

VIETNAM NATIONAL COAL AND MINERAL
INDUSTRIES HOLDING CORPORATION LIMITED
CAO SON COAL JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 02A /NQ-TCS-HDQT

Cua Ong, January 09, 2026

RESOLUTION

Re: Approval of contracts and transactions between the Company and major shareholders, internal and affiliated persons in 2026

THE BOARD OF DIRECTORS OF CAO SON COAL JOINT STOCK COMPANY

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*
- *The Charter of Organization and Operation of Cao Son Coal Joint Stock Company, passed by Annual General Meeting of Shareholders on April 26, 2023;*
- *Proposal of the General Director of the Company No.85/TTr-TCS-KH dated January 07, 2026 regarding the approval of contracts and transactions between the Company and major shareholders, internal and affiliated persons in 2026.*
- *Minutes of the Board of Directors No. 02/BB-TCS-HDQT dated January 09, 2026.*

DECISION:

Article 1. Approval of contracts and transactions between the Company and major shareholders, internal and affiliated persons in 2026 under the authority of the Board of Directors. As follows:

1.1. Approval and acceptance of execution: Approve the list of the Company's affiliated persons and approve the execution of proposed contracts and transactions in 2026 under the authority limits of the Board of Directors, effective from January 1, 2026 until further changes (details provided in Section B, Section C and Section D of the Appendix attached to this Decision).

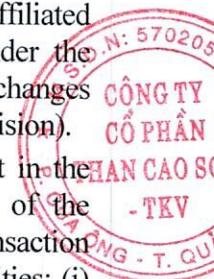
1.2. Approval of the policy on arising transactions: In addition to the list set out in the Appendix, the Board of Directors approves, in principle, and authorizes the Director of the Company to carry out actual arising transactions (if any) in 2026, provided that the transaction values remain within the authority limits of the Board of Directors, with the following entities: (i) Other member units under TKV (including newly established, merged or renamed units during the planning year); (ii) Other enterprises under TKV in which the Company's internal persons act as representatives of contributed capital or hold managerial positions newly appointed in 2026.

1.3. Authorization for implementation: Authorize the Director of the Company to proactively negotiate, decide on contractual terms and prices (ensuring market-based pricing principles, transparency and the Company interests), execute contracts, and carry out information disclosure in accordance with applicable laws and regulations.

Article 2. Approval of the policy to submit to the 2026 Annual General Meeting of Shareholders for approval, as follows:

2.1. Regarding contracts and transactions: The Board of Directors submits to the General Meeting of Shareholders for approval of contracts and transactions between the Company and Affiliated persons in 2026 under the approval of the General Meeting of Shareholders (details provided in Section A of the Appendix attached to this Decision).

2.2. Regarding the mechanism to ensure business continuity and effectiveness: In order to ensure regular and uninterrupted production and business operations during the period pending the



convening of the General Meeting of Shareholders and issuance of its Resolution, the Board of Directors submits to the General Meeting of Shareholders for approval the following mechanism:

Transitional effectiveness: Permit the Company to continue performing contracts and transactions with affiliated persons (as listed in the Appendix attached to this Resolution) from January 1, 2026 until a new Resolution of the 2026 General Meeting of Shareholders is issued to replace it. Such transactions must comply with market pricing principles or pricing regulations of the State/Group.

Approval of transactions already executed: The General Meeting of Shareholders approve and recognize the legal validity of contracts and transactions under the authority of the General Meeting of Shareholders that have been actually executed during the period from January 1, 2026 to the date of issuance of the Resolution of the 2026 Annual General Meeting of Shareholders.

Article 3. Members of the Board of Directors, the General Director, Deputy General Directors, Chief Accountant, and Heads of units of the Company shall be responsible for implementing this Decision in accordance with applicable regulations./.

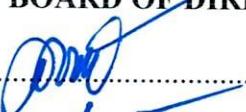
**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



Vu Van Khan

MEMBERS OF THE BOARD OF DIRECTORS

SECRETARY

Pham Quoc Viet..... 



Nguyen Ngoc Toan..... 

Nguyen Hoang Cuong

Nguyen Ngoc Dung..... 

Pham Hong Luong..... 





APPENDIX

LIST OF RELATED PARTIES AND CONTENTS OF TRANSACTIONS

(Attached to Resolution No. 02A/NQ-TCS-HDQT dated January 09, 2026)

NO.	NAME OF ENTITY (RELATED PARTY)	Tax Identification Number	ADDRESS OF HEADOFFICE	RELATIONSHIP	DESCRIPTION OF TRANSACTIONS AND PROPOSED VALUE IN 2026
A UNDER THE AUTHORITY OF THE GENERAL MEETING OF SHAREHOLDERS (GM)					
1	Vietnam National Coal and Mineral Industries Holding Corporation Limited (TKV)	5700100256	No. 3 Duong Dinh Nghe, Yen Hoa, Cau Giay, Hanoi	Major shareholder (65.14%)	Framework agreements, business cooperation, capital management, industry management fees, infrastructure leasing, brand usage fees, etc.
2	Branch of Vietnam National Coal - Mineral Industries Group - Cua Ong Coal Selection Company - TKV	5700100256-033	Group 48, Zone 4B2, Cua Ong Ward, Quang Ninh	TKV-affiliated unit	Coal trading (Expected value: VND 4,297,449 million)
3	Cam Pha Port and Logistics Company - Vinacomin	5700100256-001	Ly Thuong Kiet Street, Cua Ong Ward, Quang Ninh	TKV-affiliated unit	Coal trading (Expected value: VND 1,137,479 million)
4	Materials Joint Stock Company - TKV	5700100707	Group 1, Zone 2, Ha Long Ward, Quang Ninh	TKV subsidiary	Trading of fuels, materials and equipment (Expected value: VND 1,134 billion)
5	Cam Pha Mining Chemical Industry Company	0100101072-026	Thuy Son Area, Cua Ong, Quang Ninh	TKV-affiliated unit	Blasting services; road tolls (Expected value: VND 426,493 million)
B UNDER THE AUTHORITY OF THE BOARD OF DIRECTORS (BOD)					
1	Vietnam National Coal and Mineral Industries Holding Corporation Limited (TKV)	5700100256	No. 3 Duong Dinh Nghe, Yen Hoa, Cau Giay, Hanoi	Major shareholder (65%)	Capital management; industry management fees; infrastructure leasing; brand usage fees, etc.
2	Vinacomin Automobile Industry Joint Stock Company	5700353722	No. 370 Tran Quoc Tang, Cua Ong Ward, Quang Ninh	TKV subsidiary	Vehicle maintenance; supply of spare parts and materials.
3	Vinacomin Miners Transportation and Shuttle Joint Stock Company	5700477326	No. 750 Hoang Quoc Viet, Cua Ong Ward, Cam Pha	TKV subsidiary	Shuttle bus services for employees; vehicle maintenance.
4	Vinacomin - Tourism and Trading Joint Stock Company	0100101298	8th Floor, Viet A Building, Duy Tan Street, Cau Giay Ward, Hanoi	TKV subsidiary	Catering services, accommodation, supply of materials, maintenance and repair services

NO.	NAME OF ENTITY (RELATED PARTY)	TAX IDENTIFICATION NUMBER	ADDRESS OF HEADOFFICE	RELATIONSHIP	DESCRIPTION OF TRANSACTIONS AND PROPOSED VALUE IN 2026
5	Vinacomin - Tourism and Trading Joint Stock Company - Van Long Branch	0100101298-003	No. 801 Tran Phu Street, Quang Hanh Ward, Quang Ninh Province	TKV-affiliated unit	Catering services, accommodation.
6	Vinacomin - Machinery Joint Stock Company	5700495999	No. 486 Tran Phu Street, Quang Hanh Ward, Quang Ninh	TKV subsidiary	Trading of materials and equipment, equipment maintenance and repair
7	Uong Bi Auto Mechanical Joint Stock Company	5700623552	Tan Lap 2 Area, Yen Tu Ward, Quang Ninh Province	TKV subsidiary	Trading of materials and equipment, equipment maintenance and repair
8	Viet Bac Mining Mechanical Joint Stock Company - VVMI	4600432062	Hamlet 2, An Khanh Commune, Thai Nguyen	TKV subsidiary	Trading of materials and equipment, equipment maintenance and repair
9	Branch of Mine Rescue Center - Vinacomin	5700100256-004	Km 8, Ha Tu Ward, Quang Ninh Province	TKV-affiliated unit	Emergency response, safety training, rescue and emergency standby services.
10	Vinacomin - Mining Geology Joint Stock Company	5701436805	No. 304 Tran Phu Street, Cam Pha City, Quang Ninh Province	TKV subsidiary	Exploratory drilling and displacement monitoring
11	Viet Bac Geology Joint Stock Company - TKV	104944595	No. 30B Doan Thi Diem, Dong Da District, Hanoi	TKV subsidiary	Exploratory drilling and monitoring.
12	TKV - Environment Company Limited	5700100425	Km 4, Tran Phu Street, Quang Hanh Ward, Quang Ninh	TKV-affiliated unit	Wastewater and waste treatment, environmental works.
13	Informatics, Technology, Environment Joint Stock Company (VITE)	0101919181	B15 Building, Dai Kim New Urban Area, Dinh Cong Ward, Hanoi	TKV subsidiary	IT services, software, environmental monitoring.
14	Vinacomin Inspection Joint Stock Company	5700100552	No. 55 Le Thanh Tong, Hong Gai Ward, Quang Ninh	TKV subsidiary	Inspection of coal quantity and quality.
15	Quang Ninh Mining Chemical Industry Company	0100101072-001	Group 25, K4 Area, Ha Khanh Ward, Ha Long City	TKV-affiliated unit	Road tolls
16	Viet Bac Mining Chemical Industry Company - MICCO	4601130924	Bi Trung 1 Area, Yen Tu Ward, Quang Ninh Province	TKV-affiliated unit	Road tolls
17	Ha Long Coal Company - TKV	5700100256-062	No. 38, Group 15, Area 1B, Cua Ong Ward, Quang Ninh	TKV-affiliated unit	Road tolls
18	Vietnam Coal and Mineral College - TKV	5701740890	No. 8 Chu Van An, Ha Long Ward, Quang Ninh	TKV-affiliated unit	Vocational training, occupational safety and health training.
19	Vinacomin - Institute Of Energy & Mining Mechanical Engineering	100100632	No. 565 Nguyen Trai, Thanh Xuan Nam Ward, Hanoi	TKV subsidiary	Trading of materials, research and manufacturing.
20	Vinacomin Business School	5700100256-068	No. 25, Alley 46, An Hoa Street, Ha Dong District, Hanoi	TKV-affiliated unit	Organization of training courses and training services.
21	Vinacomin - Maokhe Mechanical Joint Stock Company	5700526478	Quang Trung Area, Mao Khe Ward, Dong Trieu	TKV subsidiary	Trading of materials and equipment, equipment maintenance and repair

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NO.	NAME OF ENTITY (RELATED PARTY)	TAX IDENTIFICATION NUMBER	ADDRESS OF HEADOFFICE	RELATIONSHIP	DESCRIPTION OF TRANSACTIONS AND PROPOSED VALUE IN 2026
22	Vinacomin - Hon Gai Mechanical Joint Stock Company	5700889986	No. 108 Le Thanh Tong, Hong Gai Ward, Quang Ninh	TKV subsidiary	Mechanical processing and fabrication, equipment maintenance and repair.
C	ENTITIES IN WHICH MEMBERS OF THE COMPANY'S BOARD OF DIRECTORS OR BOARD OF SUPERVISORS PARTICIPATE IN MANAGEMENT OR EXECUTIVE ROLES				(Expected value: subject to actual demand arising, ensuring compliance with authority limits)
1	Vinacomin - Mining Geology Joint Stock Company	5701436805	No. 304 Tran Phu, Cam Pha Ward, Quang Ninh Province	TKV subsidiary; Chairman of the Board of Directors of TCS concurrently serves as the Chairman of the Board of Directors of the Company	Exploratory drilling and displacement monitoring
2	Vinacomin Mining and Industry Investment Consulting Joint Stock Company	0500235743	No. 565 Nguyen Trai, Thanh Liet, Hanoi	TKV subsidiary; Chairman of the Board of Directors of TCS concurrently serves as the Chairman of the Board of Directors of the Company	Design consultancy and preparation of investment projects.
3	Vinacomin - Ha Tu Coal Joint Stock Company	5700101323	Group 6, Zone 3 - Ha Tu Ward - Quang Ninh Province	TKV subsidiary; Chairman of the Board of Directors of TCS concurrently serves as the Chairman of the Board of Directors of the Company	Production coordination; equipment outsourcing when necessary.
4	Vinacomin - Uong Bi Electric Mechanical Joint Stock Company	5700526340	Group 13, Zone 8, Vang Danh Ward, Quang Ninh Province	TKV subsidiary; Head of the Board of Supervisors of TCS is concurrently Head of the Board of Supervisors of the Company	Trading of materials, equipment repair, production coordination
D	OTHER RELATED ENTITIES UNDER TKV (No transactions incurred in 2026)				
1	Member units and other affiliated units of the Vietnam National Coal – Mineral Industries Group (TKV)	-	-	TKV subsidiaries and affiliated units	<p>Coal production, logistics, coal processing and screening; supply of materials, equipment, chemicals, fuel and electricity; mechanical engineering, repair, mine construction, shipbuilding; maritime services, pilotage, seaports; geological exploration, design consulting, communications and other services.</p> <p>(Expected value: subject to actual demand arising, ensuring compliance with authority limits)</p> 