

No.: 2237/TB-MTS

Ha Long, April 29, 2025

NOTIFICATION OF PERSONNEL CHANGES

Kindly to: - State Securities Commission of Vietnam
- Hanoi Stock Exchange

Pursuant to Resolution No. 01/25/NQ-ĐHĐCĐ dated April 29, 2025, of the 2025 Annual General Meeting of Shareholders of Vinacomin - Materials Trading Joint Stock Company, we respectfully announce the personnel changes of Vinacomin - Materials Trading Joint Stock Company as follows:

Appointment:

- **Mr. Nguyen Manh Toan**
- Previous Position: Director of Vinacomin - Materials Trading Joint Stock Company, Legal Representative of the Company.
- New Position: Member of the Board of Directors of Vinacomin - Materials Trading Joint Stock Company.
- Term of Appointment: Effective from April 29, 2025.
- Effective Date: April 29, 2025.

Dismissal/Resignation:

- **Mr. Ta Quang Tuan**
- Position Relinquished: Member of the Board of Directors of Vinacomin - Materials Trading Joint Stock Company.
- Reason for Dismissal: Resignation upon personal request.
- Effective Date: April 29, 2025.

This information was disclosed on the Company's website on April 29, 2025.

Website link: <http://www.vmts.vn>

**** Recipients:***

- SSC, HNX (Information Disclosure, for reporting);
- BOD, BOS, General Director (e-copy, for reporting);
- Person in charge of information disclosure to post on the Website (e-copy);

Archived: Office, Company Secretary.

Attached documents:

- Resolution of the 2025 Annual General Meeting of Shareholders;
- Information Disclosure Form in accordance with Circular No. 96/2020/TT-BTC.

**VINACOMIN - MATERIALS TRADING
JOINT STOCK COMPANY
AUTHORIZED PERSON FOR
INFORMATION DISCLOSURE
COMPANY SECRETARY**



Hoang Mai Phuong

No: 01/25/NQ-DHĐCĐ

Ha Long, April 29, 2025

RESOLUTION
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

GENERAL MEETING OF SHAREHOLDERS
VINACOMIN - MATERIALS TRADING JOINT STOCK COMPANY

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020;

Pursuant to the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company;

Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders No. 01/25/BB-DHĐCĐ dated April 29, 2025 of Vinacomin - Materials Trading Joint Stock Company;

RESOLVES:

Article 1. Approval of the Reports presented at the 2025 Annual General Meeting of Shareholders, including:

1.1. Report on Business Performance in 2024 and Business Plan for 2025. (According to Report No. 1800/BC-MTS dated April 2, 2025)

Business performance results in 2024:

No.	INDICATORS	UNIT	PLAN 2024	IMPLEMENTATION IN 2024	PERCENTAGE (%)
1	Key Products and Services				
a	Supply Services				
	- Gasoline	1000 L	3.840	4.205	109
	- Diesel Oil	1000 L	187.500	186.495	99
	- Lubricating oil and grease	1000 L	1.555	1.489	96
b	Port Services			-	
	- Loading and Unloading	ton	2.500.000	1.316.917	53
	- Waterway Transportation	ton	500.000	630.588	126
c	Cominlub Lubricant Sales	1000 L	5.030	3.721	74
2	Total Revenue	Million Dong	4.173.380	4.081.899	98
3	Production Value	Million Dong	473.894	481.054	102
*	<i>Production Value for Wage Calculation</i>	Million Dong	473.894	479.767	101
4	Total Expenses for the Period	Million Dong	455.640	461.471	101
5	Profit	Million Dong	18.250	19.572	107
6	Average Salary	1000 VND/person/month	11.570	12.259	106
7	Dividend Payment	%/ Charter Capital	6÷8%	7%	Achieved

1- Resolution of the 2025 Annual General Meeting of Shareholders

Business Plan and Investment Plan for 2025 with the following key targets:

No.	INDICATORS	UNIT	2025 PLAN
A	Business and Production Plan:		
1	Physical indicators:		
	- DO oil, gasoline, lubricants, and grease	1.000 liters	185.410
	- COMINLUB lubricants	1.000 liters	4.000
	- Loading and unloading operations	1.000 Tons	1.600
	- Waterway transportation	1.000 Tons	600
2	Total revenue	Million Dong	3.950.100
3	Production value	Million Dong	471.100
4	Pre-tax profit	Million Dong	20.000
5	Average salary	1000 VND/person/month	12.445
B	Dividend payment plan	% Charter capital	6+8%
C	Labor recruitment plan	People	-
D	Investment and construction plan		
1	Maintain production	Million Dong	10.980
2	Procurement of watercraft fleet - Vinacomin - Materials Trading Joint Stock Company	Million Dong	34.102

***Note:** The production volume, revenue, production value, and total investment value will be adjusted accordingly after the Company plans to implement the annual plan and completes the feasibility studies for the projects to be implemented during the year. These will be submitted to the Board of Directors for approval by TKV to ensure the overall performance of the Company.*

The General Meeting of Shareholders assigns the Board of Directors (BoD) to issue the Decision on the 2025 Business Plan for the Company's implementation. The General Meeting of Shareholders authorizes the BoD to adjust the 2025 Business Plan and the 2025 Investment Plan based on market fluctuations and the specific nature of the Company's operations, in case of changes in the Company's business conditions or adjustments (increase/decrease) to the key targets in the Business Cooperation Plan by Vietnam National Coal And Mineral Industries Holding Corporation Limited. However, any adjustment made by the BoD must ensure that the realized profit shall not be lower than the planned profit approved by the 2025 Annual General Meeting of Shareholders.

1.2. Approval of the Proposal on Key Targets for the 5-Year Plan Orientation for 2026–2030. (According to Proposal No. 1801/TTr-MTS dated April 2, 2025).

The General Meeting of Shareholders assigns the Board of Directors (BoD) to issue the The General Assembly of Shareholders has entrusted the Board of Directors (BOD) with issuing a decision regarding the approval of key indicators guiding the 5-year plan for 2026-2030, for the Company to implement. Annually, based on the 5-year plan orientation for 2026-2030, the Company shall develop and implement it in accordance with the regulations.

1.3. Approval of the Report of the Board of Directors for 2024 on governance and performance of the Board and its members, and orientation and tasks for 2025. (According to Report No. 03/BC-HDQT-MTS dated April 2, 2025).

1.4. Approval of the Report on the Settlement of Remuneration, Allowances, and Salaries for members of the Board of Directors and the Board of Supervisors in 2024; and the Plan for Remuneration, Allowances, and Salaries for 2025. (According to Report No. 04/BC-HDQT-MTS dated April 2, 2025).

- The General Meeting of Shareholders approves the settlement of remuneration, allowances, and salaries for members of the Board of Directors and the Board of Supervisors in 2024 with a total amount of VND 678,116,000, specifically as follows:

- Remuneration for members of the Board of Directors and the Board of Supervisors:

Title	Number	Monthly planned remuneration (VND)	Actual remuneration for the year (VND)
Chairman of the Board of Directors: 1. Pham Dang Phu: 12 months;	01	5.140.000	61.680.000
Head of the Board of Supervisors: 1. Tran Thanh Tung: 12 months;	01	4.580.000	54.960.000
Member of the Board of Directors: 1. Ta Quang Tuan: 12 months; 2. Le Dung: 12 months; 3. Nguyen The Hung: 4 months; 4. Pham Van Hien: 6 months; 5. Dang Hoai Nam: 6 months	05	4.380.000	175.200.000
Member of the Board of Supervisors: 1. Hoang Kien: 12 months; 2. Pham Thi Ngoc Bich: 12 months;	02	4.380.000	105.120.000
Total	09		396.960.000

- Salary for full-time members of the Board of Directors:

Title	Number	Planned monthly salary (VND)	Actual salary for the year (VND)
Full-time member of the Board of Directors: Nguyen The Hung: 8 months;	01	32.850.000	
		Manager's salary settlement increasing based on profit = 7%	281.156.000

- The General Meeting of Shareholders approves the planned levels of remuneration, allowances, and salaries for the Board of Directors and the Board of Supervisors in 2025, specifically as follows:

TT	Title	Number (people)	Contractual Salary for One Month (VND)	Monthly Remuneration (VND)
I	Board of Directors	05		
1	Chairman	1		5.140.000
2	Concurrent member of the Board of Director	2		4.380.000
3	Full-time Member of the Board of Directors	1	32.850.000	
4	Member of the Board of Directors	1		4.380.000
II	Board of Control	03		
1	Head of the Board of Supervisors	1		4.580.000
2	Member of the Board of Supervisors	2		4.380.000

* Full-time members of the Board of Directors shall receive a salary equivalent to that of the Company's Deputy General Director.

***/ Payment Method:**

- Salaries for members of the Board of Directors shall be advanced monthly at 80%. At the end of the year, based on the Company's business performance and the level of task completion, the Company shall settle the remaining amount for each Board member.

- Remuneration:

+ For Board of Directors and Board of Supervisors members concurrently holding internal positions within the Company, 80% of the concurrent position remuneration shall be temporarily paid monthly. At year-end, based on business results and work performance, the remaining amount shall be settled.

+ For concurrent members of the Board of Directors and Board of Supervisors who are representatives of Vinacomin, 80% of the concurrent position remuneration shall be temporarily paid quarterly and transferred to Vinacomin's account. At year-end, based on business results and individual performance, the remaining remuneration shall be settled and transferred to Vinacomin in accordance with regulations.

1.5. Approval of the Proposal regarding the list of contracts and transactions to be signed between the Company and enterprises, major shareholders, and related parties in 2025. (According to Proposal No. 03/TTr-HDQT-MTS dated April 2, 2025)

1.6. Approval of the Proposal on the addition of business lines and the amendment and supplementation of the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company. (According to Proposal No. 04/TTr-HDQT-MTS dated April 2, 2025)

1.7. Approval of the 2024 Audited Financial Statements. (According to the 2024 Summary Financial Statements)

1.8. Approval of the Report on the 2024 Dividend Payment Plan and Profit Distribution Plan. (According to Report No. 04/BC-HĐQT-MTS dated April 2, 2025)

The General Meeting of Shareholders agrees on the 2024 dividend payment rate of 7% of charter capital (equivalent to VND 700 per share) and the profit distribution plan for 2024 as follows:

No	Content	Amount (VND million)
1	Retained earnings in 2023	675.082.032
2	Profit before tax in 2024	19.571.543.518
	Corporate income tax payment	3.900.128.092
	Deferred corporate income tax	675.082.032
3	Retained earnings for distribution	15.671.415.426
a	Dividend payment (7%/charter capital)	10.500.000.000
b	Remaining profit after dividend payment	5.171.415.426
	Extract from the Board of Management Bonus Fund	177.000.000
	Extract from Reward and Welfare Fund	4.994.415.426

The General Meeting of Shareholders assigns the Board of Directors to issue the Decision on the 2024 dividend payment and to complete the procedures and carry out the dividend payment to shareholders by the end of the second quarter of 2025 in accordance with the regulations of the Law, Vinacomin, and the Company.

1.9. Approval of the Report of the Board of Supervisors on the appraisal of the 2024 Business Performance Report, Financial Statements, and Profit Distribution Plan of Vinacomin - Materials Trading Joint Stock Company. (According to Report No. 06/BC-BKS dated April 2, 2025)

1.10. Approval of the Self-assessment Report on the activities of the Board of Supervisors and the supervision of the Board of Directors and the Executive Management in 2024. (According to Report No. 07/BC-BKS dated April 2, 2025).

1.11. Approval of the Report on the Proposal for Approval of the List of Independent Auditing Firms authorized to audit the Company's 2025 Financial Statements. (According to Proposal No. 08/TTr-BKS dated April 2, 2025).

The General Meeting of Shareholders agrees to approve the list of independent auditing firms eligible to audit the 2025 financial statements, including::

- (1). AASC Auditing Firm Company Limited
- (2). Vietnam Auditing and Valuation Company Limited (VAE):
- (3). UHY Auditing and Consulting Company Limited

The General Meeting of Shareholders authorizes the Board of Directors to select one auditing firm from the above list. The Company's Director shall be responsible for completing the necessary procedures and signing the audit contract in accordance with legal regulations.

In the event that an agreement cannot be reached with the selected auditing firm regarding the contract terms or audit fees, the General Meeting of Shareholders authorizes the Board of Directors to select another firm from the list of independent auditing firms approved by the Ministry of Finance in Decision No. 2730/QĐ-BTC dated November 15, 2024, for public interest entity audits in 2025, to audit the Company's financial statements for the 2025 fiscal year in accordance with current regulations



1.12. Approval of the Proposal on the dismissal of a member of the Board of Directors and the nomination of a candidate for mid-term election to the Board of Directors. *(According to Proposal No. 05/TTr-BOD-MTS dated April 2, 2025).*

- The General Meeting of Shareholders held on April 29, 2025, approves the resignation of Mr. **Ta Quang Tuan** from his position as a member of the Board of Directors for Term III (2024÷2029) of Vinacomin - Materials Trading Joint Stock Company.

- The General Meeting nominates Mr. **Nguyen Manh Toan** as a candidate for mid-term election to the Board of Directors for Term III (2024÷2029), to be elected at the General Meeting on April 29, 2025.

1.13. Approval of the Result of the Mid-term Election of Member to the Board of Directors – Term III (2024÷2029):

The General Meeting has elected Mr. **Nguyen Manh Toan** as a member of the Board of Directors of the Company – Term III (2024÷2029).

Article 2. Implementation of the Resolution:

This Resolution shall take effect immediately after being approved by the 2025 Annual General Meeting of Shareholders on April 29, 2025.

The members of the Board of Directors, the Board of Supervisors, and the Executive Management are responsible for directing and organizing the implementation of this Resolution in accordance with their functions, duties, and powers as stipulated by law and the Charter on Organization and Operation of Vinacomin - Materials Trading Joint Stock Company.

The Board of Directors shall report on the implementation of this Resolution to the General Meeting of Shareholders at the 2026 Annual General Meeting./

Recipients:

- SSC (via IDS Pro portal and report);
- HNX (via CIMS portal and report);
- Vinacomin Group (for reporting);
- Company shareholders (e-copy);
- Members of the BOD, BOS, BOM, and Chief Accountant (e-copy);
- Party Committee, Trade Union, Youth Union, Veterans' Association (e-copy);
- Departments, Workshops, and Branches of the Company (e-copy);
- Archived: Company Office, BOD

ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS



Pham Dang Phu

Chairman of the Board of Directors