

Hà Nội, April 28th, 2025

RESOLUTION
ANNUAL GENERAL SHAREHOLDER'S 2025
VINACOMIN - NORTHERN COAL TRADING JOINT STOCK COMPANY

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VINACOMIN - NORTHERN COAL TRADING JOINT STOCK
COMPANY

Pursuant to the Law on Enterprises 2020 and its guiding documents;
Pursuant to the Law on Securities 2019 and its guiding documents;
Pursuant to the Charter of Organization and Operation of Vinacomin -
Northern Coal Trading Joint Stock Company;

Pursuant to the Minutes of the 2025 Annual General Meeting of
Shareholders of the Company dated April 28, 2025;

RESOLVES:

Article 1: Approval of the Report by the CEO summarizing the business
operations in 2024 and the business plan for 2025, with the key contents as
follows:

1.1. Business Performance Results in 2024:

No.	Target	Unit	2024 Plan	2024 Implementation	AC/PL (%)
1	Output target				
1.1	Imported coal	Ton	6,400,000	5,964,103	93%
1.2	Coal consumption, of which:	Ton	16,078,000	15,871,041	99%
	- Blended coal delivered to TKV for sale to Electricity	Ton	12,661,000	12,750,635	
	- Coal transferred to TKV for consignment sale	Ton	720,000	299,550	
	- Proprietary Coal	Ton	1,000,000	1,124,161	
	- Imported coal sold to blending units	Ton	1,697,000	1,696,695	
1.3	Coal purchased from TKV for upgrading	Ton	330,000	314,965	95%
2	Total Revenue:	million VND	43,330,515	41,775,818	96%
2.1	Coal Revenue	"	43,250,515	41,687,052	
2.2	Large-scale Service Revenue	"	60,000	68,889	
2.3	Other Operating Revenue	"	20,000	19,877	

No.	Target	Unit	2024 Plan	2024 Implementation	AC/PL (%)
3	Cost of Goods Sold	million VND	41,849,965	40,193,816	96%
3.1	Coal Trading	"	41,834,965	40,175,850	
3.2	Other Trading	"	15,000	17,966	
4	Value of Production	Million VND	1,480,550	1,582,002	107%
4.1	Coal Trading	"	1,415,550	1,511,202	
4.2	Large-Scale Coal Delivery Services	"	60,000	68,889	
4.3	Other Trading	"	5,000	1,911	
5	External Transportation and Loading Costs	million VND	851,420	816,314	96%
5.1	Coal Trading	"	847,420	816,314	
5.2	Other Trading	"	4,000		
6	Value of Production for Salary Calculation (Excluding External Transportation and Loading Costs)	million VND	629,130	765,688	122%
6.1	Coal Trading	"	568,130	694,888	
6.2	Large-Scale Coal Delivery Services	"	60,000	68,889	
6.3	Other Trading	"	1,000	1,911	
7	Total Cost of Production and Business Activities in the Period:	million VND	1,334,600	1,315,584	99%
7.1	Intermediate Costs:		1,135,152	1,097,345	
	Of which: External Transportation and Loading Costs:		851,420	816,314	
7.2	Value Added (GDP):		199,448	218,239	
	- Asset Depreciation	"	6,140	5,428	
	- Salary		75,608	191,000	
	+ Employee payroll fund	"	173,335	187,605	
	+ Management payroll fund	"	2,273	3,395	
	- Insurance, Board of Directors' remuneration, Supervisory Board's remuneration	"	10,700	13,968	
	- Taxes (in cost)	"	7,000	7,843	
8	Profit:	million VND	145,950	266,418	183%
9	Guidance indicators on labor and salary	million VND			
9.1	Salary unit price: (VND/1,000 VND of net production value)	VND/1,000 VND	276	244	
9.2	Average labor	person	600	611	
	Including: Employees	person	595	605	
	Management staff	person	5	6	
9.3	Average salary	VND/person/month			
	- Average salary of the whole enterprise	VND/person/month	24,390,000	26,050,000	107%
	- Average salary of employees	VND/person/	24,277,000	25,841,000	106%

		month			
	- Average salary of management staff	VND/person/month	37,883,000	47,152,000	124%
10	Budget contribution:	million VND	According to the Decision	2,170,151	
11	Construction and investment	million VND	19,188	20,723	108%
12	Dividend payout ratio	%/Charter capital	20	20	100%

1.2. Business Plan for 2025:

No.	Indicator	Unit	2025 Plan
1	Output indicators		
1.1	Imported coal	Ton	6,700,000
1.2	Coal consumption, including:	Ton	15,591,000
	- Mixed coal delivered to TKV for sale on behalf of Electricity	Ton	12,781,000
	- Coal returned to TKV for sale on behalf of Fertilizer	Ton	250,000
	- Self-trading coal	Ton	1,000,000
	- Imported coal sold to mixing units	Ton	1,560,000
2	Total revenue:	million VND	42,192,653
2.1	Coal revenue	"	42,115,863
2.2	Large customer service revenue	"	70,000
2.3	Other business revenue	"	6,790
3	Cost of goods sold	million VND	40,745,476
3.1	Coal Trading	"	40,742,886
3.2	Other Trading	"	2,590
4	Production Value	million VND	1,447,177
4.1	Coal Trading	"	1,372,977
4.2	Large-Scale Coal Delivery Services	"	70,000
4.3	Other Trading	"	4,200
5	Outsourced Transportation and Loading Costs	million VND	823,885
5.1	Coal Trading	"	819,885
5.2	Other Trading	"	4,000
6	Production Value for Salary Calculation (Excluding Outsourced Transportation and Loading Costs)	million VND	623,092
6.1	Coal Trading	"	553,092
6.2	Large-Scale Coal Delivery Services	"	70,000
6.3	Other Trading	"	
7	Total Cost of Production and Business Activities in the Period:	million VND	1,317,177
7.1	Intermediate Costs:		1,103,542
	Including: Outsourced Transportation and Handling Costs:		823,885

No.	Indicator	Unit	2025 Plan
7.2	Value Added (GDP):		213,635
	- Asset Depreciation	"	6,303
	- Salaries		191,632
	+ Employee Salary Fund	"	188,432
	+ Management Salary Fund	"	3,200
	- Insurance, Board of Directors and Supervisory Board Fees	"	10,700
	- Taxes (Included in Cost)	"	5,000
8	Total Profit:		130,000
9	Guidance Indicators for Labor and Salaries		
9.1	Salary Unit Price: (VND/1,000 VND of Production Value Excluding Outsourcing)	VND/1,000 VND	302
9.2	Average Labor	People	617
	Including: Employees	People	611
	Management Staff	People	6
9.3	Average Salary	VND/person /month	
	- Average Salary for the Entire Enterprise	VND/person/ month	25,882,000
	- Average Employee Salary	VND/person/ month	25,700,000
	- Average Management Staff Salary	VND/person/ month	44,444,000
10	Budget Contributions:	According to Current Regulations	
11	Construction and Investment	million dong VND	28,989
12	Dividend Payout Ratio	%/Charter Capital	≥ 20

Including:

- The investment and construction plan is detailed in Notification No. 6585/TKV-ĐT dated November 25, 2024, issued by the Vietnam National Coal and Minerals Industries Group - Vinacomin.

- The production value used for salary calculation (GTSX) refers to the production value excluding transportation and outsourced loading/unloading costs in the sales stage.

- Other revenue planned for 2025 includes: non-coal products, wholesale of metals and metal ores, construction materials, hotel services, etc. (in accordance with the Company's business lines as stipulated in its Charter).

Article 2: Approval of the 2024 Financial Statements; Profit Distribution Plan; Allocation to Funds; and Dividend Payment Rate for 2024.

2.1. Approval of the 2024 Financial Statements with the following key indicators:

- Total assets : 4,042,533,495,570 VND

- Total liabilities and equity : 4,042,533,495,570 VND

Including:

+ Owner's invested capital : 150,000,000,000 VND (Charter capital)

+ Other capital from the owner : 5,184,136,731 VND

+ Development investment fund : 215,079,619,284 VND

+ Undistributed after-tax profit : 474,746,092,998 VND

* The General Meeting unanimously approved the profit distribution plan, allocation to funds, and the 2024 dividend payment rate, specifically as follows:

TT	Content	Amount (VND)
1	Undistributed profit from 2023 carried forward	275,095,967,795
2	Profit before tax in 2024	266,417,652,329
3	Excluded expenses not included in taxable expenses	67,419,983,301
	- <i>Excluded expenses</i>	5,414,174,221
	- <i>Financial expenses exceeding Decree 132/ND-CP of 2024</i>	62,005,809,080
4	Total profit subject to corporate income tax for the year 2024	333,837,635,630
5	Corporate income tax (TNDN) 20%	66,767,527,126
6	Profit after corporate income tax for the year 2024	199,650,125,203
7	Cash dividend at 20% of the charter capital	30,000,000,000
8	Allocation to Development Investment Fund (30% of profit after tax in 2024)	59,895,037,561
9	Allocation to Bonus and Welfare Fund (equal to 1,5 times the actual monthly salary of the Company's employees in 2024: (196,165,981,884 VND/12 months x 1,5 times) = 24,520,747,736 VND. - Bonus Fund 50% - Welfare Fund 50%	24,520,747,736 12,260,373,868 12,260,373,868
10	Allocation to Company Management Bonus Fund (1,0 times the actual monthly salary of the Company's management in 2024: (3,395,000,000 VND/12 months x 1,0 times) = 282,916,667 VND.	282,916,667
11	Retained profit for the year 2024	84,951,423,239
12	Total undistributed retained earnings after dividend payments and fund appropriations carried forward to the following year.	360,047,391,034

Article 3: Approval of the Report on the Remuneration, Salaries, and Other Benefits for the Board of Directors (BOD), Supervisory Board (SB), and Company Secretary in 2024; and the Plan for Remuneration, Salaries, and Other Benefits for the Board of Directors, Supervisory Board, and Company Secretary in 2025.

3.1. Approval of the remuneration, salaries, and other benefits for members of the Board of Directors and Supervisory Board in 2024 as follows:

No.	Position	Number of people	Remuneration, Salary, and Other Benefits for the Board of Directors, Supervisory Board, and Company Secretary
1	Chairman of the Board of	01	5,140,000 VND/month x 12 months =

	Directors (working time 12 months)		61,680,000 VND
2	Member of the Board of Directors (working time 12 months)	03	4,380,000 VND/month x 12 months x 3 people = 157,680,000 VND
3	Independent Member of the Board of Directors (working time 12 months)	01	21,900,000 VND/month x 12 months = 262,800,000 VND
4	Head of the Supervisory Board (full-time)	01	(Receiving full-time salary according to the guidance in Decision No. 1387/QD-TKV of TKV dated 2019-07-29 and from the Company's Management Officer Salary Fund)
5	Member of the Supervisory Board (working time 12 months)	02	4,380,000 VND/month x 12 months x 2 people = 105,120,000 VND
6	Company Secretary (working time 12 months)	01	4,380,000 VND/month x 12 months = 52,560,000 VND

The total amount of remuneration paid in 2024 is: 639.840.000 VND.

3.2. Approval of the plan for remuneration, salaries, and other benefits for the Board of Directors, Supervisory Board, and Company Secretary in 2025, with the following details:

No.	Position	Number of people	Remuneration, Salary, and Other Benefits for the Board of Directors, Supervisory Board, and Company Secretary
1	Chairman of the Board of Directors	01	25,700,000 VND x 20% = 5,140,000 VND/month
2	Member of the Board of Directors	03	21,900,000 VND x 20% = 4,380,000 VND/month
3	Independent Member of the Board of Directors	01	21,900,000 VND/month (Receiving allowance according to the guidance in Decision No. 1803/QD-TKV dated 2021-12-28)
4	Head of the Supervisory Board (full-time)	01	Receiving full-time salary according to the regulations of the State, TKV
5	BKS Member	02	21,900,000 VND x 20% = 4,380,000 VND/month
6	Company Secretary	01	21,900,000 VND x 20% = 4,380,000 VND/month

The total expected amount for remuneration, salaries, and other benefits for the Board of Directors, Supervisory Board, and Company Secretary in 2025 is: 639,840,000 VND

Article 4: Approval of the Supervisory Board's Assessment Report on the Company's Business Performance, the Audited Financial Statements for 2024; the Supervisory Board's 2024 Activity Report; and the Inspection, Supervision, and Control Plan for 2025.

The General Meeting acknowledged that the contents of the reports are accurate and reflect the actual situation, highlighting key issues and identifying certain post-audit findings that the Company needs to address and appropriate adjustments.

Article 5: Approval of the Selection of the Auditing Firm for the 2025 Financial Statements.

The General Meeting unanimously approved the selection of **Hanoi Branch – UHY Auditing and Consulting Co., Ltd.**, an auditing firm fully authorized by the Ministry of Finance to audit listed companies, to conduct the audit of the Company's financial statements for the year 2025.

Article 6: Approval of the Board of Directors' Performance Report for 2024.

The General Meeting assessed the performance of the Board of Directors in 2024 as good. The Board of Directors managed and operated the Company in compliance with the regulations of the State, Vinacomin (TKV), and the Company's Charter. The Board of Directors focused on effectively leading the implementation of the strategic objectives approved by the Company's 2024 Annual General Meeting of Shareholders. The Board successfully carried out the plans across management and production operations, thereby ensuring stability and coherence in business activities, aligning with practical realities, and enabling timely resolution of issues arising during the course of operations in production and business activities.

The General Meeting unanimously approved the 2024 Performance Report of the Board of Directors.

Article 7: Approval of the Authorization for the Board of Directors to sign the Contracts and Transactions with Related Parties as Prescribed in Article 167 of the Law on Enterprises:

The General Meeting unanimously approved the authorization for the Company's Board of Directors to make decisions regarding the signing of contracts and transactions with related parties as defined in Article 167 of the 2020 Law on Enterprises.

Article 8: Through the authorization to the Board of Directors (BOD) to proactively decide on adjustments to the 2025 business production plan and the 2025 investment construction plan in accordance with the revised business coordination plan of TKV, in alignment with the actual market developments, business environment, and the implementation process of construction investment tasks.

The General Meeting unanimously authorized for the Board of Directors (BOD) to proactively decide on changes to the 2025 business production plan and the 2025 investment construction plan, in line with the revised business coordination plan of TKV, adjusted to suit the actual market developments, business environment, and the process of implementing construction investment operation.

Article 9: Approval the key indicators guiding the 5-year plan for 2026-2030 of Vinacomin - Northern Coal Business Joint Stock Company.

The General Meeting unanimously approved the key indicators guiding the 5-year plan for 2026-2030 of Vinacomin - Northern Coal Trading Joint Stock Company, as the foundation for the company's development orientation and the formulation of annual business production plans.

Article 10: Terms of enforcement

- This resolution has been fully approved by the Annual General Meeting of Shareholders of Vinacomin - Northern Coal Trading Joint Stock Company for the year 2025 and shall take effect from the date of approval.

- Shareholders, members of the Board of Directors, members of the Supervisory Board, departments, and affiliated units of the Company are responsible for implementing this resolution and organizing its execution according to their authority and operational functions, in accordance with the law and the Company's Charter on organization and operation.

On behalf of the
GENERAL MEETING OF SHAREHOLDERS

Recipients:

- Hanoi Stock Exchange, VSD;
- Shareholders (TKV, others);
- Members of the Board of Directors, Supervisory Board;
- Departments: TMB, Internal Audit, Legal Affairs;
- Affiliated units;
- TH Office (Website Posting);
- Archive: VT, Company Secretary.

Phạm Tuấn Ngọc