in 2024

TT	Content	Plan for 2024	Implementation in 2024	Reach %KH
1	Production Volume (tons)	108.500	98.978	91,22%
2	Volume consumed (tons)	108.500	105.069	96,84%
3	Revenue and other income (VND)	157.874.000.000	160.868.332.739	101,90%
4	Profit before tax (dong)	7.889.290.971	7.963.194.521	100,94%
5	Profit after tax (VND)	6.206.298.020	6.186.953.400	99,68%
6	Remittance to the state budget (VND)	9.356.102.912	9.541.113.402	101,98%

7	Average income (VND/ng/year)	10.978.671	12.200.000	111,12%
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\* In 2024, the unit will face many difficulties due to the impact of the world and domestic economic situation, especially international sea transport activities; input cost prices fluctuate sharply. However, the Board of Directors and the Executive Board proactively overcome difficulties, carry out production and business, ensure jobs and income for employees. The results of the main indicators basically reached the plan: Revenue and other income reached 101.90% of the annual plan, profit before tax reached 100.94% of the annual plan; the average income of employees reached 111.12% of the annual plan.

Market work is always focused, the capacity of machinery and equipment is promoted, and the quality of basic products is maintained.

#### 2. Regarding assets and capital sources

ТТ	Quota	First issue 01/01/2024	Year-end issue 31/12/2024	Notes
I	Short-term assets	41.611.827.920	58.317.156.241	
1	Cash and cash equivalents	6.262.156.403	4.081.563.486	
2	Short-term receivables	19.062.081.726	28.757.141.671	
3	Inventory	12.481.110.800	17.766.708.281	
4	Other short-term assets	3.806.478.991	7.711.742.803	
II	Long-term assets	36.750.080.245	43.758.759.412	
1	Long-term receivables	3.747.002.396	4.181.353.929	
2	Fixed assets	22.123.975.216	19.385.337.668	
3	Long-term unfinished assets	403.604.783	9.811.487.424	
4	Other long-term assets	10.475.497.850	10.380.580.391	
*	Total assets	78.361.908.165	102.075.915.653	
III	Liabilities	27.168.900.820	49.194.601.543	
1	Short-term debt	24.374.802.203	38.663.625.147	
2	Long-term debt	2.794.098.617	10.530.976.396	
IV	Equity	51.193.007.345	52.881.314.110	
1	Owner's contributed capital	28.500.000.000	28.500.000.000	
2	Development Investment Fund	16.256.540.990	18.194.360.710	
3	Undistributed profit after tax	6.436.466.355	6.186.953.400	
*	Total Funding	78.361.908.165	102.075.915.653	

#### 3. Assessment of the financial situation of the enterprise

- The company's profitability is at a good level: Return after tax/equity (ROE) reached 13.47%; Profit after tax / total assets (ROA) reached 6.86%; basic profit per share reached 1,901 VND/share.
- Indicators to assess the Company's financial situation at a safe level: General solvency is 2.07 times; Short-term debt solvency is 1.51 times; The ability to pay fast is 1.05 times; The debt/equity ratio is 0.93 times.

#### 4. Management and use of capital and assets

- The management and use of assets, supplies and capital of the unit are strictly implemented, capital mobilization and use are for the right purposes, and business capital sources are preserved.
- Debt management: Receivables and payables are classified and monitored in detail according to each payer. The unit has tried and actively recovered debts to ensure timely capital for production, business and investment activities.
  - Implementation of investment in asset procurement:

During the period, the unit invested assets worth: 2,558 million VND (Hyundai HD2900 excavator: 742 million VND; Daikin air conditioner: 36 million VND; LG TV: 50 million VND; Fire protection system: 1,730 million VND). During the period, the unit liquidated the fixed assets of Ford Everest and collected an amount of 100 million VND.

#### 5. Implementation of cost norms and product prices

The unit summarizes costs, calculates detailed product costs according to each segment and each product; in general, the management of economic and technical norms, cost norms, and basic product prices follows the plan.

- Interest expense on loans decreased compared to the plan (implementation of 139 million VND / plan of 804 million VND, equal to 17.38% of the plan).
- Selling expenses: 46,777 million VND, equal to 86.89% of the year's budget.
- Enterprise management expenses: 9,636 million VND, equal to 89.97% of the annual plan.

#### 6. Compliance with regimes and policies

- Basic finance and accounting work complies with the principles and regimes. The financial reporting system shall be made according to the form prescribed by the State.
- The profit distribution unit shall comply with the decision in the Resolution of the General Meeting of Shareholders.

#### III. Evaluation of governance activities and the Executive Board

Through the process of supervising governance and executive activities in 2024, the Supervisory Board finds that:

#### 1. Activities of the Board of Directors

- The Board of Directors performs its functions, tasks and powers in accordance with the provisions of law, the Company's Charter and the Resolution of the General Meeting of Shareholders.
- Resolutions and decisions of the Board of Directors are focused on the implementation of the Resolution of the General Meeting of Shareholders; promulgated in a timely manner, in accordance with the provisions of the Law and the Company's Charter.
- The Board of Directors has held quarterly meetings in accordance with the law and the Company's Charter. In 2024, the Board of Directors has had active activities, closely coordinating with the Director and the Board of Directors to provide orientations as well as promptly solve the Company's business requirements, the main production and business efficiency indicators basically meet the year plan.

The Supervisory Board assesses that the operation of the Board of Directors is in accordance with the law and the Company's Charter, the contents of the Resolutions and decisions of the Board of Directors have been implemented in a timely manner to basically meet the requirements of the Company's production and business activities.

#### 2. Activities of the Executive Board

- Together with the Board of Directors, the Director of the Company has fully and promptly implemented the regulations and Resolutions of the Board of Directors and the General Meeting of Shareholders, carried out production and business according to the plan, sought to expand more customers, and promoted the effectiveness of the Company's organizational and management apparatus.
- The Board of Directors has proactively forecasted and grasped the situation, regularly urged and directed the maintenance of stable production and business as planned, ensuring jobs and increasing income for employees in the Company.
- The Company's Executive Board regularly holds briefings to discuss the implementation of the Company's production and business plans, and at the same time gives directions and measures to overcome shortcomings and shortcomings.

The Company's operating regulations are ensured and complied with in accordance with the law, the workshops ensure safety in production labor, and the benefits of employees and employees are implemented in accordance with the labor law. The work of the Party, trade unions and youth unions has been carried out and paid attention to creating conditions for time and funds to operate in accordance with the State's regulations and the Law on Enterprises.

#### \* Some exist:

- The production and consumption output has not reached the set plan (the production output of stone powder reached 91.22% of the annual plan; the

consumption of stone powder reached 96.84% of the annual plan); fine grinding and coated line products still have a loss of 2,063 million VND.

- Customer receivables are still large, up 5.8% compared to the beginning of the year, of which there are still customers with overdue debts, bad debts that have not been recovered, the amount of bad debt provisions set aside as of December 31, 2024: VND 325 million.
- The investment is still slow compared to the plan (Investment project to expand the ultra-fine grinding line and coat CaCO3 stone powder).
- Fulfilling obligations to the state budget still has some shortcomings, in the period inspected by the State agency, tax and administrative fines have been imposed, the amount: 419 million VND.
- The implementation of procedures for transferring Chau Quang quarry from the Economic Cooperation Corporation to Asia Minerals Joint Stock Company has not been implemented.

#### IV. Recommendations

In order for the Company to complete the targets in 2025 voted and approved by the Annual General Meeting of Shareholders, in order to limit errors and risks in the process of operating all production and business activities of the Company. The Supervisory Board made some specific recommendations as follows.

It is proposed that the Company be drastic in the recovery of customer debts to ensure timely capital for production, business and investment activities, especially large debts, outstanding and overdue. Continue to do a good job in the product consumption market, well manage the quality and economic norms, save costs to improve production and business efficiency.

It is recommended that the Company continue to work with relevant ministries and units to speed up the procedures for transferring the right to exploit Chau Quang mine in accordance with the law. The investment work ensures the progress according to the plan and in accordance with regulations.

It is recommended that the Company regularly thoroughly understand all officers, employees and employees to strictly abide by the law, discipline, internal rules and regulations; ensuring safety in production and mining labor, traffic safety and fire and explosion prevention.

Request the Company to inspect, review and complete records, vouchers and accounting books to ensure full procedures according to the regime and archive in accordance with regulations.

Constantly improve the effectiveness and efficiency of the Board of Directors and the Board of Directors on the basis of strict compliance with the provisions of the law and the Company's charter.

#### V. Operation plan of the Supervisory Board in 2025

- 1. Fully participate in meetings of the Board of Directors and a number of other meetings of the Company.
- 2. To supervise the Company's activities in the implementation of the Resolution of the General Meeting of Shareholders and the implementation of the Company's Charter.
- 3. Inspect the observance and implementation of regulations and regulations promulgated by the Company, coordinate with inspection and audit teams when requested.
- 4. To consider and appraise financial statements, reports on assessment of management and administration and reports on the performance of production and business tasks on a quarterly and annual basis.
- 5. To perform other tasks according to the functions and tasks of the Control Board.

The above is a report on the implementation of the tasks of the Supervisory Board in 2024 and the operation plan of the Supervisory Board in 2025 to be submitted to the 2025 Annual General Meeting of Shareholders of Asia Minerals Joint Stock Company.

Finally, I would like to send to the delegates and shareholders my best wishes for health, happiness, success, and a great success of the Congress.

#### **Where to receive:**

OB. SUPERVISORY BOARD

HEAD

- General Meeting of Shareholders;
- -BOM;
   Board of Directors;
- Members of the Supervisory Board;
- Save: VT, BKS.

Bui Nam Anh



#### ASIA MINERALS JOINT STOCK COMPANY

#### Lot 32 C, Nam Cam Industrial Park, Nghi Loc, Nghe An

Tel: (084).038.3791777

E-mail: amc@amcvina.vn Website: www.amcvina.vn

Nghe An, April 2025

#### **VOTING SHEET**

<u>Sharehol</u>	<u>der Information:</u>					
	of shareholder:	•••••			CD	
Name of t	the agency (if the s	shareholder is	an organization,	):		
Number o	of voting shares:					
<u>Vote : (</u> C	lick on the correspo	nding box )				
1. Financia	l settlement in 202	4				
	Approve		Disapprove		No Comments	
2 Dunday	tian businssa	d davalanma		an of 2025		
2. Produc	ction, business an	a aevelopmei	nt investment pi	an of 2025		
	Approve		Disapprove		No Comments	
3. Report	of the Board of	Directors in 2	024, orientation	for 2025		
	Approve		Disapprove		No Comments	
4. Report	of the Superviso	ry Board in 2	2024, orientation	1 for 2025		
	Approve		Disapprove		No Comments	
5 Profit	distribution plan,	dividend nav	yment level in 20	024		
5. I TOIIL (	- 1	, arviacha pag		0 <b>2 i</b>		
	Approve		Disapprove		No Comments	
					and the Superviso	•
Board in in 2025	2024 and the ren	nuneration fo	r the Board of I	Directors and t	the Supervisory Bo	ard
	Approve		Disapprove		No Comments	

7. Selection of an independent audit firm to audit the 2025 financial statements					
	Approve		Disapprove		No Comments
8. Amend	ing and supplementing	the cor	npany's charter		
	Approve		Disapprove		No Comments
Other Cor	nments (if Yes):	•••••			
I commit to take responsibility before the law for this vote./.					
			their full names)	(Shareholde	ers shall sign and specify

### ASIA AMC MINERALS JOINT STOCK COMPANY

### SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness

No. 01/2025/BB-AGM

*Nghe An, April 25, 2025* 

# MINUTE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ASIA MINERALS JOINT STOCK COMPANY

- 1. Company name: A Chau Minerals Joint Stock Company
- 2. Address: Lot 32, Zone C, Nam Cam Industrial Park, Nghi Loc District, Nghe An Province.
  - 3. Time: Starts at 07:30 April 25, 2025.
  - 4. Location: Hall of A Chau Minerals Joint Stock Company

#### I. Participants:

- Chairperson: Mr. Pham Viet Hung Chairman of the Board of Directors
  - -Secretary: Mr. Le Xuan Chieu Secretary of the Board of Directors
  - Shareholders of Asia Minerals Joint Stock Company

### II. Program of the Congress:

- 1. To declare the reasons for opening, introduce delegates, invite chairpersons and secretaries to work.
- 2. Verification of the eligibility of shareholders to attend the General Meeting of Shareholders in 2025:

The Organizing Committee reports on the results of confirming the status of shareholders and the eligibility of shareholders representing attending the meeting:

- Total: shareholders holding 2,850,000 shares
- + Shareholders being legal persons: , share representatives.
- + Shareholders who are natural persons: shareholders, share representatives.
- + Number of shareholders present at the meeting: shareholders, Number of authorized absent shareholders: shareholders and share representatives with the right to vote and occupy charter capital.
- + The number of shareholders absent from the General Meeting and not authorized is: shareholders, owning shares, accounting for % of charter capital.

According to the Law on Enterprises 2020 and the Charter of organization and operation of Asia Minerals Joint Stock Company, the general meeting of

shareholders in 2025 is eligible to proceed (There is a record of verification of shareholder status attached).

<u>Voting</u>: (The number of voting votes is calculated on the total number of voting shares of all shareholders and shareholders' representatives attending the meeting)

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%
- 3. To approve the program and working regulations of the general meeting of shareholders, to elect the vote counting committee.
- The General Meeting approved the program of the 2025 General Meeting of Shareholders of Asia Minerals Joint Stock Company.
- The General Meeting approves the regulation on organizing the General Meeting of Shareholders in 2025 of Asia Minerals Joint Stock Company (As the meeting document).
- The congress shall elect a vote counting team consisting of 03 people to count votes and vote on the approved contents at the congress. Include:
  - + Ms. Ha Thi Trang Team Leader
  - + Mr. Le Xuan Huy Member
  - + Ms. Nguyen Thi Minh Lan Member

<u>Voting</u>: (The number of voting votes is calculated on the total number of voting shares of all shareholders and shareholders' representatives attending the meeting)

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

## III. Contents reported at the congress:

The contents presented at the Congress include:

- 1. Mr. Le Van Chien Director of the Company reports on financial settlement in 2024; Report on production, business and investment plans in 2025;
- 2. Mr. Pham Viet Hung Chairman of the Board of Directors reports on the activities of the Board of Directors in 2024, the operation plan in 2025.
- 3. Mr. Bui Nam Anh Head of the Supervisory Board reports on the operation of the Supervisory Board in 2024, the Operation Plan in 2025; Report on the selection of an auditing unit for financial statements in 2025;

- 4. Mr. Pham Viet Hung Chairman of the Board of Directors reported on the following reports:
  - Plan for profit distribution, fund setting, dividend payment in 2024;
- Submit the settlement of remuneration of the Board of Directors, the Supervisory Board in 2024 and propose the remuneration level in 2025;
- Submit a report to request amendments and supplements to the company's charter.

#### **IV – Discussion Congress:**

After listening to the reports on the contents at the congress. The shareholders participated in the discussion of a number of issues, specifically as follows:

#### \* Shareholders commented:

\* The Board of Directors, the Supervisory Board, and the Executive Board shall explain:

### V. Contents of voting for approval:

After listening to the reports and discussions, the 2025 General Meeting of Shareholders of A Chau Minerals Joint Stock Company proceeded to approve the contents in the form of voting votes:

The vote counting team synthesizes and approves the minutes of vote counting results at the congress

(Attached is the record of vote counting).

# Specific results after counting votes are as follows:

# 1. Approving the 2024 financial settlement report:

(With attached financial statements)

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

# 2. To approve the main targets of the production, business and investment plan in 2025.

\* Targets of production and business plans:

STT	Quota	Residents	Fiscal year 2025	Notes
1	Quarry Output	Ton	95.652	
2	Production Output	"	113.380	

3	Consumption	,,	113.380	
4	Turnover	Tr.Dong	176.905	
5	Profit before tax	,,	6.033	
6	Profit after tax	,,	4.495	
7	Submit the budget	"	9.492	
8	Income of the Labor Management Board	Tr.VND/ng/ month	12,050	

<sup>\*</sup> Investment plan

In 2025, the company plans to invest in the following items:

+ Total investment plan (excluding unfinished part): 2.2 billion VND

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

# 3. To approve the report of the Board of Directors in 2024, the 2025 operation plan

(As a congress document)

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

# 4. Approval of amendments and supplements to the company's charter (due to changes in business lines)

The General Meeting of Shareholders unanimously amended and supplemented the company's charter as reported by the Board of Directors.

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

# 5. Approve the report of the Supervisory Board in 2024, the operation plan in 2025

( As a congress document )

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

#### 6. Approve the profit distribution plan in 2024;

The plan for distribution of after-tax profits in 2024 is as follows:

ТТ	ITEMS	AMOUNT (VND)
1	Total profit after tax in 2024 has not been distributed	6.186.953.400
2	Deduction of dividends for shareholders in 2024 (13% of the capital)	3.705.000.000
3	Deduction from the Executive Board Bonus Fund	150.000.000
4	Deduct 10% of the Welfare Reward Fund	618.695.340
5	The rest is deducted from the Development Investment Fund	1.713.258.060

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

# 7. Approve the settlement of remuneration of the Board of Directors and the Supervisory Board in 2024. The plan to pay remuneration to the Board of Directors and the Supervisory Board in 2025;

\* Implementation in 2024:

Based on the actual data after the audit, the Annual General Meeting of Shareholders approves the operating expenses of the Board of Directors and the Supervisory Board in 2024 as follows:

Remuneration expenses for the Board of Directors: 305,099,136 VND

Remuneration expenses for the Secretary of the Board of Directors and the Supervisory Board: 216,355,776 VND

\* Plan for 2025:

Pursuant to the production and business plan in 2025, the General Meeting of Shareholders approves the remuneration payment for the Board of Directors and the Supervisory Board in 2025 as follows:

- Board of Directors:
- + Members of the Board of Directors: 15% of the salary of the Director;
- + Secretary of the Board of Directors: 15% of the salary of the Chief Accountant;
  - Supervisory Board:
  - + Head of the Control Board: 20% of the salary of the Chief Accountant
- + Supervisory Board members: enjoy 15% of the salary of the Chief Accountant;

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

#### 8. Selection of an auditing company for financial statements in 2025.

Authorize the Supervisory Board to select the auditing unit for the 2025 financial statements as one of the 4 units according to the report of the Supervisory Board before the meeting as follows.

- 8.1. AASC Auditing Firm Limited (AASC)
- Address: No. 1 Le Phung Hieu, Trang Tien, Hoan Kiem, Hanoi.
- 8.2. Ho Chi Minh City Auditing and Informatics Services Co., Ltd. Ho Chi Minh City (AISC)
  - Branch in Hanoi: VIMECO Building, Pham Hung Street, Cau Giay.
  - 8.3. A&C Auditing and Consulting Co., Ltd.
  - Branch in Hanoi: 40 Giang Vo, Cat Linh Ward, Dong Da, Hanoi
  - 8.4. International Auditing Company Limited (iCPA)
- Branch in Nghe An: 18th Floor, Nghe An Petroleum Building No. 7 Quang Trung Street, Vinh City, Nghe An Province.

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

#### VI. End of the session:

The minutes of the 2025 Annual General Meeting of Shareholders of Asia Minerals Joint Stock Company made at 11:00 a.m. on April 25, 2025 were read in front of the whole General Meeting and agreed by the General Meeting with the content of the minutes.

#### Result:

- Number of shares voting in favor: 100%
- Number of shares voting against approval: 0%
- Number of voting shares without opinions: 0%

This record is made in 04 copies attached to the documents of the Congress.

# THE SECRETARY OF THE CONGRESS PRESIDED OVER THE CONGRESS

## ASIAN MINERALS JOINT STOCK COMPANY - AMC

# **SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness**

Nghe An, April 25, 2025

No. 01 /NQ-DHDCD

### RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS IN 2025

#### ASIA MINERALS JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2021/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021;
- Pursuant to the Charter of organization and operation of Asia Minerals Joint Stock Company;
- Pursuant to the Regulation on Organization of the General Meeting of Shareholders in 2025;
- Pursuant to the Minutes of the General Meeting of Shareholders of Asia Minerals Joint Stock Company, dated April 25, 2025.

#### RESOLUTION

# Article 1. To approve the 2024 financial settlement report with the following main indicators:

(There is an appendix attached)

Article 2.- To approve the production, business and investment plan for 2025 with the following principal indicators:

STT	Quota	Residents	Fiscal year 2025	Notes
1	Quarry Output	Ton	95.652	
2	Production Output	"	113.380	
3	Consumption	"	113.380	
4	Turnover	Tr.Dong	176.905	
5	Profit before tax	"	6.033	
6	Profit after tax	"	4.495	
7	Submit the budget	22	9.492	

8 Income Board	of the Labor Management	Tr.VND/ng/ month	12,050	
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### Article 3. Approved the 2024 BOD activity report, 2025 orientation.

(Attached report)

Article 4. To approve the amendment and supplementation of Clause 1, Article 4, the company's charter is as follows:

# Article 5. Approving the operation report of the Supervisory Board 2024, Operational orientation 2025

(With attached report)

### Article 6. Approve the profit distribution plan in 2024.

1. Dividend payment plan:

The 2025 General Meeting of Shareholders approved the dividend payment plan in 2024 of 13%/unit.

2. After-tax profit distribution plan in 2024.

TT	ITEMS	AMOUNT (VND)
1	Total profit after tax in 2024 has not been distributed	6.186.953.400
2	Deduction of dividends for shareholders in 2024 (13% of the capital)	3.705.000.000
3	Deduction from the Executive Board Bonus Fund	150.000.000
4	Deduct 10% of the Welfare Reward Fund	618.695.340
5	The rest is deducted from the Development Investment Fund	1.713.258.060

# Article 7. Approve the settlement of remuneration of the Board of Directors and the Supervisory Board in 2024. The plan to pay remuneration to the Board of Directors and the Supervisory Board in 2025.

Based on the actual data after the audit, the Annual General Meeting of Shareholders approves the operating expenses of the Board of Directors and the Supervisory Board in 2024 as follows:

Remuneration expenses for the Board of Directors: 305,099,136 VND

<sup>\*</sup> Implementation in 2024:

Remuneration expenses for the Secretary of the Board of Directors and the Supervisory Board: 216,355,776 VND

\* Plan for 2025:

Pursuant to the production and business plan in 2025, the General Meeting of Shareholders approves the remuneration payment for the Board of Directors and the Supervisory Board in 2025 as follows:

- Board of Directors:
- + Members of the Board of Directors: enjoy 15% of the Director's salary;
- + Secretary of the Board of Directors: 15% of the salary of the Chief Accountant;
  - Supervisory Board:
- + Head of Accounting Department: Equal to 20% of the salary of the Chief Accountant
- + Members of the Supervisory Board: enjoy 15% of the salary of the Chief Accountant:

#### Article 8. Selection of financial statement auditing company in 2025.

- \* The General Meeting authorized the Supervisory Board to select the auditing unit for the 2025 Financial Statements as one of the 4 units according to the Supervisory Board's report before the General Meeting but must select an auditing unit that can provide good advice to the Board of Directors and the Board of Directors in the management and administration of production and business in accordance with regulations.
- 1. AASC Auditing Firm Co., Ltd. (AASC) is the auditing unit of the 2020 financial statements for AMC
  - Address: No. 1 Le Phung Hieu, Trang Tien, Hoan Kiem, Hanoi.
- 2. Ho Chi Minh City Auditing and Informatics Services Co., Ltd. Ho Chi Minh City (AISC)
  - Branch in Hanoi: VIMECO Building, Pham Hung Street, Cau Giay.
  - 3. A&C Auditing and Consulting Co., Ltd.
  - Branch in Hanoi: 40 Giang Vo, Cat Linh Ward, Dong Da, Hanoi
  - 4. International Auditing Company Limited (iCPA)
- Branch in Nghe An: 18th Floor, Nghe An Petroleum Building No. 7 Quang Trung Street, Vinh City, Nghe An Province.

#### **Article 09. Enforcement Terms**

The Resolution was approved by the 2025 General Meeting of Shareholders of Asia Minerals Joint Stock Company at the meeting on April 25, 2025. The

Board of Directors, the Control Board, the Director and relevant units shall be responsible for implementing this Resolution and organizing the implementation of the Resolution in accordance with the provisions of law and the Company's Charter./.

# GENERAL MEETING OF SHAREHOLDERS 2025 CHAIRMAN OF THE BOARD OF DIRECTORS