

## REPORT

**Regarding: Profit distribution for the year 2024**

Pursuant to Decree No. 91/2015/ND-CP dated October 13, 2015, of the Government on state capital investment in enterprises and the management and use of capital and assets at enterprises;

Pursuant to Circular No. 219/2015/TT-BTC dated December 31, 2015, of the Ministry of Finance guiding some contents of Decree 91/2015/ND-CP;

Pursuant to the Company's Charter; the actual business production conditions, and the interests of shareholders and employees in the Company, the Board of Directors proposes the profit distribution plan for the Company for the year 2024 as follows:

No.	Contents	Percentage %	Amount of money (million VND)
<b>I</b>	<b>Undistributed after-tax profit</b>	<b>100,0</b>	<b>77.295,7</b>
1	Profit brought forward from the previous year	22,1	40.203,0
2	Profit for the Year 2024	77,9	37.092,7
<b>II</b>	<b>Undistributed profit (deferred tax assets as of december 31, 2024)</b>		<b>38.704,7</b>
<b>III</b>	<b>Distributed profit for the year 2024</b>		<b>38.591,0</b>
1	Dividend payment (dividend rate of 5%)		18.499,6
2	Remaining profit after dividend payment	100,0	20.091,4
a	Provision for development investment fund (corresponding to 5.2% of the distributed profit for 2024)	10,0	2.009,2
b	Provision for management bonus fund	0,0	0
c	Provision for reward and welfare fund (corresponding to 0.32 months of average salary)	90,0	18.082,2
-	Reward fund (provision of 50%)		9.041,1
-	Welfare fund (provision of 50%)		9.041,1

We respectfully submit this for your consideration and decision.

***Recipient:***

- Board of Directors, Supervisory Board (ecopy);
- General Director, Deputy General Director, Chief Accountant (ecopy);
- Company Shareholders;
- Registration Office (posted on Website);
- File: Company Secretary.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**Tran Tuan Anh**





No.: 2454/TTr - VNBC

*Ha Long, March 25, 2025*

## **REPORT**

### **Regarding: Approval of Contracts and Transactions Between the Company and Related Enterprises and Individuals**

#### **To: Respected Shareholders**

Pursuant to Clause 2, Article 167 of the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;

Pursuant to Clause 3, Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government "Regulations detailing the implementation of some provisions of the Securities Law";

Pursuant to the Company's Charter approved by the Annual General Meeting of Shareholders on April 28, 2021.

The Board of Directors respectfully reports and presents to the General Meeting of Shareholders for approval of the contracts and transactions between the Company and related enterprises and individuals as follows:

#### **1. Year 2024**

The Company has executed a joint business agreement with TKV. The Company entered into contracts for the purchase and sale of coal... with the logistics companies and subsidiaries of TKV (TKV is the major shareholder owning 65% of the Company's charter capital). In the year, the total transaction value was 2,907,076,527,992 VND, including:

- Hon Gai Coal Selection Company - Vinacomin: 2,271,014,897,118 VND;
- Cam Pha Coal Logistics Company - Vinacomin: 609,570,195,130 VND;
- TKV Environmental Services One Member Limited Liability Company: 26,491,435,744 VND.

#### **2. Year 2025**

Mr. Trần Tuấn Anh is the representative of TKV's capital contribution, holding the position of Chairman of the Board of Directors of the Company, and is also a member of the Board of Directors of Cam Pha Electrical Equipment Joint Stock Company, Chairman of TKV Environmental Services One Member Limited Liability Company, and Chairman of the Vietnam Coal and Minerals Hospital.

In the year, the Company entered into contracts and transactions with businesses and individuals who are members of the Board of Directors/Chairman of the Board of Directors as follows:



No.	Name of Enterprise	/ Related Person Address, Tax ID	Contractual Field	Contract / Transaction Value
1	<b>Vietnam National Coal and Mineral Industries Group (Vinacomin).</b> Including its subsidiaries: - Hon Gai Coal Selection Company - Vinacomin - Cam Pha Coal Transport Company - Vinacomin - 1 Member Limited Liability Company Environmental - TKV...	226 Le Duan, Hanoi Tax ID: 5700100256	Coal, materials, environment trade...	The contract is of a general nature and does not have a specific value. For contracts with specific values, the transaction value exceeds 35% of the total assets of the Company as reported in the most recent financial statements.
2	Cầm Phả Electrical Equipment Joint Stock Company	822 Tran Phu Street, Cam Pha City, Quang Ninh Tax Identification Number (TIN): 5700495999	Repair services, sale of materials	
3	Vietnam Coal and Mineral Hospital	1st Alley, Phan Đình Giót, Phương Liệt Ward, Thanh Xuân, Hanoi	Healthcare services	

Regarding the term of the contracts and transactions, from January 1, 2025, until further notice.

We respectfully request the General Meeting of Shareholders to consider and approve, and to authorize the Director – the legal representative of the Company to sign and organize the execution of contracts and transactions between the Company and related companies in accordance with the law.

**Recipient:**

- Board of Directors, Supervisory Board (ecopy);
- General Director, Deputy General Director, Chief Accountant (ecopy);
- Company Shareholders;
- Registration Office (posted on Website);
- File: Company Secretary.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**Tran Tuan Anh**





No.: 2455/BC - VNBC

*Ha Long, March 25, 2025*

**REPORT**  
**Activities of the Board of Directors in 2024,**  
**Directions and Tasks of the Board of Directors for 2025**

Pursuant to Decision No. 3936/QD-BCN dated November 30, 2005, by the Minister of the Ministry of Industry (now the Ministry of Industry and Trade), approving the privatization plan and the transformation of Nui Beo Coal Company into Nui Beo Coal Joint Stock Company, Nui Beo Coal Joint Stock Company – Vinacomin has entered its 5th year of operation in the 4th term as a joint-stock company.

With the goal of "Safety, Development, Efficiency" for the long-term and sustainable development of the company, and for the legal rights and benefits of shareholders, at this Annual General Meeting of Shareholders, the Board of Directors will review its activities in 2024 and set out the main tasks for 2025 as follows:

**I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

In 2024, during the 2021-2025 term, the Board of Directors of the Company has fulfilled its duties and responsibilities in accordance with the provisions of the Law and the Company's Charter. The Board organized monthly annual meetings, addressing a total of 72 tasks related to the management and operation of production and business activities. Each Board meeting was carefully prepared in terms of content, ensuring the correct sequence, adherence to principles, and alignment with the Company's actual production and business situation, enabling timely decisions for the Director to implement and achieve the goals set by the General Meeting of Shareholders, specifically:

**1. Personnel and Number of Board Meeting**

The Company's Board of Directors consists of 5 members elected directly at the General Meeting. In 2024, there were no changes in the personnel of the Board, and the number of meetings held was as follows:

**1.1. Information about the Board Members:**

No.	Board Member	Position	Appointment Date	Termination Date
1	Tran Tuan Anh	Chairman of the Board of Directors	01/01/2023	
2	Doan Dac Tho	Board Member	05/10/2023	
3	Tran Quoc Tuan	Board Member	25/12/2017	
4	Nguyen Tuan Dung	Board Member	30/06/2024	



No.	Board Member	Position	Appointment Date	Termination Date
5	Dang Van Ngong	Board Member	28/04/2021	

## 1.2. Board of Directors Meetings:

No.	Full name	Number of meetings	Attendance rate at meetings	Note
1	Tran Tuan Anh	28/28	100%	
2	Doan Dac Tho	28/28	100%	
3	Tran Quoc Tuan	28/28	100%	
4	Nguyen Tuan Dung	28/28	100%	
5	Dang Van Ngong	28/28	100%	

## 2. Regarding the content of the Board of Directors' meetings

The Board of Directors is entrusted by the General Meeting of Shareholders with the comprehensive management of all business operations of the Company. In 2024, the Board of Directors held 28 meetings, mainly focusing on the following 08 areas of management and operation:

No.	Contents	Quantity	Note
1	Supervision, management of business operations...	18	
2	Investment - Construction, Tunnel Project	13	
3	Production organization, staff management	13	
4	Labor, wages, policies...	7	
5	Financial management	2	
6	Issuance of internal management regulations	6	
7	Shareholders' meeting, exercise of shareholders' rights...	6	
8	Other matters	7	
	<b>Total</b>	<b>72</b>	

Details of the Board of Directors' meetings are presented in the Company's 2024 Management Report and published on the State Securities Commission, Hanoi Stock Exchange, and the Company's website.

## 3. On the Execution of Assigned Tasks

**3.1. Business Production Tasks:** 2024 marked the third consecutive year in which the Company stopped open-pit coal mining, and the extracted coal was from underground mining. This shift brought numerous challenges in balancing production, labor, equipment conditions, geology, and safety. However, through the Company's dynamism, creativity, and extensive experience in managing production operations, combined with its tradition of discipline, unity, and overcoming difficulties, leveraging the collective strength of the political system,



the leadership and close direction of the Vietnam Coal and Mineral Group, the support from the leaders of Quang Ninh Province, and the effective collaboration with partners, the Company made great efforts to gradually overcome difficulties and challenges, accomplishing the business production tasks for 2024, as well as the objectives for the 2021-2025 term set by the Group and the Shareholders' General Meeting. The livelihood and employment of the staff and workers were stable, and the production business capital was preserved and developed.

No.	Indicator	Unit	Plan		Actual Implementation	Comparison %	
			Beginning of the year	Adjustment		Beginning of the year	Adjustment
1	Total Tunnel Excavation	Meters	16.300	13.000	13.016	80	100
-	Construction Tunnel	"	-	-	-	-	-
-	Production Tunnel	"	16.300	13.000	13.016	80	100
2	Raw Coal Production	10 <sup>3</sup> tons	1.800	1.716	1.717	95	100
-	Open-pit Coal	"	-	-	-	-	-
-	Underground Coal	"	1.800	1.630	1.631	91	100
-	Recovered Coal	"	0	86	86	-	100
3	Clean Coal Screened at the Mine	10 <sup>3</sup> tons	1.674	1.689	1.693	101	100
-	Clean Coal from Raw Coal	"	1.674	1.589	1.583	95	100
-	Clean Coal from Waste Rock Processing	"	0	100	110	-	110
4	Coal Consumption	10 <sup>3</sup> tons	1.674	-	1.649	98	-
5	Investment Value in Construction	billion VND	172	166	159	92	96
6	Revenue	billion VND	2.744	-	2.817	103	-
7	Total Profit	billion VND	81	-	46,7	58	-
8	Standard Labor Force	people	3.320	-	3.190	96	-
9	Average Salary	10 <sup>3</sup> dVND per person per month	18.242	-	17.765	97	-
10	Dividend	%	5	-	5	100	-

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Details of the evaluation of all business production activities and the proposal for shareholders to review can be found in the 2024 Business Results Report, as well as the 2025 business objectives and tasks, published on the Company's website.

### ***3.2. Supervision Tasks:***

The Board of Directors supervises the activities of the Company's management personnel, including the Director, Deputy Directors, Chief Accountant, etc., by monitoring the compliance with legal regulations, the implementation of the resolutions and decisions made by the Board of Directors, and the Shareholders' General Meeting. The Board evaluates and comments as follows:

- All of the Company's management personnel possess the necessary qualifications and have good moral character. They are fully trained in their professional fields, knowledgeable about the areas they are responsible for, and have many years of experience in managing and operating large projects/companies.

- The management personnel have not violated any laws or the Company's Charter. They have successfully completed their assigned tasks and have effectively controlled all aspects of the Company's business activities. The internal management documents issued by the Company's Director are within the appropriate legal authority and comply with legal norms, resolutions, and decisions of the Board of Directors and the Shareholders' General Meeting.

In addition to supervising the aforementioned management personnel, during its operations, the Board of Directors of the Company has continuously studied the Company's governance regulations based on models from regulatory authorities, consulted advanced governance structures, and implemented an internal governance regulation for the Company. This is aimed at gradually standardizing management and operational practices, minimizing risks in business production activities, ensuring transparency, and creating favorable conditions for shareholders, investors, and regulatory agencies to effectively carry out their supervisory, inspection, and control functions.

### ***3.3. Report and Comments from the Independent Board of Directors Member:***

In 2024, the Board of Directors and the Executive Board of the Company successfully completed the tasks assigned by the General Meeting of Shareholders. The members of the Board of Directors and the Executive Board fully utilized their abilities and capacities, carried out the assigned rights and duties honestly and carefully to ensure the maximum legal benefits of the Company and its shareholders. They remained absolutely loyal, refrained from using the Company's information, secrets, or business opportunities, and did not abuse their position, title, or the Company's assets for personal gain or to serve the interests of other organizations or individuals.





## **II. OBJECTIVES AND TASKS OF THE COMPANY'S BOARD OF DIRECTORS FOR 2025**

Based on the production and business plan assigned by the General Meeting of Shareholders and the actual production conditions of the Company, the Board of Directors has set the specific objectives and tasks for 2025 as follows:

### **A. Objectives:**

The general objective for 2025 is to continue maintaining production in accordance with the Group's orientation; to maximize the use of resources such as raw materials, capital, equipment, and labor; ensure safety, improve productivity, quality, and business efficiency; comply with the law, stabilize employment and income for workers; strengthen the application of new technologies, ensure the progress of investment and construction; continue to innovate from awareness to actions, using effectiveness as the measure for every action in the pursuit of sustainable development.

### **B. Tasks:**

Based on the Company's Charter and the leadership coordination resolution, the Board of Directors has outlined specific tasks to implement the Company's political and production-business objectives for 2025 as follows:

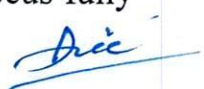
1. Focus all resources to complete the tasks assigned by the General Meeting of Shareholders and the Vietnam Coal and Mineral Group.

2. Continue implementing the Restructuring Plan approved by TKV and the General Meeting of Shareholders; restructure and refine the organizational model to make it more streamlined, in line with the Company's production and business situation, while also implementing the plan to reduce management and supporting staff in accordance with the direction and guidelines of the Vietnam Coal and Mineral Group.

3. Review, amend, and supplement the Company's internal management regulations in accordance with legal requirements... Enhance transparency of information, apply scientific and technological advances in production management to effectively use resources, save materials, improve labor productivity, and strengthen resource and cost management.

4. Increase patrols and security to protect the Company's property, resources, and mining boundaries, detect and promptly prevent illegal coal mining, trading, and transportation in the area; Continue to strictly follow the coordination regulations between the Company and local authorities regarding state management of economic development, business operations, and management, mining, transportation, and illegal coal trading; Develop and implement security plans for holidays and anniversaries in 2025.

5. Strengthen inspection and monitoring of technical work and safety to minimize risks of labor accidents and equipment failures; Actively improve the material and spiritual living conditions for employees so that they can focus fully on the Company's production and business tasks.





6. Effectively implement propaganda and political education, strengthen efforts to understand the thoughts and aspirations of employees, and address any concerns in a timely manner, helping employees understand and share the Company's difficulties to foster high consensus throughout the system, and unite efforts to successfully complete the 2025 objectives.

### **III. PROPOSAL OF THE BOARD OF DIRECTORS**

In order to fulfill the tasks assigned by the General Meeting of Shareholders, the Board of Directors proposes that the 2025 Annual General Meeting of Shareholders authorize the Board of Directors of Nui Beo Coal Joint Stock Company - Vinacomin as follows:

1. Implement the Company's Restructuring Plan in accordance with TKV's orientation; Be authorized to lease assets and equipment to meet the production and business requirements of the Company.

2. Select an independent auditing firm from the list of auditing firms approved by the General Meeting to audit the financial statements for the first half and the entire year of 2025; Add additional business sectors to the Company's registration if necessary for the Company's production and business activities; Adjust the production and business plan targets to align with the Company's actual conditions and ensure that all tasks approved are carried out in compliance with legal regulations, the Company's Charter, and reported to the General Meeting of Shareholders at the next meeting, ensuring the interests of shareholders and the business.

This is the full report of the Board of Directors' activities for 2024 and the tasks for 2025. The Board of Directors hereby reports to the shareholders.

***Recipient:***

- Board of Directors, Supervisory Board (ecopy);
- General Director, Deputy General Director, Chief Accountant (ecopy);
- Company Shareholders;
- Registration Office (posted on Website);
- File: Company Secretary.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN**  
**Tran Tuan Anh**





No.: 2456/BC - VNBC

*Ha Long, March 25, 2025*

**REPORT**  
**SUPERVISORY BOARD'S EVALUATION OF THE PRODUCTION AND**  
**BUSINESS RESULTS AND AUDITED FINANCIAL STATEMENTS OF**  
**THE COMPANY FOR THE YEAR 2024**

Based on the Company's Charter approved by the General Meeting of Shareholders on April 28, 2021; Based on the Regulations on the Organization and Operation of the Company's Supervisory Board, the Supervisory Board respectfully reports to the shareholders the evaluation of the production and business results and the audit of the financial statements of the Company for the year 2024 as follows:

- The Supervisory Board of the Company confirms that the figures in the Production and Business Results Report and the Financial Statements for 2024 have been audited by AASC Auditing Company Limited.

- The Supervisory Board finds that the auditing methods, the auditing standards applied by the Auditing Company, as well as the accounting standards and financial regime used in the Company's 2024 Financial Statements, are in compliance with the prescribed principles and regulations. The audited financial statements accurately, transparently, and reasonably reflect the financial situation as of December 31, 2024, as well as the business results and cash flows for the fiscal year ending on that date.

- The accounting work ensures that there are no material errors, and the preparation and submission of quarterly and annual financial reports were done in a timely manner, following the prescribed forms.

- The accounting books and records are clear, comprehensive, and properly stored with supporting documents as per regulations. Inventory checks, including cash, inventory goods, raw materials, finished goods, receivables, payables, and reconciliation of debts, are conducted following the Group's guidance.

- The Supervisory Board agrees with the figures in the Company's Production and Business Results Report as well as the auditor's comments provided in the audit report, based on several key indicators as follows:

1. Performance of key production and business indicators:

No.	Indicator	Unit	Plan		Actual Imple mentat ion	Comparison %	
			Beginn ing of the year	Adjust ment		Beginni ng of the year	Adjust ment
1	Total Tunnel Excavation	Meters	16.300	13.000	13.016	80	100
-	Construction Tunnel	"	-	-	-	-	-



No.	Indicator	Unit	Plan		Actual Implementation	Comparison %	
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-	Production Tunnel	"	16.300	13.000	13.016	80	100
2	Raw Coal Production	10 <sup>3</sup> tons	1.800	1.716	1.717	95	100
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-	Underground Coal	"	1.800	1.630	1.631	91	100
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5	Investment Value in Construction	billion VND	172	166	159	92	96
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7	Total Profit	billion VND	81	-	46,7	58	-
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9	Average Salary	10 <sup>3</sup> dVND per person per month	18.242	-	17.765	97	-
10	Dividend	%	5	-	5	2	-

## 2. Financial Structure:

- Debt-to-Total Capital Ratio = 0.8 (in 2023 it was 0.78);
- Debt-to-Equity Ratio = 3.82 times (in 2023 it was 3.54 times).

## 3. Liquidity:

- Current Ratio = 0.56 times (in 2023 it was 0.51 times);
- Quick Ratio = 0.46 times (in 2023 it was 0.47 times).

## 4. Capital Utilization Efficiency:

- Return on Revenue (after tax) = 1.32%;



- Return on Total Assets (after tax) = 1.44%;
- Return on Equity (after tax) = 8.27%.

From the above figures, it is evident that in 2024, the Company's production and business activities were primarily financed by loans: Liabilities account for 80% of total capital and are 3.82 times the equity. Regarding the capital structure, the Company allocated 59% for long-term investments and 41% for short-term investments. The current liquidity has increased compared to 2023 and is within acceptable limits. The investment assets are in the early stages of investment (for every 1 VND spent on assets, 0.014 VND of profit was generated). The return on equity after tax was 8.27%.

### **5. Evaluation of Some Key Indicators and Other Activities:**

- In 2024 and in the coming years, the Company faces many difficulties and challenges: Open-pit coal mining has concluded; the underground coal mining project, while operational, has not yet reached the designed capacity. Depreciation costs and interest expenses in the production cost from 2020 to 2025 are increasing, leading to financial balancing difficulties in the coming years. The debt-to-equity ratio for the Company in 2024 is lower than planned but still exceeds the required threshold. The main reason for this is that the investment project is still in its early stages and has not yet reached its designed capacity, with a large capital requirement, and the depreciation period is longer than the loan repayment period. In the coming years, the Company needs to actively implement specific management measures to alleviate financial balancing difficulties and avoid financial risks.

- Compliance with current legal regulations: In 2024, the Company has adhered to all current legal regulations in its production and business operations and has fulfilled its obligations to pay taxes to the State. The submission of monitoring reports, enterprise classification reports, financial statements, and other required reports has been timely and in accordance with the regulations.

- In 2024, Nui Beo Coal Joint Stock Company - Vinacomin has closely followed the production and business plan in accordance with the resolution of the Annual General Meeting of Shareholders and the coal mining, screening, and processing contract between the Company and TKV.

- The Company has effectively managed labor, investment in construction, resource management, environmental management, and cost control.

- The Company has focused on management, mining a total of 1,717 thousand tons of raw coal, matching the plan of 1,716 thousand tons, ensuring stable production, jobs, and stable income for workers during the transition to new coal mining technology.

- The Company's leadership has closely followed the contents of the resolution from the General Meeting of Shareholders in its production and business activities.

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\* General Evaluation of the 2024 Production and Business Results:  
Nui Beo Coal Joint Stock Company - Vinacomin has successfully achieved the targets set by the General Meeting of Shareholders.

We respectfully submit this report for your review and approval.

***Recipients:***

- Board of Directors (BOD), Supervisory Board (ecopy);
- Party Committee, Trade Union, Youth Union (ecopy);
- CEO, Deputy CEOs (ecopy);
- Departments, divisions (ecopy);
- Shareholders of the Company;
- Registration Department (Posted on Website);
- Archive: Secretariat, Company Secretary.

**ON BEHALF OF THE  
SUPERVISORY BOARD  
CHAIRMAN OF THE BOARD  
Vu Thi Dung**





No.: 2457/BC - VNBC

*Ha Long, March 25, 2025*

**SUPERVISORY BOARD ACTIVITY REPORT  
AND EVALUATION OF THE PERFORMANCE OF THE BOARD OF  
DIRECTORS AND THE COMPANY'S MANAGEMENT IN 2024**

Based on the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and the implementation documents of the law;

Based on the Company's Charter approved by the Annual General Meeting of Shareholders on April 28, 2021;

Based on the functions and tasks assigned, the Supervisory Board reports to the General Meeting of Shareholders on the results of its activities and the supervision of the management by the Board of Directors and the General Director of the Company in 2024 as follows:

**I. SUPERVISORY BOARD ACTIVITIES**

- In 2024, the Company's Supervisory Board held regular quarterly meetings and additional meetings as required. At each meeting, the management and operational activities of the Board of Directors, the General Director, and the results of production and business operations were discussed and evaluated. The Board agreed on the contents of controlling the Company's operations and specific topics for the upcoming period.

The Board issued and organized the implementation of the 2024 Control Plan, focusing on specific tasks such as: Evaluating the production and business results of the Company; Controlling and auditing the Company's quarterly, semi-annual, and annual financial reports; Controlling compliance with state laws, regulations, TKV's regulations, the Company's internal regulations, and amendments or new internal management documents; Supervising specialized areas of the Company's management, such as: fixed asset management and repair, procurement and use of materials, outsourcing, labor management, salary administration, procurement of food supplies for workers' meals, etc.; Supervising the implementation of recommendations from the inspection and audit teams in 2023.

During the year, the Supervisory Board provided feedback to the Board of Directors, the General Director, and the departments on matters such as outsourcing, procurement management, material usage, amendments to internal regulations, and other operational areas. These suggestions were discussed at regular meetings, during work sessions, and via the quarterly task execution reports, which were received and integrated into the Company's management by the Board of Directors and the General Director.





- Operational Direction of the Company's Supervisory Board in 2025: The Supervisory Board has developed and issued the 2025 Supervision Plan. In addition to carrying out regular tasks as prescribed, the Supervisory Board has also created a plan to monitor specific areas of work at the unit to be implemented in 2025. This aims to enhance management and operational efficiency at the unit, contributing to the improvement of the Company's business and production activities.

## **II. SUPERVISION OF THE ACTIVITIES OF THE BOARD OF DIRECTORS AND THE CEO OF THE COMPANY**

### **1. Forms and activities of supervision by the Supervisory Board.**

1.1. The Company's Supervisory Board regularly monitors the activities of the Board of Directors (BOD) through the implementation of the resolutions of the General Shareholders' Meeting; the operational regulations of the BOD; and the resolutions and decisions issued by the Company's BOD.

1.2. The Supervisory Board monitors the activities of the CEO and other management personnel through the implementation of the mining, screening, and processing contract between the Company's CEO and the General Director of the Vietnam National Coal and Mineral Industries Group, as well as the implementation of the resolutions and decisions of the General Shareholders' Meeting, the BOD, and the CEO's decisions in areas under the CEO's authority as specified in the Company's Charter.

1.3. The Supervisory Board controls the production and business activities of the Company, and oversees the quarterly, semi-annual, and annual financial reports.

### **2. Results of supervision:**

#### ***2.1. Regarding the activities of the Board of Directors (BOD)***

The Supervisory Board has reviewed the 2024 activity report of the BOD and agrees with the contents of this report. Combined with the supervision of the Supervisory Board, some assessments are as follows:

- The Company's BOD has performed its functions and duties through the operational regulations of the BOD. It has carried out the management function of the Company by issuing resolutions, regulations, decisions, and directives, and organizing checks on their implementation. In 2024, the BOD amended and issued 05 regulations. It has also complied with the provisions of Decree No. 155/2020/ND-CP dated December 31, 2020, from the Government in a timely manner.

- In 2024, the Company's BOD held 28 meetings to address many issues related to the direction and management of production and business activities, and the finalization of the Nui Beo coal mine tunnel project. All BOD meetings were well-prepared in terms of content, ensuring proper procedures, and making timely decisions based on the actual business situation of the Company.



- The BOD has carried out personnel planning and reappointment of staff. It has effectively implemented the restructuring plan, reorganizing departments in a streamlined and efficient manner, aligning with the shift from open-pit coal mining to underground coal mining. The Company has restructured its production organization model to match the transition in mining methods, meeting production requirements.

- Through the activities of the BOD and the timely amendments to management documents, the governance and operation of the Company during the period have become more flexible and effective. The management documents issued by the BOD, within its authority, have been appropriate to the actual conditions and business situation of the Company.

- The BOD issued a decision to adjust the Investment and Basic Construction Plan to align with the adjustment announcement of the Vietnam Coal and Mineral Industries Group's (TKV) Investment and Basic Construction Plan.

- The BOD has focused its leadership on effectively managing and directing operations, particularly in the preparation and organization of production and cost control, which has helped stabilize and synchronize the production and business activities, in line with actual circumstances.

- The members of the BOD possess good management skills and high ethical standards. In 2024, the members worked diligently, dynamically, and creatively, with effectiveness, demonstrating a strong sense of responsibility towards the Company and its shareholders.

## ***2.2. Regarding the Management and Operations of the CEO of the Company***

The CEO of the Company has directly managed the production and business activities in accordance with the functions and duties specified in the Enterprise Law and the Company's Charter, specifically:

- Timely implementing the resolutions and decisions of the Board of Directors (BOD) and the business coordination contract between TKV Group and the Company.

- Proactively proposing solutions to the BOD to improve the Company's operational and management efficiency. The CEO has also actively developed and issued other management documents within the Company's authority.

- Directly representing the Company to sign labor contracts, credit contracts, economic contracts, and commercial contracts, ensuring compliance with regulations and the law.

- Personnel planning, training, development, and staff appointments, as well as recruitment, are conducted democratically, transparently, and openly.

- The management of wages, bonuses, etc., is carried out in accordance with the Company's regulations and the guidelines of the Group.





- The CEO has fulfilled the Company's obligations to the State, ensured the legal rights and benefits of shareholders, and maintained security, order, and social safety.

- The implementation of investment and basic construction tasks has been carried out according to the delegation of authority, ensuring compliance with investment procedures and decisions.

- Proactively managing daily production and business activities through policies and synchronized solutions from the Company to departments and workshops.

- Effectively directing the implementation of the Company's production and business plan, achieving the technical and economic targets set by the General Shareholders' Meeting.

**\*Summary:** In 2024, the BOD, the CEO, and other management personnel of Nui Beo Coal Joint Stock Company – Vinacomin successfully carried out their duties in managing and operating the production and business activities, leading to significant growth and stability for the Company in 2024 and the coming years.

In 2024, the Supervisory Board made efforts to fulfill its functions and duties as prescribed by the Company's Charter. The achievement of these results was due to the efforts of each member, the support of the BOD, the Executive Board, the cooperation of departments within the Company, and the shareholders. The Supervisory Board sincerely thanks for this cooperation and hopes to continue receiving support and collaboration in 2025 and the following years of the Supervisory Board's term to successfully fulfill its tasks for the benefit of the Company and shareholders.

On the occasion of the General Shareholders' Meeting, on behalf of the members of the Supervisory Board, I wish the esteemed shareholders good health.

Sincerely, thank you.

***Recipients:***

- Board of Directors (BOD), Supervisory Board (ecopy);
- Party Committee, Trade Union, Youth Union (ecopy);
- CEO, Deputy CEOs (ecopy);
- Departments, divisions (ecopy);
- Shareholders of the Company;
- Registration Department (Posted on Website);
- Archive: Secretariat, Company Secretary.

**ON BEHALF OF THE  
SUPERVISORY BOARD  
CHAIRMAN OF THE BOARD  
Vu Thi Dung**





No.: 2458/TTr - VNBC

Ha Long, March 25, 2025

**PROPOSAL**

**Re: Selection of Independent auditing firms for the Semi - Annual and Annual financial statements of 2025**

To: The Annual General Meeting of shareholders 2025

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Charter of Nui Beo Coal Joint Stock Company - Vinacomin;

In accordance with the functions and duties of the Supervisory Board, the Supervisory Board would like to submit to the General Meeting of Shareholders the proposal on selecting a list of independent auditing firms to audit the Company's financial statements for the first six months and the whole year of 2025, as follows:

**1. Criteria for selecting independent auditing firms:**

- Must be legally operating in Vietnam and approved by the Ministry of Finance or the State Securities Commission to audit financial statements of public interest entities in 2025;
- Have experience in auditing large-scale public companies in Vietnam;
- Have a good reputation for audit quality;
- Have a highly qualified and experienced audit team;
- Be able to meet the Company's requirements in terms of audit scope and schedule;
- Offer a reasonable audit fee appropriate to the quality and scope of the audit.

**2. Proposed list of independent auditing firms:**

2.1. AASC Auditing Firm Co., Ltd. Head Office: No. 01 Le Phung Hieu Street, Hoan Kiem District, Hanoi.

2.2. PKF-TTG Auditing and Consulting Co., Ltd. Head Office: No. 22 Le Trong Tan Street, Khuong Mai Ward, Thanh Xuan District, Hanoi.

We respectfully submit this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely, thank you./.

**Recipients:**

- Board of Directors (BOD), Supervisory Board (ecopy);
- Party Committee, Trade Union, Youth Union (ecopy); CEO, Deputy CEOs (ecopy);
- Departments, divisions (ecopy);
- Shareholders of the Company;
- Registration Department (Posted on Website);
- Archive: Secretariat, Company Secretary.

**ON BEHALF OF THE  
SUPERVISORY BOARD  
CHAIRMAN OF THE BOARD  
Vu Thi Dung**





No.: 2459/TTr - VNBC

*Ha Long, March 25, 2025*

**PROPOSAL**

**Regarding: Mr. Tran Quoc Tuan's resignation from the Board of Directors**

To: Esteemed Shareholders

Based on the Securities Law dated November 29, 2019; the Enterprise Law dated June 17, 2020, and other relevant guiding documents;

Based on the Company's Charter approved by the General Shareholders' Meeting on April 28, 2021;

The Company's Board of Directors submits to the General Shareholders' Meeting the request made by Mr. Tran Quoc Tuan, submitted to the Company on February 25, 2025, requesting his resignation from the Board of Directors.

(Attached is the resignation letter from Mr. Tran Quoc Tuan.)

We respectfully submit this proposal for the General Shareholders' Meeting to consider and make a decision.

**Recipient:**

- Board of Directors, Supervisory Board (ecopy);
- General Director, Deputy General Director, Chief Accountant (ecopy);
- Company Shareholders;
- Registration Office (posted on Website);
- File: Company Secretary.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN**  
**Tran Tuan Anh**





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**Independence – Freedom – Happiness**

**REQUEST LETTER**

**Regarding: Request for Resignation from the Board of Directors**

To: - Shareholders of Nui Beo Coal Joint Stock Company – Vinacomin;  
- Board of Directors of Nui Beo Coal Joint Stock Company – Vinacomin.

My name is: **Tran Quoc Tuan**

Position: **Member of the Board of Directors of the Company.**

Based on the Company's Charter and the resolution of the 2021 Annual General Shareholders' Meeting of Nui Beo Coal Joint Stock Company – Vinacomin;

In accordance with Official Letter No. 6548/TKV-TCNS dated November 22, 2024, from the Vietnam National Coal and Mineral Industries Group, I have been appointed by the Board of Directors of Ha Tu Coal Joint Stock Company – Vinacomin to the position of CEO of Ha Tu Coal Joint Stock Company – Vinacomin, effective from November 25, 2024;

After considering my personal circumstances, I respectfully request to resign from the Board of Directors for the fourth term of Nui Beo Coal Joint Stock Company, effective from April 25, 2025.

I kindly ask the Board of Directors and the shareholders of the Company to consider and approve this request.

I sincerely thank you.

***Recipients:***

- Board of Directors; Supervisory Board of the Company;
- Human Resources Department.

*Hà Long, February 7, 2025*

**APPLICANT**

**Tran Quoc Tuan**





No.: 2460/QC - VNBC

Ha Long, March 25, 2025

**ELECTION REGULATIONS  
SUPPLEMENTARY MEMBERS OF THE BOARD OF DIRECTORS  
TERM IV**

Based on the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and other guiding documents for the implementation of the Law;

Based on the Company's Charter approved by the Annual General Shareholders' Meeting on April 28, 2021;

The 2025 Annual General Shareholders' Meeting ("AGM") of Nui Beo Coal Joint Stock Company – Vinacomin ("Company") will proceed with the election of supplementary members to the Board of Directors ("BOD") according to the following provisions:

**Article 1. Principles and Subjects of the Election**

**1.1. Principles of the Election:**

- a) The election must comply with the law and the Company's Charter to ensure democracy and the legal rights of all shareholders;
- b) The election will be conducted publicly by ballot.

**1.2. Eligible Voters:** Shareholders of the Company or persons authorized by the shareholders to attend the General Shareholders' Meeting at the record date of March 26, 2025.

**Article 2. Number and Qualifications of the Elected Members of the BOD (Supplementary)**

**2.1.** The number of BOD members to be elected as supplementary members is: 01 member.

**2.2.** Qualifications and conditions for becoming a BOD member: Must comply with the provisions of the Enterprise Law and the Company's Charter.

**Article 3. Conditions for Nominating and Candidacy for BOD Members (Supplementary)**

**3.1.** Before the opening of the AGM, shareholders have the right to form a group to nominate candidates for the position of BOD members.

**3.2.** The process of candidacy and nomination for supplementary BOD members will proceed as follows:

- Shareholders or groups of shareholders holding 5% or more of the voting shares as of the record date (March 26, 2025) are eligible to nominate and run for BOD membership.





- In the absence of any candidates through nominations or candidacies, the current BOD will make the nominations.

#### **Article 4. Documents for Nomination and Candidacy to Supplement the BOD**

4.1. Documents for nomination and candidacy for BOD membership include:

- Application form for candidacy or nomination for BOD membership.
- A self-prepared CV by the candidate, including: Full name, date of birth, qualifications, work experience, management positions, related interests...
- A notarized copy of the candidate's ID card or Citizen Identification Card (CCCD);
- Authorization letter to attend the General Shareholders' Meeting (if any);

4.2. Nominations/candidacies should be submitted to the Company's office at 799 Le Thanh Tong, Ha Long City, Quang Ninh before April 23, 2025, for verification and public disclosure as required by regulations.

For nominations/candidacies submitted directly at the meeting, shareholders or groups of shareholders nominating/candidating must immediately provide full nomination/candidacy documents as outlined in section 4.1 above to the meeting's chairman for consideration and inclusion in the list of candidates.

4.3. Only those nomination/candidacy documents that meet the conditions for nomination/candidacy, submitted to the Company on time, and candidates who meet the corresponding requirements for BOD members will be included in the list of candidates to be disclosed at the AGM.

#### **Article 5. Voting Method**

5.1. The election of supplementary BOD members will be conducted through cumulative voting, where each shareholder or authorized attendee will have a number of votes corresponding to the total shares they own or represent.

5.2. Shareholders or authorized attendees can allocate all their votes to a single candidate or distribute their votes among different candidates of their choice.

#### **Article 6. Ballots, Voting Process, and Vote Counting**

6.1. Supplementary BOD Member Ballots:

a) Each shareholder or authorized attendee will be given a supplementary BOD member ballot right before the election takes place. The ballot will include: (1) Shareholder's name; (2) Shareholder code; (3) Number of shares and corresponding votes for the supplementary BOD member election; (4) Names of nominated/candidate members for the BOD to be voted on by the AGM.

b) The supplementary BOD member ballot will bear the Company's official seal.

6.2. How to Fill the Ballot and Validity of the Votes:

a) To fill in the ballot: Shareholders or authorized attendees who wish to vote for a candidate will write the number of votes they wish to cast in the "Votes" column corresponding to the candidate's name. If a shareholder makes a mistake





while filling in the ballot (provided it has not been placed in the ballot box), they have the right to directly approach the Chief of the Vote Counting Committee to correct the ballot to ensure their voting rights are protected.

b) Valid Ballots:

- A valid ballot is one issued by the Organizing Committee of the AGM;
- The ballot must have the Company's official seal.

c) Invalid Ballots:

- Ballots not issued by the Organizing Committee of the AGM;
- Ballots without the Company's official seal;
- Ballots that are torn, erased, or modified; ballots containing names of candidates not approved by the AGM;
- Ballots without the signature of the shareholder or their authorized representative;
- Ballots where the total votes for candidates exceed the number of votes the shareholder is entitled to cast;
- Ballots where the total number of candidates voted for exceeds the number of BOD members to be elected;
- Ballots submitted to the Vote Counting Committee after the voting has ended and the ballot box has been sealed.

6.3. Voting Principles:

a) The Vote Counting Committee will prepare the ballot boxes and conduct checks on them in the presence of shareholders.

b) Voting will begin upon the signal from the Chairman of the AGM or the Head of the Vote Counting Committee and will end when the last shareholder casts their vote. After voting is concluded, the ballot box will be sealed by the Vote Counting Committee in the presence of shareholders.

6.4. Vote Counting Regulations:

a) The Vote Counting Committee will proceed with counting the votes immediately after voting ends according to the following regulations:

- The Vote Counting Committee will work in a separate room or designated area. No one other than the Vote Counting Committee members and the assigned assistants will be allowed in the vote counting area, including shareholders of the Company.

- The Vote Counting Committee may use electronic technical equipment and technical specialists to assist in the vote counting, as well as necessary assistants.

- Verify the validity of the ballots.

- Review each ballot and record the results.

- Seal all the ballots and hand them over to the BOD immediately after the AGM concludes.





b) Prepare and Announce the Vote Counting Report: After the votes are counted, the Vote Counting Committee will prepare a Vote Counting Report to be announced at the AGM. The content of the Report must include the following main points:

- The time and place of the vote counting;
- The members of the Vote Counting Committee.
- The total number of shareholders attending the meeting;
- The total number of shareholders casting votes;
- The number of valid and invalid ballots;
- The number of votes received by each candidate for the Board of Directors;
- The Vote Counting Report must be signed by the members of the Vote Counting Committee and confirmed by the Chairman of the AGM.\*\*

#### **Article 7: Principles for Determining Elected Members of the Board of Directors (BOD)**

The candidates elected to the Board of Directors are determined by the number of votes received, ranked from highest to lowest. In the event that two (02) or more candidates receive the same number of votes, the AGM will conduct a re-election among those candidates with the same vote count during the AGM.

#### **Article 8: Complaints About the Election and Vote Counting**

If, after the announcement of the election results, any shareholder raises concerns or requests a review of the results, the Board of Directors will directly verify the results. If errors or fraudulent activities are discovered in the vote counting, the Organizing Committee will arrange for a re-election, and the Vote Counting Committee must fully compensate all related costs. Complaints and their resolutions about the election and vote counting will be recorded in the AGM minutes.

#### **Article 9: Effectiveness of the Regulations**

These regulations will take effect immediately after being approved by the General Meeting of Shareholders.

We respectfully submit these regulations for the General Meeting of Shareholders to review and approve.

Let me know if you need further assistance!

**Recipient:**

- Board of Directors, Supervisory Board (ecopy);
- General Director, Deputy General Director, Chief Accountant (ecopy);
- Company Shareholders;
- Registration Office (posted on Website);
- File: Company Secretary.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN**  
**Tran Tuan Anh**





Ha Long, April 25, 2025

**REPORT**  
**Regarding: Introduction of Personnel for the Board of Directors of the**  
**Company, Term IV**  
**(Draft)**

Pursuant to: The Law on Enterprises dated June 17, 2020, and its implementing regulations; The Company's Charter approved by the General Meeting of Shareholders on April 28, 2021; The Shareholder list of the Company at the final registration date of March 26, 2025, provided by the Vietnam Securities Depository (VSD); The Regulations on the election of additional members to the Board of Directors for Term IV.

The organizing committee of the General Meeting and the Board of Directors of the Company have conducted checks and verified the profiles of candidates nominated by shareholders. We now report to the General Meeting the personnel to be elected to the Board of Directors for Term IV as follows, in accordance with the Law on Enterprises and the Company's Charter:

1. Number of Board members to be elected: 1 member.
2. Number of candidates nominated by shareholders holding more than 5% of charter capital up to this point: 0 members.
3. Number of qualified candidates nominated by the Company's Board of Directors up to this point: 1 member, specifically:

No.	Candidate Name for the Board of Directors	Year of birth	Education; Position	Note
1	Pham Ba Tuoc	1978	Mining Engineer; Deputy General Director of the Company	

Xin trân trọng báo cáo trước Đại hội và xin ý kiến các quý vị cổ đông./.

**Recipient:**

- Board of Directors, Supervisory Board (ecopy);
- General Director, Deputy General Director, Chief Accountant (ecopy);
- Company Shareholders;
- Registration Office (posted on Website);
- File: Company Secretary.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN**  
**Tran Tuan Anh**

*Tran Tuan Anh*



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**CURRICULUM VITAE**

**Candidate for the Board of Directors, Term IV**

*(Proposed by the current Board of Directors)*

1. Full Name: **Pham Ba Tuoc** Gender: Male
2. Date of birth: October 6, 1978
3. Place of birth: Vu Quy Commune, Kien Xuong District, Thai Binh province
4. Ethnicity: Kinh
5. Permanent Address: Group 5, Area 1, Ha Lam Ward, Ha Long City, Quang Ninh province
6. Office Phone: 0333.825.220  
Mobile: 0915043941
7. ID Number: 022078007888, issued by the department of Police administration for social order on July 2, 2021
8. Date of joining the party: September 2, 2005
9. Professional qualification: Mining engineer
10. Completed training courses:

Name of School	Field of Study, Training, and Development	From Month, Year – To Month, Year	Degree, Certificate, Educational Level
University of Mining and Geology, Hanoi	Mining engineering	1997- 2001	Mining engineer
Field of Study: Mining Engineering	Management staff class	12/2008 - 01/2009	Certificate
Training in Japan	Advanced political theory and public administration	2018 -2020	Bachelor of advanced political theory
Ho Chi Minh National Academy of Politics and Public Administration	Training Program for executive Directors	2020 – 2021	Certificate of completion

**11. Work experience:**

From month, year to month, year	Position, title, and working unit
11/2001 - 01/2003	Worker at Construction Site 88, Ha Lam Coal Company.
02/2003 - 05/2006	Employee in the Mining Department, Ha Lam Coal Company.



From month, year to month, year	Position, title, and working unit
06/2006 - 07/2007	Deputy Head of the Mining Department, Ha Lam Coal Company – TKV.
08/2007 - 12/2008	Head of the Mine Ventilation Department, Ha Lam Coal Joint Stock Company – TKV.
01/2009 - 12/2015	Supervisor of Mining Site 6, Ha Lam Coal Joint Stock Company – Vinacomin.
01/2016 - 02/2017	Head of the Mining Department, Ha Lam Coal Joint Stock Company – Vinacomin.
03/2017 - 03/2017	Employee, Technical and Financial Department, Nui Beo Coal Joint Stock Company – Vinacomin.
04/2017 - 08/2017	Head of the Department – Deputy Director, Mine Construction Project Management Board, Nui Beo Coal Joint Stock Company – Vinacomin.
From T8/2017 to present	Deputy Director, Nui Beo Coal Joint Stock Company – Vinacomin.

12. Current health status: Type II.

13. Awards: Consistently achieved the title of excellent laborer, fighter of emulation in successive years at the company level, industry level, and Ministry of Industry and Trade level.

14. Number of NBC shares held: 0 shares.

15. Related persons holding NBC Shares: 0 shares.

*Hà Long, March 25, 2025*

**PERSON SUBMITTING**

**Pham Ba Tuoc**

