

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED

DEO NAI - COC SAU - TKV COAL JOINT STOCK COMPANY



**DOCUMENT  
ANNUAL GENERAL MEETING OF  
SHAREHOLDERS 2026  
(English)**

**Cam Pha, March 30, 2026**

VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
**DEO NAI - COC SAU - TKV COAL  
JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

*Cam Pha, April 21, 2026*

**DRAFT**

**MEETING AGENDA**  
**Annual General Meeting of Shareholders 2026**

No.	Time	Content	Performed by
1	08h 00'÷ 08h 30'	- Welcoming delegates and shareholders. - Verify shareholder eligibility (issue voting cards, ballots); compile a list of attending shareholders.	Mr. Hoang Duc Giang - Head of the Shareholder Eligibility Verification Committee.
2	08h 30'÷ 08h 40'	Opening of the Meeting: - Organize the group, raise the flag, and sing the national anthem. - Statement of purpose, introduction of delegates; - Introduce the Chairperson and invite the Chairperson to preside over the Meeting.	Mr. Nguyen Huu Quang - Chief of Office.
3	08h 40'÷ 08h 45'	Report on verifying the eligibility of shareholders to attend the General Meeting.	Mr. Hoang Duc Giang - Head of the Shareholder Eligibility Verification Committee.
4	08h 45'÷ 08h 50'	(1) Personnel introduction: - Secretary of the Meeting; - Nomination of personnel for the Vote Counting and Election Committee; (2) Vote to approve the Secretary, the Voting and Election Counting Team. Please take your positions.	Mr. Nguyen Trong Tot, Chairman of the Board of Directors.
5	08h 50'÷ 09h 00'	- Present the draft Rules of Procedure and Agenda for the 2026 Annual General Meeting of Shareholders.	Mr. Hoang Duc Giang - Head of Human Resources Department.
		- Voting to approve the Regulations and work program of the Meeting.	Mr. Nguyen Trong Tot, Chairman of the Board of Directors.
		<b>Section: Reporting/Presenting the contents at the Meeting</b>	
6	09h 00'÷ 10h 45'	- Director's report on the business performance results for 2025 and the business plan for 2026 of Deo Nai - Coc Sau Coal Joint Stock Company - TKV;	Mr. Dang Thanh Binh, Member of the Board of Directors - Director of the Company.
		- Proposal to amend and supplement certain provisions in the Company's Charter.	



No.	Time	Content	Performed by
		- Report on the Board of Directors' performance in 2025 and the direction and tasks for 2026;	Mr. Phung Van Tuyen - Independent Member of the Board of Directors.
		- Report on the activities of the Independent Board Member of the Company in 2025, tasks for 2026, and the independent member's assessment of the Company's Board of Directors 'performance .	
		- Report on the approval of transaction contracts between the Company and related party shareholders in 2026;	Mr. Vu Trong Hung, Member of the Board of Directors - Deputy Director of the Company.
		- Announce the list of individuals and their related interests in the Company;	
		- Proposal to dismiss one member of the Company's Board of Directors.	
		- Audited Financial Statements for 2025;	Ms. Vu Thi Huong - Chief Accountant of the Company.
		- Proposal for Profit Distribution in 2025;	
		- Report on the payment of remuneration, allowances, and salaries for the Board of Directors, Supervisory Board, and Managers in 2025, and proposed levels of remuneration, allowances, and salaries for 2026.	
		- Report on the Supervisory Board's activities in 2025, Directions and tasks for 2025, and Report on the audit of the financial statements in 2025;	Ms. Nguyen Thi Luong Anh - Head of the Supervisory Board of the Company.
		- Proposal for selecting an independent auditing firm to audit the Company's financial statements for the year 2026.	
		<b>Section: Personnel Reduction, Board of Directors Members</b>	
7	10h 45'÷ 11h 00'	- Voting to approve the proposal to dismiss one member of the Company's Board of Directors.	Mr. Nguyen Trong Tot, Chairman of the Board of Directors.
		- Present the election regulations at the Meeting;	Mr. Hoang Duc Giang - Head of Human Resources Department.
		- Proposal for approval of the list of nominees and candidates for the election of additional members to the Company's Board of Directors for the term 2024-2029.	
		Voting to approve the Election Regulations and the List of Candidates for Board Membership.	Mr. Nguyen Trong Tot, Chairman of the Board of Directors.
		Instructions on voting and organizing elections according to regulations.	Election Committee.
		<b>The meeting will take a 10-minute break.</b>	
8	11h 00'÷ 11h 05'	Shareholder eligibility verification report (second time).	Mr. Hoang Duc Giang - Head of the Shareholder Eligibility Verification Committee.
9	11h 05'÷ 11h 10'	Announcing the results of the election for the Company's Board of Directors.	Election committee.
		<b>Section: Discussion and voting on the contents reported/presented at the Meeting.</b>	



No.	Time	Content	Performed by
		(1) Approve the Director's Report on the results of production and business in 2025 and the Production and Business Plan for 2026 of Deo Nai - Coc Sau Coal Joint Stock Company - TKV;	
10	11h 10'÷ 11h 10'	(2) Approve the audited Financial Report for 2025;	Mr. Nguyen Trong Tot, Chairman of the Board of Directors of the Company
		(3) Approve the Profit Distribution Proposal for 2025;	
		(4) Approve the Board of Directors' Report on the results of operations in 2025 and the direction and tasks for 2026;	
		(5) Approve the Report on the activities of the Independent Board Member in 2025, the direction and tasks for 2026 and the independent member's assessment of the activities of the Company's Board of Directors;	
		(6) Approve the Report on the payment of remuneration, allowances, and salaries of the Board of Directors, Supervisory Board, and Managers in 2025 and propose the level of remuneration; allowances, and salaries for 2026.	
		(7) Approve the Supervisory Board's Activity Report for 2025, the direction and tasks for 2025, and the Financial Statement Appraisal Report for 2025;	
		(8) Approve the Proposal to select an independent auditing firm to audit the Company's financial statements for 2026.	
		(9) Approve the Report on the approval of transaction contracts between the Company and related party shareholders in 2026;	
		(10) Approve the Proposal to amend and supplement some contents in the Company Charter.	
		11. The election results for the Board of Directors are announced. The new Board members are introduced to the General Meeting.	
11	11h 10'÷ 11h 15'	New board members were introduced before the General Meeting.	Chairman of the Meeting
12	11h 15'÷ 11h 30'	Present the draft Minutes and Resolutions of the Meeting.	Meeting Secretary
13	11h 30''	- Voting to approve the Minutes and Resolutions of the Meeting.	Chairman of the Meeting
		- Statement concluding the Meeting.	

**ORGANIZING COMMITTEE OF THE 2026 ANNUAL SHAREHOLDER MEETING**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT  
STOCK COMPANY

No: /BC-TDNCS

**DRAFT**

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

*Cam Pha, April 2026*

## **REPORT**

### **Production and business results in 2025, Production and business plan in 2026 and the proposed dividend level for 2026**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

*Pursuant to the Enterprise Law dated June 17, 2020;*

*Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company (amended and supplemented) approved by the General Meeting of Shareholders on November 19, 2024;*

*Pursuant to the Resolution of the Company's Annual General Meeting of Shareholders in 2025;*

*Pursuant to the business performance results for 2025 and the business plan for 2026;*

*The Company's Board of Directors reports on the business performance results for 2025, the business plan, and the proposed dividend level for 2026 as follows:*

## **PART I**

### **2025 PRODUCTION AND BUSINESS RESULTS**

#### **I. GENERAL SITUATION**

##### **1. Advantages:**

The company has always received attention, guidance, and support from state management agencies, the VietNam National Coal and Mineral Industries Holding Corporation Limited (TKV), local authorities, and forces stationed in the area, contributing to ensuring security and order within the enterprise; the unity and solidarity of the company's employees have helped them overcome difficulties and strive to achieve production and business targets.

To implement the 2025 business plan, from the early months of the year, the company has deployed organizational and operational solutions to achieve the planned targets with the goal of: "Safety - Unity - Development - Efficiency," striving to complete the business plan while ensuring safety, security, and order, and guaranteeing the material and spiritual well-being of employees.

##### **2. Difficulties**

The phenomenon of mine slope erosion is becoming increasingly complex, the transport routes have many sharp turns and steep slopes, and the lifting height is high, affecting transport productivity; the ash content of raw coal produced does not meet the plan, reducing the company's revenue and profit.



The coal market is unstable; Vinacomin - Cuaong Coal Preparation Company has a large inventory; the Port And Logistics Company faces reduced coal demand for electricity, leading to limited coal intake and affecting sales; high raw coal inventories and poor coal quality make processing and sales difficult, directly impacting revenue.

## **II. IMPLEMENTATION OF THE 2025 SHAREHOLDER MEETING RESOLUTION ON PRODUCTION AND BUSINESS OPERATIONS**

### **1. Business performance results in terms of some key indicators.**

No.	Target	Unit	Plan for 2025		2025 Estimated	Compare %	
			Resolution of the 2025 Annual General Meeting of Shareholders	Adjusted Plan		Actual/ Resolution of the 2025 Meeting	Actual vs. Adjusted Plan
A	B	C	1	2	3	4 = 3/1	5 = 3/2
1	Produced coal	1000 tons	3,710		4,083	110.1	
-	Run-of-mine (ROM) coal	"	2,670	2,838	2,838	106.3	100.0
-	Clean coal from mixed waste rock and coal	"	1,040	1,200	1,245	119.7	103.8
2	Total coal consumption	1000 tons	3,190		3,664	114.9	
-	ROM coal	"	2,385		2,251	94.4	
-	Clean coal	"	805		1,413	175.5	
3	Overburden Removal Volume (Production Cost Accounting)	1000m3	36,001	39,200	39,198	108.9	100.0
-	Including: Overburden (soil and rock)	1000m3	35,000	38,200	38,197	109.1	100.0
-	Excavation of overburden for 2025 production plan	1000m3	1,000	1,000	1,001	100.1	100.1
4	Stripping Ratio	m3/ton	13.46		13.46	100.0	
5	Accounting Stripping Ratio	m3/ton	13.85	13.81	13.81	99.7	100.0
6	Total revenue	Million VND	5,218,266		5,274,160	101.1	
7	Construction investment	Million VND	495,925	362,611	333,360	67.2	91.9
8	Profit	Million VND	38,108		75,168	197.2	
9	Average salary	VND/month	13,106,000		13,848,000	105, 6	
10	Dividend payment (expected)	%	≥ 3		4	133.3	

*(The above figures are audited.)*

In 2025, the Company generally fulfilled the coordinated production and business plan targets assigned by TKV. However, certain indicators did not meet the plan, specifically:

- Transportation distance of run-of-mine (ROM) coal: The total transportation distance of ROM coal for the entire Company in 2025 reached 4,922 km, equivalent to 98.93% of the adjusted plan. The decrease was mainly due to the restoration of the transport route above Tunnel No. 2 at Deo Nai Mine following its shortening in the first



half of the year. This shorter route to the +80 receiving bunker replaced the previous longer route to the south via the +35V channel.

- Ash content of run-of-mine (ROM) coal: In 2025, the ash content of ROM coal reached Ak = 39.70%, exceeding the adjusted plan by 0.51% (planned: 39.19%). Details are as follows:

+ Deo Nai Mining and Processing Complex: 36.94% compared to the planned 36.22%, an increase of 0.72%.

+ Coc Sau Mine: 46.28%, in line with the plan (100% of target achieved)

Reasons for the increase in ash content at Deo Nai Mine: Mining operations at Deo Nai Mine were significantly affected by complex geological conditions, particularly landslides in the southern pillar area of seam GI3a(2). The intrusion of waste rock into the coal seams made separation and processing more difficult, thereby reducing coal quality. Specifically, the proportion of waste rock mixed in ROM coal increased by 1.16% (24.76% compared to the planned 23.60%), resulting in the ash content rising to 36.94%, up 0.72% compared to the plan.

## 2. Investment activities

The Company's 2025 investment plan was approved by TKV under Document No. 7119/TKV-DT dated December 12, 2025, regarding the announcement of the adjusted 2025 investment plan. Based on the assigned plan, the Company has implemented the plan as follows:

*Unit: million VND*

No.	CONTENT	Plan		Implementation in 2025	Ratio of actual/customer results (%)	
		Initial investment plan	Adjusted investment plan		Completion vs Original Plan	Completion vs Adjusted Plan
1	Investment Implementation	495,925	362,611	333,360	67.2	91.9
2	Capital Disbursement	505,982	362,611	332,520	65.7	91.7

Implementing the 2025 capital construction investment plan assigned by TKV, the total value of projects implemented in 2025 was VND 333,360 million, equivalent to 91.9% of the adjusted plan. In 2025, the Company implemented 10 projects, including: 2 completed projects, 5 ongoing projects, and 3 projects in the preparation phase.

In 2025, investment activities were carried out in compliance with the provisions of relevant specialized laws, the Law on Bidding, as well as the Company's Investment and Construction Regulations. During the implementation process, the Company selected contractors in accordance with the approved plan. As a result, key projects were completed on schedule, ensured quality, and were put into operation, thereby contributing positively to the Company's business results.

## 3. Cost and pricing management

In accordance with Resolution No. 18-NQ/DU dated January 8, 2025, of the Company's Party Committee, and Decision No. 538/QD-TKV dated March 24, 2025, of the General Director of TKV on the promulgation of the overall program for practicing thrift and combating waste in TKV in 2025, the Company issued Decision



No. 856/QD-TDNCS dated February 6, 2025, on internal management solutions for 2025; and concurrently issued the Company's program on practicing thrift and combating waste in 2025 under Decision No. 3166/QD-TDNCS dated April 21, 2025.

Cost management was closely linked with cost-saving initiatives and implemented in a controlled and synchronized manner from the Company level down to construction sites and workshops. This included the implementation of cost-saving measures such as fuel and energy savings; management and control of consumption norms for key materials (tires, fuel, frequently used spare parts, etc.); and the promotion of technical improvement and rationalization initiatives in production. The Company has gradually addressed existing limitations and actively enhanced cost management, thereby improving the effectiveness of cost control.

By strictly adhering to and effectively implementing the Regulations on Business Cost Management in TKV Companies (Decision No. 1438/QD-TKV dated August 8, 2024), the Company proactively developed and issued programs on cost savings and waste prevention for implementation. In 2025, cost management was further strengthened, contributing to the achievement of profit targets and cost savings in accordance with TKV's internal contracting mechanism.

Regarding materials procurement:

- Inventory management: Inventory value as of December 31 was VND 20.708 billion, a decrease of VND 3.369 billion compared to the beginning of the year. The inventory-to-material ratio was 1.2%/2.7%, in line with the Group's regulation of 6%/5%.

- Procurement of materials within the industry: In 2025, the Company procured materials within the Group with a total value of VND 40.674 billion. The intra-Group procurement ratio reached 65.9%, meeting TKV's requirement of 65%.

- Material recovery and reuse: In 2025, the company recovered materials worth VND 8.4 billion; 8 billion VND were reused or liquidated as scrap.

**4. Digital transformation efforts:** In 2025, the Company closely followed Decision No. 243/QD-TKV dated January 31, 2024, approving the Digital Transformation Project of the Vietnam National Coal and Mineral Industries Holding Corporation Limited for the period up to 2025, with a vision to 2030; and Plan No. 162 dated April 29, 2025, of TKV on the implementation of the Digital Transformation Plan for 2025. The Company focused on developing its Digital Transformation Project for the 2025–2030 period and issued the Digital Transformation Implementation Plan for 2025, ensuring alignment with TKV's overall digital architecture.

**5. Regarding organizational structure, salaries, and human resource training.**

#### **5.1. Regarding organizational restructuring**

The Company's Board of Directors approved Decision No. 6494/QD-TDNCS dated August 28, 2025, on the restructuring plan for the organizational management model and workforce allocation for the last four months of 2025 and the 2026–2030 period. The Company implemented the plan to reorganize a number of construction sites. By the end of 2025, the number of construction sites/workshops had decreased by 9, to 14 construction sites/workshops.



The total number of employees at the time of restructuring was 3,654; by December 31, 2025, this number had decreased by 563 employees, of which 96 were in management positions; the remaining workforce stood at 3,091 employees.

### **5.1. Regarding labor and wage matters**

The workforce as of early January 2025 was 3,546 employees, and as of December 31, 2025, it was 3,091 employees, a decrease of 455 employees.

The average salary in 2025 was VND 13.848 million per person per month, equivalent to 105.7% of the annual plan.

The Company strengthened inspection and supervision of labor management and the distribution of salaries and bonuses across its units, ensuring harmony, fairness, and compliance with regulations; with particular attention to labor allocation at units following restructuring.

### **5.2. Human resource training**

To ensure an adequate workforce with sufficient qualifications to meet production and business requirements, the Company organized training, recruitment, and workforce development activities in 2025 as follows:

- Organized vocational retraining programs, including: a hydraulic excavator operator training course for 30 surplus electric excavator operators; and a hydraulic drilling machine operator training course for 15 electric drilling machine operators. Additionally, the Company organized vocational training, refresher courses, and professional development programs to enhance the skills and expertise of over 80 employees (across various job positions, including knowledge of digital transformation and artificial intelligence applications, etc.).

- In addition, due to the large number of surplus workers, particularly in mining truck driving and electric excavator operation, the Company continued to review and rebalance workforce allocation among units, organized vocational training and on-the-job mentoring for workers transitioning to new equipment, and provided training for younger surplus workers to address labor shortages in certain areas such as mechanical repair and bulldozer operation, thereby meeting production requirements.

**6. Other tasks:** In addition to the above-mentioned production and business results and activities, the Company conducted internal inspections and audits to mitigate risks; complied with legal regulations on accounting, finance, and statistics; strengthened legal dissemination to enhance compliance awareness; monitored the implementation of technical safety measures and environmental protection; coordinated with local authorities and relevant agencies to maintain security and order, protect assets and mine boundaries; organized and implemented outsourcing contracts under the 2025 plan and coal purchase and sale contracts with SPNT in accordance with the regulations and guidelines of the Vietnam National Coal and Mineral Industries Holding Corporation Limited and the State; gradually improved working conditions and ensured the legitimate rights and interests of employees; implemented measures for disaster prevention, search and rescue; fulfilled all obligations to the State budget; ensured timely salary payments to employees; and paid dividends to shareholders in accordance with statutory timelines.

**\* Overall assessment:** Based on the above-mentioned business performance results for 2025, the Company has generally adhered to the targets set out in the



Resolution, striving to fulfill the key business plan targets, ensuring stable employment and income, and providing appropriate and practical care for employees' well-being.

## PART II

### BUSINESS PLAN FOR 2026 AND MANAGEMENT SOLUTIONS

#### I. BUSINESS PLAN FOR 2026

##### 1. Some key indicators

No.	Target	Unit	Plan for 2026
<b>1</b>	<b>Resource management</b>		
a	Overburden excavation in open-pit mining	1000m3	28,400
-	Of which: Overburden for production	"	28,400
*	Accounting stripping ratio	m3/ton	13.52
b	Resource loss rate		
-	Open-pit mining	%	3.90
c	Clean coal recovery rate	%	100.0
<b>2</b>	<b>Main products</b>		
2.1	Run-of-mine (ROM) coal	1000 tons	2,100
-	Open-pit mining	"	2,100
2.2	Clean coal (screened at mine)	1000 tons	1,250
-	Of which: Clean coal from primary sources	"	150
-	Clean coal recovered from waste rock and coal mixtures	"	1,100
2.3	Coal consumption (delivered to the Group)	"	3,200
a	Delivered to Coal Preparation Company	"	1,950
b	Delivered to Warehousing Company	"	1,250
<b>3</b>	<b>Total revenue (excluding VAT)</b>	<b>million dong</b>	<b>4,268,159</b>
-	Of which: Coal production revenue		4,268,159
<b>4</b>	<b>Profit</b>	<b>million dong</b>	<b>32,912</b>
-	Of which: Coal production	"	32,912
<b>5</b>	<b>Return on Equity (ROE)</b>	<b>%</b>	<b>4.66</b>
<b>6</b>	<b>Costs and pricing</b>		
-	Average selling price of clean coal	VND/ton	1,446,637
-	Average production cost of clean coal	VND/ton	1,435,482
<b>7</b>	<b>Labor - Wages</b>		
7.1	Average number of employees	People	3,067
-	Of which: Coal production	"	3,067
7.2	Wage coefficient	VND/1000 VND	
-	Coal production (excluding Company management salaries)	"	118.7



No.	Target	Unit	Plan for 2026
7.3	Average salary	1000 VND/person/month	13,834
8	Dividend payout ratio	%	≥ 3

## **2. Investment plan for construction and key projects in 2026**

### **2.1. Construction Investment Plan**

The Company's 2026 construction investment plan was approved by TKV under Official Letter No. 7212/TKV-DT dated December 15, 2025, with the following values:

No.	CONTENT	Unit of measurement	Plan for 2026
I	Investment implementation	Million dong	407,258
II	Capital disbursement	Million dong	407,258

### **2.2. Key projects in 2026**

In 2026, in addition to fulfilling key tasks such as stabilizing production, maintaining growth, preserving State capital, ensuring occupational safety and environmental protection; ensuring employment, improving employees' income and living conditions; maintaining security and order; and effectively managing mining resources and boundaries.

The Company will focus on accelerating the implementation of investment projects included in the approved plan; completing legal procedures to commence the "Investment Project for an Electronic Truck Weighing Station (≥200 tons)" and the "Project for Renovation and Construction of the Coal Processing System"; and expediting the completion of preparatory procedures for projects across all sectors.

## **II. SOME KEY MANAGEMENT SOLUTIONS**

In 2026, the Company will continue to organize and direct the implementation of technical targets and coordinated production and business plan targets assigned by TKV by implementing management and operational measures in several key areas as follows:

### **1. Technical and Technological Work**

- Arrange production areas for concentrated operations to improve productivity and achieve key technical and technological targets in 2026, while continuing to improve working conditions for employees.

- Develop quarterly and monthly production plans, setting specific targets for each period to serve as a basis for closely monitoring and directing production progress. Monthly and quarterly production plans must be aligned with the sales plan to avoid excessive inventory that ties up working capital.

- Promote deep processing to increase the recovery rate of clean coal from ROM coal, ensuring the recovery rate meets the plan; strengthen inventory management and product sales; and maintain the mining loss rate at ≤ 3.90%.

- Effectively implement selective mining to improve ROM coal quality, ensuring that the actual ash content does not exceed the planned level (36.34%).

- Focus on improving mining system parameters, drilling and blasting quality, and transportation routes to enhance equipment operating conditions.

### **2. Mechanical and Electrical Engineering - Transportation Work**



- Review and assess the technical condition of equipment; develop plans for mobilization, storage, and disposal to ensure cost efficiency. Strengthen maintenance activities across all units to ensure stable operation, extend equipment lifespan, improve productivity, and reduce the need for new investments.

- Strive to achieve and exceed the Company's productivity targets and surpass TKV's assigned targets by 2–5%. Reduce electricity consumption by  $\geq 2\%$  and control fuel consumption at  $\leq 124.5$  liters/1,000 TKm, depending on operating conditions and equipment utilization.

- Strengthen and maintain the application of computerization and automation in production management and operations to reduce execution time, thereby increasing equipment utilization and productivity.

- Continue to effectively utilize monitoring systems such as cameras, black boxes, and GPS to promptly update equipment data, detect errors, and prevent improper operation that may cause equipment damage.

**3. Continue implementing the three breakthroughs:** (i) Ensure the timely implementation of investment projects, environmental projects, exploration projects, mining projects, and mine closure projects in accordance with approved plans. (ii) Continue to refine and implement the digital transformation roadmap for the 2025–2030 period, focusing on key tasks in 2026 in alignment with TKV's overall plan. (iii) Intensify organizational restructuring and streamlining in accordance with the approved restructuring plan and organizational scheme.

#### **4. Occupational Safety and Health**

- Continue to implement in a coordinated and strict manner all regulations and directives on occupational safety and health issued by TKV and the Company; promptly update and supplement safety measures in line with actual production conditions.

- Develop quarterly plans for handling incidents in open-pit mining and submit them to TKV for approval; implement comprehensive safety measures with the objective of preventing serious incidents. Strengthen inspections at production sites, mining levels, waste dumps, and storage areas; ensure proper installation of safety barriers along transportation routes.

- Regularly inspect daily production assignments at construction sites and workshops. Supervisors must clearly specify work content, potential hazards, and preventive measures so that employees can proactively comply. Promptly report incidents within TKV, conduct investigations, and disseminate lessons learned across the Company.

#### **5. Planning and cost management.**

- Develop and implement operational solutions to achieve the production and business plan assigned by TKV; proactively manage and strictly control technical indicators; implement cost-saving measures; and closely monitor costs throughout all stages from input to output. Control costs from the beginning of the year, minimizing cost overruns arising from increased workload or unfavorable technical factors.

- Continue to enhance internal management efficiency; review and refine internal regulations; strengthen cost control accountability; and promote thrift practices and the prevention of waste in accordance with TKV's directives.



**6. Financial Accounting:** Continue to closely monitor key financial ratios to prevent financial imbalance and liquidity risks. Ratios such as the quick ratio, current ratio, and cash ratio must be maintained within acceptable limits.

**7. Organization, Labor and Wage Matters**

- Continue to review and improve salary and bonus mechanisms to create incentives for labor productivity and performance.

- Strengthen control over work acceptance, attendance tracking, and performance evaluation; promote the application of digital systems in human resource management, including personnel records, attendance, and payroll.

- Proactively assess labor demand and identify surplus labor to coordinate with training institutions for timely retraining and job conversion, particularly in fields such as excavator operation, hydraulic drilling, and automobile repair, to meet production requirements for 2026 and subsequent years.

- Continue to implement the restructuring plan for organizational structure and workforce allocation for 2026 and beyond, in line with TKV's directives, aiming to align the Company's workforce size with TKV's model by 2028.

**8. Inspection, Auditing, and Military Security Work**

- Strengthen inspection and supervision to ensure transparency and compliance with regulations, policies, and procedures related to employees across all units.

- Continue to enhance security and order at mine boundaries, ensuring internal political security and social safety.

**PART III**

**FIVE-YEAR BUSINESS PLAN 2026-2030 AND PROJECT FOR  
EXPLORATION AND DETERMINATION OF COAL RESERVES AND  
RESOURCES AT THE DONG LO TRI MINE**

**I. Five-Year Business Plan 2026-2030**

**1. Basis for developing the 5-year production and business plan (2026–2030)**

Pursuant to Decision No. 296/QĐ-TKV dated February 13, 2026, of TKV approving the targets for the 2026–2030 five-year plan, the Company has established orientations for key production and business targets for the 2026–2030 period as follows:

**2. Summary of key indicators for the 5-year business production plan 2026-2030.**

No.	TARGET	Unit	Plan for the period 2026-2030				
			2026	2027	2028	2029	2030
1	Coal production	1000.T	3,200	3,200	3,370	3,450	3,280
-	Of which: Open-pit mining	„	2,100	2,400	2,700	2,700	2,500
-	Re-mining / Secondary extraction	„	1,100	800	670	750	780
2	Overburden (soil and rock) excavation	1000 m <sup>3</sup>	28,400	30,000	37,200	37,200	33,800



3	Stripping ratio	m <sup>3</sup> /Ton	13.52	12.50	13.78	13.78	13.52
4	Revenue	Million dong	4,268,159	4,451,096	5,099,233	4,972,600	4,493,156
5	Profit	Million dong	32,912	34,202	38,586	38,151	34,944

**II. Project for Exploration and Determination of Coal Reserves and Resources at the Dong Lo Tri Mine from the outcrop to the -380 m level, serving the Open-Pit Mining Investment Project according to the plan .**

**1. Legal basis:**

- Decision No. 893/QD-TTg dated July 26, 2023, of the Prime Minister approving the Coal Industry Development Plan;

- Decision No. 2633/QD-TKV dated December 9, 2025, of the Board of Members of the Vietnam National Coal and Mineral Industries Holding Corporation Limited on approving the exploration and survey plan for 2026; Decision No. 2688/QD-TKV dated December 15, 2025, of the General Director of the Vietnam National Coal and Mineral Industries Holding Corporation Limited on organizing the implementation of the exploration and survey plan for 2026;

- Mineral exploration license No. 513/GP-BNNMT dated November 25, 2025, issued by the Ministry of Agriculture and Environment;

- Decision No. 218/QD-TKV dated February 5, 2026, of the Vietnam National Coal and Mineral Industries Holding Corporation Limited approving the volume and total budget of the Dong Lo Tri coal mine exploration project, located in Cam Pha and Cua Ong wards, Quang Ninh province.

**2. Main contents of the Project Proposal**

(i) **Investor:** Deo Nai - Coc Sau - TKV Coal Joint Stock Company.

(ii) **Project Objective:** To explore and determine the reserves and resources of the Dong Lo Tri coal mine from the outcrop to the -380 m level, serving the open-pit mining investment project according to the plan.

(iii) **Content and scope:** Total exploration volume: 13,065 m<sup>3</sup> / 44 boreholes; Technical content, coordinates, depth, borehole tasks and construction volume are carried out according to the Project dossier and attached appendices approved by TKV.

(iv) **Location of implementation:** Cam Pha ward, Cua Ong ward, Quang Ninh province.

(v) **Implementation period:** 48 months, according to Mineral Exploration License No. 513/GP-BNNMT.

(vi) **Type of project:** Geological exploration project.

(vii) **Total investment:** VND 127,124,569,404 (including value added tax).

(viii) **Funding source:** According to TKV's annual exploration and survey plan.

(viii) **Management method:** The investor directly manages and organizes the implementation of the Project in accordance with regulations.



**AUTHORIZATION TO ADJUST THE 2026 PRODUCTION AND BUSINESS  
PLAN  
AND PROPOSED DIVIDEND LEVEL FOR 2026**

**1. Authorization to adjust the 2026 production and business plan**

The Company proposes that the General Meeting of Shareholders authorize the Board of Directors to adjust the 2026 production and business plan in the event of changes in business conditions or adjustments by the Vietnam National Coal and Mineral Industries Holding Corporation Limited to key targets of the coordinated business plan. However, any such adjustments must ensure that actual profit is not lower than the profit target approved by the 2026 Annual General Meeting of Shareholders.

**2. Proposed dividend rate for 2026 :** The Board of Directors proposes an expected dividend payout ratio of  $\geq 3\%$  for 2026, based on the Company's charter capital.

The above is the report on the 2025 business performance, the 2026 production and business plan, the proposed dividend for 2026, and the five-year business plan (2026–2030) of Deo Nai – Coc Sau – TKV Coal Joint Stock Company. The Company respectfully submits this report for the consideration of the General Meeting of Shareholders.

***Recipient :***

- Shareholders (via the Company's website);
- Corporate Communications Department (for publication and disclosure);
- State Securities Commission; Hanoi Stock Exchange;
- Archived in meeting records.

**O/B. BOARD OF DIRECTORS  
BOARD OF DIRECTORS  
MEMBER**

**Dang Thanh Binh  
(Company Director)**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT  
STOCK COMPANY

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

*Cam Pha, April 2026*

No: / TTr-TDNCS

**DRAFT**

**PROPOSAL**

**Re: Approval of the Audited Financial Statements for the Fiscal Year 2025**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to the Charter of Organization and Operation of Deo Nai – Coc Sau – TKV Coal Joint Stock Company, approved by the General Meeting of Shareholders on November 19, 2024;

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

Pursuant to Resolution No. .../NQ-HDQT dated ... April 2025 of the Board of Directors.

The Company respectfully reports to the General Meeting of Shareholders a summary of key figures from the 2025 Financial Statements, which were audited by AASC Auditing Firm Company Limited – Quang Ninh Branch in accordance with agreed-upon procedures on financial information.

Accordingly, the Company's Balance Sheet and accompanying notes are consistent with the figures presented in the Financial Statements as at December 31, 2025, of Deo Nai – Coc Sau – TKV Coal Joint Stock Company.

**I. Balance Sheet (Summary)**

*Unit: VND*

No.	ASSETS	Code	2025
<b>I</b>	<b>CURRENT ASSETS</b>	<b>100</b>	<b>1,490,132,085,134</b>
1	- Cash and cash equivalents	110	9,067,089,724
2	- Short-term financial investments	120	
3	- Short-term receivables	130	373,460,005,913
4	- Inventory	140	947,505,719,197
5	- Other current assets	150	160,099,270,300
<b>II</b>	<b>NON-CURRENT ASSETS</b>	<b>200</b>	<b>1,256,645,289,026</b>
1	- Long-term receivables	210	287,037,090,177
2	- Fixed assets	220	858,322,915,955
3	- Construction in progress	240	26,055,136,101



No.	ASSETS	Code	2025
4	- Other long-term assets	260	85,230,146,793
	<b>TOTAL ASSETS</b>	<b>270</b>	<b>2,746,777,374,160</b>
<b>III</b>	<b>LIABILITIES</b>	<b>300</b>	<b>1,991,246,945,646</b>
1	- Short-term liabilities	310	1,529,446,863,855
2	- Long-term liabilities	330	461,800,081,791
<b>IV</b>	<b>EQUITY</b>	<b>400</b>	<b>755,530,428,514</b>
1	<b>Equity</b>	<b>410</b>	<b>755,530,428,514</b>
	- Owners' equity	411	619,352,020,000
	- Share capital surplus	412	-66,000,000
	- Other owner's equity	414	
	- Investment and development fund	418	28,736,167,038
	- Retained earnings	421	107,508,241,476
2	<b>Other funding sources and funds</b>	<b>430</b>	
	<b>TOTAL LIABILITIES AND EQUITY</b>	<b>440</b>	<b>2,746,777,374,160</b>

## II. Basic Financial Indicators

No.	Indicators	Reporting period
<b>1</b>	<b>Asset structure</b>	
	- Non-current assets / Total assets (%)	45.75
	- Current assets / Total assets (%)	54.25
<b>2</b>	<b>Capital structure</b>	
	- Liabilities / Total Capital (%)	72.49
	- Equity / Total capital (%)	27.51
<b>3</b>	<b>Liquidity ratios (times)</b>	
	- Current ratio	0.97
	- Quick ratio	0.35
<b>4</b>	<b>Debt-to-Equity Ratio (times)</b>	2.64

## III. Report on Salary and Remuneration for the Board of Directors, Management, and the Supervisory Board in 2025

- Salaries and remuneration for members of the Board of Directors and management; allowances for Board members:



- + Salary: VND 2,724,905 thousand.
- + Remuneration: VND 166,800 thousand.
- + Allowances for Board members: VND 262,800 thousand.
- Salaries and remuneration of the members of the Supervisory Board
  - + Remuneration: VND 160,080 thousand.

The Company respectfully submits the above matters to the 2026 Annual General Meeting of Shareholders for consideration and approval.

***Recipient:***

- Shareholders (via the Company's website);
- Members of the Board of Directors and Supervisory Board (e-copy);
- For publication on the Company's website;
- Saved: Administration Department, Company Secretary.

**O/B. BOARD OF DIRECTORS  
BOARD MEMBER**

**Dang Thanh Binh  
(Company Director)**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI - COC SAU – TKV COAL  
JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

Cam Pha, April 2026

No: / TTr-TDNCS

DRAFT

**PROPOSAL**

**Re: Proposal on Profit Distribution for the Fiscal Year 2025**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to the Charter of Organization and Operation of Deo Nai – Coc Sau – TKV Coal Joint Stock Company;

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and Law No. 76/2025/QH15 dated June 17, 2025, amending and supplementing a number of articles of the Law on Enterprises;

Pursuant to the guidelines of competent state authorities regarding profit distribution applicable to state-owned enterprises and enterprises with state capital;

Pursuant to the Company's business performance in 2025 and the interests of its shareholders and employees;

Pursuant to the minutes of the meeting between the Government Inspectorate and TKV and its affiliated units on March 23, 2026 (including matters relating to Deo Nai – Coc Sau – TKV Coal Joint Stock Company).

The representative of the State capital at Deo Nai – Coc Sau – TKV Coal Joint Stock Company hereby submits to TKV for approval the 2025 Profit Distribution Plan as follows:

No.	Content	Amount (VND million)	Note
1	Profit before tax	75,168	
2	Corporate income tax expense	1,350	
3	Deferred income tax income	16,125	
4	Net profit after tax (1-2-3)	57,692	
5	Retained earnings brought forward	49,815	
6	Reversal of Investment and Development Fund	1,917	
7	Retained earnings carried forward	24,090	Deferred tax assets as at December 31, 2025
8	Profit available for distribution (4 + 5 + 6 – 7)	85,336	



No.	Content	Amount (VND million)	Note
-	Dividend payment	24,774	Equivalent to 4% of charter capital
-	Of which: Dividend for 2025	13,256	
-	Of which: Dividend from retained earnings of 2024	9,601	
-	Of which: Dividend from reversal of Investment and Development Fund (2021)	1,917	
9	Profit remaining after dividend payment	60,562	
10	Allocation to bonus and welfare funds	60,562	Average Salary Fund: 46.7 billion VND/month
	+ Bonus fund (60%)	36,337	
	+ Welfare fund: 40%	24,225	

Deo Nai – Coc Sau – TKV Coal Joint Stock Company respectfully submits this report to the General Meeting of Shareholders for consideration and approval./

**Recipient :**

- Shareholders (via the Company's website);
- Corporate Communications Department (for website publication and information disclosure);
- State Securities Commission; Hanoi Stock Exchange;
- Filed in meeting records.

**O/B. BOARD OF DIRECTORS  
BOARD MEMBER**

**Dang Thanh Binh  
(Company Director)**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT  
STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

*Cam Pha, April 2026*

No: / BC - TDNCS

**DRAFT**

## **REPORT**

### **Re: Report on the Activities of the Board of Directors in 2025 and Operational Directions for 2026**

To: Shareholders' General Meeting - Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to the Charter of Deo Nai – Coc Sau – TKV Coal Joint Stock Company, as amended and supplemented (for the first time) and approved by the General Meeting of Shareholders on November 19, 2024;

Pursuant to the Internal Regulations on Corporate Governance (Rules of Procedure of the Board of Directors) of Deo Nai – Coc Sau – TKV Coal Joint Stock Company, approved by the General Meeting of Shareholders on November 19, 2024.

The Board of Directors respectfully reports to the General Meeting of Shareholders on its operational results in 2025 and proposes directions and tasks for 2026 as follows:

The Board of Directors of Deo Nai – Coc Sau – TKV Coal Joint Stock Company for the first term (2024–2029) was elected at the extraordinary General Meetings of Shareholders of Deo Nai Coal Joint Stock Company – Vinacomin (held on December 28, 2023) and Coc Sau Coal Joint Stock Company – Vinacomin (held on December 29, 2023). The Board of Directors officially commenced operations on June 26, 2024, and was subsequently restructured at the extraordinary General Meeting of Shareholders held on November 19, 2024.

Currently, the Board of Directors consists of 4 members, including:

- Mr. Nguyen Trong Tot – Chairman of the Board of Directors;
- Mr. Dang Thanh Binh – Member of the Board of Directors;
- Mr. Vu Trong Hung – Member of the Board of Directors;
- Mr. Phung Van Tuyen – Independent Member of the Board of Directors.

The Board of Directors has issued a resolution on the dismissal of Mr. Nguyen Van Thuan, a full-time member of the Board. In 2025, the Board of Directors maintained the required number of members and operated effectively. The Board is expected to be fully staffed at the 2026 Annual General Meeting of Shareholders.

#### **1. Salaries, remuneration, allowances, and other benefits in 2025**

Pursuant to Clause 3, Article 163 of the Law on Enterprises 2020 and the Company's Charter, the Board of Directors reports the remuneration and other benefits for 2025 as follows:



- Salaries of Board members: VND 1,094,716 million;
- Remuneration of Board members: VND 166,800 million;
- Allowances for independent members of the Board of Directors: VND 262,800 million.

*(Details are presented in the following table.)*

No.	Full name	Position	To be implemented in 2025 (Million VND)			
			Total	Salary	Remuneration	Allowance
	<b>Total</b>		<b>1,524,316</b>	<b>1,094,716</b>	<b>166,800</b>	<b>262,800</b>
1	Nguyen Trong Tot	Chairman of the Board of Directors	61,680		61,680	
2	Dang Thanh Binh	Member of the Board of Directors, Director	522,404	469,844	52,560	
3	Nguyen Van Thuan	Member of the Board of Directors	208,289	208,289		
4	Vu Trong Hung	Member of the Board of Directors	469,143	416,583	52,560	
5	Phung Van Tuyen	Independent Member of the Board of Directors	262,800			262,800

## **2. Summary of meetings of the Board of Directors and resolutions adopted**

The Board of Directors has complied with applicable laws, the Company's Charter, and the resolutions of the General Meeting of Shareholders.

In 2025, the Board of Directors held 28 meetings, conducted through a combination of in-person, online, and written consultation methods. The Board issued 28 sets of meeting minutes, 38 resolutions to implement and execute documents issued by TKV and to address other key matters; 26 decisions; and 6 internal management regulations, forming the basis for the Company's governance and operations, with the following main contents:

(1) Directed the review, amendment, and supplementation of the Company's internal regulations in response to changes in State and TKV legal documents, serving as a basis for governance and for the inspection and supervision of management activities in accordance with applicable regulations.

(2) Successfully directed and organized the 2025 Annual General Meeting of Shareholders on April 24, 2025 in compliance with legal requirements.



(3) Directed the listing of all Company shares (stock ticker: TD6) on the Hanoi Stock Exchange (HNX) from June 16, 2025, ensuring full compliance with applicable regulations.

(4) Directed the preparation and submission of documentation for the Coc Sau – Deo Nai cluster mine project (Mining License No. 202/GPKT-BNNMT dated June 18, 2025, issued by the Ministry of Agriculture and Environment), ensuring timely completion and compliance with regulations; and successfully organized the groundbreaking ceremony for the project on August 19, 2025 as planned.

(5) Continued to direct the implementation of the Company's restructuring plan in accordance with approved plans and decisions. To date, 9 management units have been reduced through the consolidation and reorganization of the following units: screening and sales sites, drilling sites, bulldozer sites, network station workshops, automobile repair workshops, electromechanical repair workshops, and transport workshops (including the merger of Transport Workshop No. 1 and No. 8, and the dissolution of Transport Workshops No. 10 and No. 11).

(6) At the end of the fiscal year, the Board of Directors conducted performance evaluations of its members. The results indicated that all members fulfilled their assigned duties and responsibilities, exercised their rights diligently and in good faith, and acted in the best interests of the Company and its shareholders. Members did not misuse Company information, business opportunities, or assets for personal gain or for the benefit of other organizations or individuals. All major decisions of the Board were made in accordance with collective decision-making principles and the Company's internal governance regulations; all members actively participated in meetings and effectively implemented the resolutions of the General Meeting of Shareholders.

**3. Report on transactions between the Company, its subsidiaries, and companies in which the public company holds more than 51% of the charter capital with members of the Board of Directors and their related persons; transactions between the Company and companies in which members of the Board of Directors are founding shareholders or have acted as managers within the last three (03) years prior to the transaction.**

In 2025, the General Meeting of Shareholders approved Resolution No. 08/NQ-DHDCD dated April 24, 2025 on the approval of contracts and transactions between Deo Nai – Coc Sau – TKV Coal Joint Stock Company and related parties in 2025, with information disclosure conducted in accordance with regulations.

Accordingly, transactions between the Company and its major shareholder and related parties primarily involved coal sales to the Vietnam National Coal and Mineral Industries Group (TKV), blasting services, and environmental treatment services during the production process. TKV is the major shareholder, holding 65% of the Company's charter capital.

The total value of transactions conducted in 2025 between the Company and TKV Group amounted to VND 5,765 billion, carried out through TKV's subsidiaries and affiliated entities, including wholly owned or controlling-interest companies, specifically as follows:



- Vinacomin - Cuaong Coal Preparation Company: Contract value: VND 3,808.8 billion;
- Vinacomin – Cam Pha Port And Logistics Company: Contract value: VND 1,656.6 billion;
- Vinacomin - Mining Chemical Industry Holding Corporation Limited: Contract value: VND 300 billion;
- TKV Materials Joint Stock Company: Contract value: VND 725.48 billion.

In addition, the Company also entered into contracts and transactions with several companies whose related parties include members of the Board of Directors, such as Vinacomin Tourism and Trading Joint Stock Company and the Institute of Mining Science and Technology. These transactions mainly relate to the procurement of materials, raw materials, fuel, and catering services for employees, with transaction values in 2025 as follows:

- Vinacomin Tourism and Trading Joint Stock Company: VND 102.6 billion;
- Institute of Mining Science and Technology (including Mining Technology and Equipment Development Joint Stock Company): VND 1.162 billion.

#### **4. Performance of Independent Directors and evaluation of the Board of Directors**

A separate report has been prepared and submitted.

**5 Activities of the Audit Committee under the Board of Directors in the case where the public company operates under the model prescribed in Point b, Clause 1, Article 137 of the 2020 Law on Enterprises: None.**

#### **6. Activities of other supporting functions of the Board of Directors (Administration and Company Secretary)**

In 2025, the Head of Administration and the Company Secretary fully performed their functions, duties, and powers in accordance with applicable laws and the Company's Charter. They provided effective support to the Board of Directors in successfully organizing the 2025 Annual General Meeting of Shareholders in compliance with regulations. They also advised and coordinated the preparation and organization of Board meetings to review and resolve matters related to the Company's production and business operations, contributing to effective corporate governance. In addition, they maintained and enhanced relations between the Company and its shareholders, ensuring shareholders' rights in accordance with applicable regulations.

Information disclosure (including periodic, extraordinary, and ad hoc disclosures, in both Vietnamese and English) was carried out fully, timely, and in compliance with regulations to the State Securities Commission, the Hanoi Stock Exchange, and relevant state authorities.

#### **7. Supervisory results over the Director**

The Board of Directors regularly supervised the Director's management and executive activities, requiring periodic and ad hoc reporting, as well as timely updates on any significant changes in business operations in order to take appropriate decisions. Regular inspections of production and business activities were conducted, and any shortcomings were promptly addressed.



In performing duties as stipulated in the Company's Charter and the resolutions of the Board of Directors, the Director has acted diligently and responsibly, proactively overcoming difficulties and proposing effective management measures in operating the Company's business activities. The Company has complied with legal regulations, fulfilled reporting obligations, and ensured the safety of capital and assets. As a result, the Company successfully achieved the business targets approved by the General Meeting of Shareholders.

#### **8. Supervisory results over other executives**

The Company's management personnel were appointed by the Board of Directors Pursuant to the proposal of the General Director, who also assigned and delegated responsibilities to support the General Director in performing his/her duties. These management personnel have strictly complied with the tasks assigned, effectively directed and managed departments, sites, and workshops in carrying out the Company's production and business activities, ensuring that set objectives were achieved without any signs of negligence or avoidance of responsibilities. They have actively advised and proposed initiatives to support the General Director in implementing tasks effectively. Over the past year, the Company's management personnel were evaluated by the Board of Directors as having successfully fulfilled their assigned duties with excellent performance.

#### **9. Directions and key tasks of the Board of Directors in 2026**

Entering 2026 with numerous challenges for the leadership role of the Company's Board of Directors, the focus will be on implementing three breakthroughs: (i1) Completing investment projects, environmental projects, exploration projects, mining projects, and mine closure projects on schedule as planned. (i2) Continuing to refine the digital transformation plan for implementation in the 2025-2030 period. The focus will be on building tasks in 2026 (in sync with TKV's plan). (i3) Strengthening restructuring and streamlining the organizational structure according to the approved plan and scheme of the Company. The main objective of the Company remains to ensure stable and developing production and business, maintaining good management, maximizing profits, distributing dividends to shareholders fairly, and increasing the accumulation of owner's equity.

*The Company's Board of Directors has set the following directions and objectives for 2026:*

(1). Regularly lead and direct the Board of Directors and the Company's management to proactively, attentively, and closely monitor the implementation of work steps and procedures for closing the mine and applying for mining licenses for the Coc Sau-Deo Nai cluster mining project; continue to implement the restructuring of the Company after the merger according to the Shareholders' General Meeting Resolution, the approved plan/plan and the directives from higher authorities to ensure progress and compliance with legal regulations;

(2). Continue to direct the Company in handling houses, land, and architectural structures that still have many obstacles and difficulties in accordance with the direction of TKV to ensure progress, efficiency and current regulations;



(3). Continue to review and amend, supplement management regulations in accordance with the provisions of the law, perfect management mechanisms, specific decentralization and delegation of power to ensure the governance role of the Board of Directors and the operation of the Board of Management are most convenient, creating a basis for motivation to promote the autonomy and responsibility of departments and individuals;

(4). Actively direct the reorganization of the organizational structure and production organization to suit the business situation of the Company after the merger, train quality human resources, and continuously cultivate a dynamic and qualified team of cadres to meet the long-term development process of the Company. The policy is to continue to outsource some stages and tasks if they are effective and in accordance with current regulations; Solve the problem of surplus labor and personnel of the Company according to the plan/plan already developed;

(5). Investment and equipment procurement: Due to the deep mining conditions, it is necessary to balance investment appropriately for the synchronization of large-capacity automobile and excavator equipment to improve labor productivity and reduce production costs, but still ensure an allowable safe debt ratio; It is necessary to consider balancing capacity, investment plan, and mobilization of production equipment suitable for the mining output of the cluster mine project each year;

(6). Technical work: Balance the 2026 resource mobilization plan to ensure production meets output and saves resources, balance between regions to stabilize quality and production costs. Proactively develop optimal exploitation plans and rational management work because the Company is currently facing great difficulties in terms of resources in both quantity and quality;

(7). Production management and direction.

- The organization directs the implementation of the production and business plan, as approved by the General Shareholders' Meeting, to each construction site and workshop.

- Direct the implementation of the plan correctly, and conduct quarterly assessments and inspections of the plan's implementation across all production stages, especially product sales, outsourcing, materials management, and cost management. Implement specific solutions to ensure the effectiveness of production and business operations.

- Strengthen cost management by reviewing economic and technical standards, managing costs for each unit, and directly impacting workers, creating motivation to boost worker efficiency.

- Strictly control capital sources, review and examine investment portfolios and projects to develop effective investment plans. Manage and operate the company's business activities to achieve planned targets and efficiency.

(8). Closely coordinate with the management agency, the Supervisory Board in management work and other socio-political organizations in the Company to promote the combined strength in the business process for the goal of developing the Company, taking good care of the lives of employees and building the Company to develop further.

(9). Perform the duties and functions of an independent member of the Board of Directors as prescribed (*Separate report*).



The above summarizes the key activities of the Board of Directors in 2025 and the directions and measures for implementing the 2026 production and business plan. The Board of Directors respectfully submits this report to the General Meeting of Shareholders.

***Recipient:***

- As stated above;
- Members of the Board of Directors and the Supervisory Board (E-copy);
- Saved: Administration Department, Company Secretary.

**O/B. BOARD OF DIRECTORS  
CHAIRMAN OF THE BOARD OF  
DIRECTORS**

**Nguyen Trong Tot**



*Cam Pha, April 2026*

No: /BC-TDNCS

**DRAFT**

## **REPORT**

### **Re: Report on the Activities of Independent Directors and Their Evaluation of the Board of Directors' Performance in 2025**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- The Charter of Deo Nai – Coc Sau – TKV Coal Joint Stock Company, approved by the General Meeting of Shareholders on November 19, 2024.

In performing the functions and duties of an Independent Director in accordance with the Law on Enterprises No. 59/2020/QH14, Decree No. 155/2020/ND-CP, and the Company's Charter, the Independent Director of Deo Nai – Coc Sau – TKV Coal Joint Stock Company hereby reports to the General Meeting of Shareholders on the performance of duties and provides an independent assessment of the Board of Directors' activities in 2025, in accordance with Articles 277 and 280 of Decree No. 155/2020/ND-CP, as follows:

## **PART 1**

### **REPORT ON THE ACTIVITIES OF INDEPENDENT DIRECTORS IN 2025 AND ACTION PLAN FOR 2026**

Pursuant to the Decisions of the Board of Directors on the assignment and adjustment of duties to its members under Decision No. 4462/QD-TDNCS dated November 29, 2024, and Decision No. 5189/QD-TDNCS dated July 7, 2025, the Independent Director hereby reports to the General Meeting of Shareholders on the performance of assigned duties in 2025 as follows:

#### **1. Performance of duties and supervisory activities of the Independent Director.**

- Regarding attendance at Board of Directors meetings: In 2025, I attended 28 out of 28 Board of Directors meetings, achieving a 100% attendance rate, and participated in many other meetings related to the Company's management as assigned, such as production and business operations, cost management, restructuring, completion of procedures for obtaining mining licenses for the Coc Sau - Deo Nai mine cluster, resolution of issues related to the Company's real estate assets after the merger, investment activities, and the implementation of other key projects. In addition, I also participated in site visits to mining areas with the Board of Directors and management departments of the Company.



- Regarding the performance of duties: In addition to complying with statutory regulations applicable to Independent Directors, the Independent Director also performed other tasks as assigned by the Board of Directors, such as: serving as a member of the Company's restructuring steering committee for the period up to 2025 and orientation to 2028; participating in the evaluation and providing opinions on proposals/plans/work programs related to the Company's restructuring prior to submission to competent authorities for approval. In 2025, the Independent Director, together with the working group, reviewed 3 of the Company's regulations for issuance by the Board of Directors as required. Furthermore, the Independent Director supported the Company Secretary in reviewing and issuing documents within the authority of the Board of Directors in compliance with applicable laws.

- Regarding the results of the supervision work:

+ Monitoring the implementation of Board of Directors' resolutions: Over the past year, the Board of Directors and the Company's management have strictly implemented the resolutions of the Board of Directors and internal governance regulations. In particular, the Company has successfully implemented the Board of Directors' resolution on listing shares on the Hanoi Stock Exchange (HNX), effectively carried out the restructuring after the merger, and completed procedures for obtaining the mining license for the Coc Sau - Deo Nai cluster mining project in accordance with the approved schedule. In addition, coordination with internal control and specialized departments has been strengthened to monitor compliance with regulations and the implementation of Board of Directors' resolutions in all aspects of management.

+ Evaluation of supervision results: Pursuant to the supervision conducted by the Independent Director, the Internal Audit Report, and the 2025 financial statements related to the supervised entities, the Independent Director found that the Company's operations in 2025 complied with the provisions of the Charter, the regulations of the Board of Directors, the Director's regulations, and relevant laws.

+ Recommendations of the Independent Director: During the course of supervision, the Independent Director made several recommendations regarding the Company's governance as follows: (i) *Improving the internal governance system: The Company should review and update the Charter, the Board of Directors' regulations, and other internal regulations to ensure compliance with State regulations and practical conditions, thereby avoiding overlapping authority and reducing legal risks.* (ii) *Strengthening the internal control and risk management system: The Company should establish a list of key risks and develop early warning mechanisms for financial, investment, legal, and conflict-of-interest risks.*

- Evaluation of the performance and supervision of the Independent Director: At the Company's year-end performance review in 2025, the Independent Director was evaluated by the Party Committee, the Board of Directors, and the Company's management as having successfully fulfilled assigned duties.

## **2. Action plan of the Independent Director for 2026.**

- To further enhance the role of the Independent Director in monitoring assigned areas of operation, providing independent and objective opinions, and protecting the rights of shareholders, particularly minority shareholders, the Independent Director has developed a supervision plan from the beginning of 2026. This plan was approved by the Board of Directors under Resolution No. 02/NQ-



HDQT dated January 30, 2026, and issued under Document No. 1127/KH-TDNCS dated February 10, 2026, as a basis for implementation.

- Continue to enhance the accountability of the Independent Director, maintain independence in all activities and decisions of the Board of Directors; ensure transparency regarding any conflicts of interest (if any), and in the performance of duties, strictly comply with applicable laws, the Company's Charter, and apply best corporate governance practices.

- To effectively fulfill the general duties of a Board member at Board of Directors' meetings in accordance with applicable laws, the Company's Charter, internal regulations, and decisions on assignment of duties.

- Proactively review and propose to the Board of Directors the application of any new legal regulations (if any) relevant to the Company's governance and operations.

## **PART 2**

### **RESULTS OF THE INDEPENDENT DIRECTOR'S EVALUATION REGARDING THE ACTIVITIES OF THE COMPANY'S BOARD OF DIRECTORS IN 2025**

Pursuant to the provisions of applicable laws, the Company's Charter, and internal management regulations, the Independent Director provides the following assessment of the Board of Directors' performance in 2025:

#### **1. Activities of the Board of Directors in organizing the 2025 Annual General Meeting of Shareholders and preparing for the appointment of additional members to the Board of Directors.**

- Regarding the organization of the 2025 Annual General Meeting of Shareholders: The Board of Directors developed a detailed plan and directed the timely and complete disclosure of information in accordance with Circular No. 96/2020/TT-BTC dated November 16, 2020, of the Ministry of Finance. At the 2025 Annual General Meeting of Shareholders, many important matters were approved as required. All reports and documents presented by the Board of Directors were approved by shareholders, with 100% approval of the voting shares present. This demonstrates that the Board of Directors fulfilled its responsibilities in organizing the 2025 Annual General Meeting of Shareholders.

- Regarding the preparation of additional members for the Board of Directors: In 2025, one member of the Board of Directors violated legal regulations and was prosecuted by competent authorities for investigation and handling in accordance with the law. Accordingly, the Board of Directors issued Resolution No. 17.1/NQ-HDQT dated July 31, 2025, on accepting the resignation of such member and suspending their membership.

Therefore, at present, the Company's Board of Directors consists of 4 members, including 2 executive members, 1 non-executive member, and 1 Independent Director. Pursuant to this structure, the Board of Directors issued Document No. 374/PA-TDNCS dated January 15, 2026, on the plan to restructure the Board of Directors, which was disclosed to shareholders via the Company's website, indicating the need to appoint 1 additional member. Shareholders and eligible candidates are invited to nominate or stand for election, after which the Board of Directors will consolidate nominations and submit them to the 2026 Annual General



Meeting of Shareholders for consideration and election in accordance with regulations. This is in compliance with applicable laws and the Company's Charter.

## **2. The process of assigning duties to members of the Board of Directors.**

Pursuant to the powers and obligations of the Board of Directors as stipulated in Article 27 of the Company's Charter, and to provide a basis for evaluating the performance of each member, the Board of Directors issued Decision No. 4462/QD-TDNCS dated November 29, 2024, on the assignment of duties to members of the Board of Directors, and Decision No. 5189/QD-TDNCS dated July 7, 2025, on the adjustment of such assignments. The assignment of duties to members of the Board of Directors is carried out to monitor and supervise each area of the Company's operations. Such assignments are consistent with the professional expertise, technical qualifications, and capabilities of each member in their respective areas.

## **3. Activities related to organizing Board of Directors meetings and issuing documents.**

In 2025, the Company's Board of Directors held 28 meetings, combining in-person and online formats, along with written consultations. The Board issued 28 meeting minutes and 38 resolutions to approve, implement, and direct important matters in accordance with documents issued by TKV (Vietnam National Coal and Mineral Industries Holding Corporation Limited). The procedures for sending documents, discussions, voting at meetings, and issuing resolutions complied with Article 30 of the Company's Charter. Board members participating in the meetings openly expressed their opinions in a democratic, transparent, and equal manner, analyzing issues and reaching consensus prior to voting. Any matters lacking legal basis, inconsistent with actual conditions, or insufficiently supported were not approved by the Board of Directors. In compliance with applicable regulations and to enhance operational flexibility, the Board of Directors has approved certain delegations of authority in accordance with the law.

In addition, Board of Directors meetings, whether held in person or online, always invited members of the Supervisory Board and representatives from relevant departments to participate when necessary. Resolutions adopted consistently received a high level of approval (100%) from attending Board members.

Independent Director assesses that the organization of Board meetings and the issuance of resolutions and decisions by the Board of Directors were conducted within the prescribed authority.

## **4. The Board of Directors' oversight role in the management of the Company.**

To ensure that oversight activities do not hinder business operations, the Board of Directors issued Document No. 5436/KH-TDNCS dated December 27, 2024, outlining the Board's activity plan for 2025.

In 2025, the Board of Directors carried out several monitoring activities in accordance with the plan to review and evaluate the implementation of the General Meeting of Shareholders' Resolutions and the Board of Directors' Resolutions. These included: implementation of the Company's restructuring plan; handling of surplus assets and architectural structures after the merger; and progress in licensing the Coc Sau – Deo Nai cluster mining project and partial mine closure under Mining Licenses No. 2817 and 2820. In addition, the Board of Directors conducted site visits to production areas and reviewed reports to promptly identify difficulties arising in



production and business operations, thereby discussing and agreeing on appropriate solutions with the Director to maximize the Company's overall benefits.

**5. The Board of Directors' activities in its working relationship with the Party organization.**

Pursuant to the functions, duties, and powers of the Board of Directors and the leadership role of the Party in joint-stock companies where the State holds a controlling stake, on October 31, 2024, the Party Committee and the Board of Directors issued Regulation No. 13-QCMQHCT/DU-HDQT stipulating the working relationship between the Party Committee, the Board of Directors, and the Director of Deo Nai - Coc Sau - TKV Coal Joint Stock Company. In implementing this Regulation, the Board of Directors has reported to the Party Committee on matters as stipulated therein.

**6. Overall assessment of the Company's Board of Directors' performance in 2025.**

The Board of Directors' activities in 2025 were conducted in accordance with the Company's Charter, internal regulations, and applicable laws. The supervision of the Company's operations was carried out in compliance with regulations and resolutions issued by the Board of Directors. Supervisory activities were assigned to Board members, with scope and timing implemented in accordance with approved programs and plans, as well as other necessary activities when required. The Board of Directors exercised due diligence in performing its duties to maximize the Company's benefits and mitigate risks. The Board's operations were also carried out in coordination with the Company's Party Committee in accordance with the established coordination regulations.

The Independent Director respectfully submits this report to the General Meeting of Shareholders./.

***Recipient:***

- As addressed to;
- Members of the Board of Directors and Supervisory Board (E-copy);
- Saved: Administration Department, Company Secretary.

**INDEPENDENT DIRECTOR OF THE  
COMPANY'S BOARD OF DIRECTORS**

**Phung Van Tuyen**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT STOCK  
COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

*Cam Pha, April 2025*

No: /BC-TDNCS

**DRAFT**

## **REPORT**

**Re: Report on the payment of salaries, remuneration, and allowances for the Board of Directors, the Supervisory Board, and Company management in 2025 and the plan for 2026**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.

Pursuant to Government Decree No. 248/2025/ND-CP dated September 15, 2025, on the salary, remuneration, and bonus regime for direct representatives of the owner, representatives of State capital, and controllers in state-owned enterprises;

Pursuant to the Charter on the organization and operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company;

Pursuant to Decision No. 1471/QD-TKV dated August 14, 2024, on the issuance of guidelines on the salary payment mechanism applicable within TKV;

Pursuant to Official Letter No. 6636/TKV-KH dated November 26, 2024, of the General Director of the Vietnam National Coal and Mineral Industries Holding Corporation Limited regarding the announcement of the main targets of the 2025 production and business plan of Deo Nai - Coc Sau - TKV Coal Joint Stock Company;

Pursuant to Official Letter No. 7326/TKV-KH dated December 19, 2025, regarding the notification of adjustments to certain key indicators of the 2026 production and business plan between the Vietnam National Coal and Mineral Industries Holding Corporation Limited and Deo Nai - Coc Sau - TKV Coal Joint Stock Company;

Pursuant to Official Letter No. 7138/TKV-KH dated December 12, 2025, of the General Director of the Vietnam National Coal and Mineral Industries Holding Corporation Limited regarding the announcement of the main targets of the 2026 production and business plan of Deo Nai - Coc Sau - TKV Coal Joint Stock Company;

Pursuant to Resolution No. 08/NQ-DHDCD of the 2025 Annual General Meeting of Shareholders dated April 24, 2025;

The Board of Directors hereby submits to the General Meeting of Shareholders for approval the payment of salaries, remuneration, and allowances for the Board of Directors, Supervisory Board, and management in 2025, and proposes the plan for payment of salaries, remuneration, and allowances for the Board of Directors, Supervisory Board, and management in 2026, with the following contents:



### 1. Payment of salaries, remuneration, and allowances for the Board of Directors, Supervisory Board, and management in 2025:

Pursuant to Resolution No. 08/NQ-DHDCD dated April 24, 2025, of the Annual General Meeting of Shareholders, and Pursuant to the Company's business results for 2025, the salaries, remuneration, and allowances of the Board of Directors, Supervisory Board, and management for 2025 are implemented as follows:

*Unit: Thousand VND*

No.	Title	Number	Remuneration	Allowance	Salary	Note
1	Chairman of the Board of Directors	1	61,680			
2	Member of the Board of Directors	2	105,120			
3	Full-time Member of the Board of Directors	1			208,289	6 months
4	Independent Director	1		262,800		
5	Head of the Supervisory Board	1	54,960			
6	Member of the Supervisory Board	2	105,120			
7	Director	1			469,844	
8	Deputy Director	4			1,666,332	
9	Chief Accountant	1			380,440	
	<b>Total</b>		<b>326,880</b>	<b>262,800</b>	<b>2,724,905</b>	

*(The total salary paid is equal to 1.057 times the planned amount)*

The total amount of salaries, remuneration, and allowances payable by the Company to members of the Board of Directors, the Head of the Supervisory Board, Supervisory Board members holding concurrent positions, and management in 2025 is: **VND 3,314,585,000.**

### 2. Proposed plan for payment of salaries, remuneration, and allowances to the Board of Directors, Supervisory Board, and management in 2026:

#### a. Basic salary level for Company management:

According to Decision No. 1471/QĐ-TKV dated August 14, 2024, on the issuance of guidelines for the salary payment mechanism applicable within TKV, the basic salary level for Company management, classified under (Group II – Grade I) in Appendix 04 of this Decision, is as follows:



No.	Title	Basic salary Group II Rank I (VND/person/month)
1	Chairman of the Board of Directors	25,700,000
2	Member of the Board of Directors	21,900,000
3	Head of the Supervisory Board	22,900,000
4	Member of the Supervisory Board	21,900,000
5	Director	24,700,000
6	Full-time Member of the Board of Directors	21,900,000
7	Deputy Director	21,900,000
8	Chief Accountant	20,000,000

**b. Remuneration for members of the Board of Directors and Supervisory Board holding concurrent positions:**

According to Article 6 of Decree No. 248/2025/ND-CP dated September 15, 2025, the remuneration for non-full-time members of the Board of Directors and Supervisory Board members shall be determined Pursuant to actual working time (m), but must not exceed 20% of the corresponding salary of full-time members of the Board of Directors and Supervisory Board members.

No.	Title	Number	Basic salary (1,000 VND/person/month)	Remuneration (1000 VND/person/month)	Monthly remuneration (1000 VND)	Number of months	Total annual remuneration (1000 VND)
1	2	3	4	$5 = 4 * 20\%$	$6 = 3 * 5$	7	$8 = 7 * 6$
1	Chairman of the Board of Directors	1	25,700	5,140	5,140	12	61,680
2	Member of the Board of Directors	2	21,900	4,380	8,760	12	105,120
3	Head of the Supervisory Board	1	22,900	4,580	4,580	12	54,960
4	Member of the Supervisory Board	2	21,900	4,380	8,760	12	105,120
Total		6		4,540	27,240		326,880

**c. Planned salary level for the Company Manager:**

According to Official Letter No. 7138/TKV-KH dated December 12, 2025, from the General Director of the Vietnam National Coal and Mineral Industries Holding Corporation Limited regarding the announcement of the main targets of the 2026 Business Development Plan of Deo Nai - Coc Sau - TKV Coal Joint Stock Company, the planned monthly salary of the Company's Managers = Basic salary x Coefficient 1.5; the salary for 2026 is as follows:



No.	Title	Number	Basic salary (1,000 VND/ person/month	Coefficient	Monthly salary (1000 VND)	Number of months	Total annual salary (1000 VND)
1	2	3	4	5	$6 = 3 * 4 * 5$	7	$9 = 6 * 7$
1	Director	1	24,700	1.5	37,050	12	444,600
2	Full-time Member of the Board of Directors	1	21,900	1.5	32,850	12	394,200
3	Deputy Director	4	21,900	1.5	131,400	12	1,576,800
4	Chief Accountant	1	20,000	1.5	30,000	12	360,000
	<b>Total</b>	<b>7</b>			<b>231,300</b>	<b>12</b>	<b>2,775,600</b>

**d. Planned allowance for independent members of the Board of Directors:**

According to Decision No. 1471/QĐ-TKV dated August 14, 2024, on the issuance of guidelines for the salary payment mechanism applicable within TKV, the allowance for independent members of the Board of Directors in listed joint-stock companies is equivalent to the salary of full-time members of the Board of Directors.

No.	Title	Number	Monthly allowance (1000 VND)	Number of months	Total allowance (1000 VND)
1	Independent Member of the Board of Directors	1	21,900	12	262,800
	<b>Total</b>	<b>1</b>	<b>21,900</b>		<b>262,800</b>

**e. Total planned salary, remuneration, and allowance fund for 2026.**

The total amount of salaries, remuneration, and allowances expected to be paid to members of the Board of Directors, independent members of the Board of Directors, the Head of the Supervisory Board, members of the Supervisory Board holding concurrent positions, and Company management in 2026 is: **VND 3,365,280,000**, specifically as follows:

No.	Title	Number	Remuneration (1000 VND/year)	Allowance (1000 VND/year)	Salary (1000 VND/year)	Note
1	Chairman of the Board of Directors	1	61,680			
2	Member of the Board of Directors	2	105,120			
3	Full-time Member of the Board of Directors	1			394,200	No remuneration
4	Independent Member of the Board of Directors	1		262,800		
5	Head of the Supervisory Board	1	54,960			
6	Member of the Supervisory Board	2	105,120			
7	Director	1			444,600	
8	Deputy Director	4			1,576,800	



No.	Title	Number	Remuneration (1000 VND/year)	Allowance ( 1000 VND/year)	Salary (1000 VND/year)	Note
9	Chief Accountant	1			360,000	
	<b>Total</b>		<b>326,880</b>	<b>262,800</b>	<b>2,775,600</b>	

### 3. Payment method:

Each month, members of the Board of Directors, the Supervisory Board, and Company management shall receive an advance payment of 80% of their monthly salary, remuneration, and allowances; the remaining amount shall be settled at year-end Pursuant to the Company's business performance.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval./.

#### *Recipient:*

- Company shareholders (via Website);
- Members of the Board of Directors and Supervisory Board (e-copy);
- Posted on the Company's website;
- Saved: Administration Department, Board of Directors.

**O/B. BOARD OF DIRECTORS  
CHAIRMAN OF THE BOARD OF  
DIRECTORS**

**Nguyen Trong Tot**



No: /BC-TDNCS

Cam Pha, April 2026

**DRAFT**

## **REPORT**

### **Subject: Activities of the Supervisory Board at the 2026 Annual General Meeting of Shareholders**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to the Enterprise Law dated June 17, 2020;

Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company;

Pursuant to the Regulations on the operation of the Company's Supervisory Board.

Pursuant to the functions and duties of the Supervisory Board, the Supervisory Board of Deo Nai - Coc Sau - TKV Coal Joint Stock Company hereby reports to the 2026 Annual General Meeting of Shareholders on its activities with the following contents:

#### **I. MONITORING ACTIVITIES OF THE SUPERVISORY BOARD**

##### **1. Regarding personnel organization**

The Supervisory Board of Deo Nai - Coc Sau - TKV Coal Joint Stock Company consists of 03 members (including 01 Head and 02 members). The members of the Supervisory Board perform their duties on a part-time basis.

##### **2. Activities of the Supervisory Board in 2025**

In 2025, the Supervisory Board performed and fulfilled its duties as stipulated in the Company's Charter as well as the operational orientation approved by the 2025 Annual General Meeting of Shareholders, specifically as follows:

The Supervisory Board has fully performed its assigned functions and duties, focusing on inspection and supervision of the Company's governance and operations. Pursuant to the work plan established at the beginning of the year, the Supervisory Board has regularly monitored the Board of Directors and the Director in organizing the implementation of the resolutions of the General Meeting of Shareholders, executing the production and business plan, and ensuring compliance with legal regulations. In addition, the Supervisory Board has inspected and evaluated the legality, reasonableness, honesty, and prudence in management and



operations; supervised the accounting system, the preparation and presentation of financial statements; and reviewed transactions with related parties as well as the Company's information disclosure.

Furthermore, the Supervisory Board has also conducted thematic supervision in several key areas that significantly affect the Company's operational efficiency, including: materials management; outsourcing and asset management; investment activities; cost management and accounting.

The inspection and supervision process has been conducted in an objective and transparent manner, with the participation of the Company's management. The Supervisory Board has actively held direct discussions or recorded in meeting minutes its opinions, recommendations, and warnings on issues that may pose potential risks or affect the Company's interests, thereby enabling timely remedial and preventive measures.

Through inspection activities, the Supervisory Board has promptly issued warnings and recommendations to mitigate risks and enhance management efficiency.

#### **Supervisory Board Meetings:**

During the year, the Supervisory Board held 07 regular and extraordinary meetings to evaluate task performance and consider major issues arising in production and business operations. The meetings were conducted in accordance with regulations, ensuring full participation of members and compliance with the principles of collective and unified decision-making.

- At the end of 2025, each member of the Supervisory Board conducted a self-assessment of their supervisory activities in accordance with their assigned functions and duties.

### **3. Results of the Supervisory Board's monitoring**

#### **3.1. Regarding the management and operation of the Company's Board of Directors**

Through its oversight activities, the Supervisory Board found that the Board of Directors had fully exercised its functions and powers as stipulated by law and the Company's Charter. Resolutions and decisions were issued in accordance with proper procedures and authority, closely adhering to the resolutions of the General Meeting of Shareholders and in line with the actual situation.

The Board of Directors proactively directed and supervised the Executive Board in implementing the production and business plan; promptly reviewed and decided on matters within its authority; and effectively carried out corporate governance, ensuring transparency and efficiency.

In 2025, the Board of Directors held all scheduled meetings and successfully organized the Annual General Meeting of Shareholders. It also directed the implementation of related tasks and completed the necessary documentation for



submission to the Hanoi Stock Exchange in accordance with regulations. The Company completed the listing of its stock code TD6 on June 16, 2025.

- In 2025, the Board of Directors issued a resolution on the dismissal of Mr. Nguyen Van Thuan, a full-time member of the Board of Directors. The organizational structure of the Board of Directors remains compliant with regulations and continues to operate effectively. It is expected that additional members of the Board of Directors will be appointed at the 2026 Annual General Meeting of Shareholders.

### **3.2. Regarding the management and operational work of the Company Director**

The Supervisory Board assessed that the Company Director effectively fulfilled his role as the head of operations, demonstrating a proactive, decisive, and flexible management approach, thereby contributing significantly to maintaining stability and improving the efficiency of the Company's production and business activities.

The management and utilization of capital and assets have been carried out in a strict manner, for proper purposes, and in compliance with legal regulations, while ensuring efficiency in the exploitation and use of resources.

The Company Director has fully and promptly implemented the resolutions and decisions of the Board of Directors; fulfilled obligations to the State; and ensured employment, income, and employee benefits in accordance with regulations.

In addition, the Director proactively directed the development and issuance of management documents within his authority, contributing to the improvement of the internal governance system; and ensured the implementation of collective labor agreements, labor contracts, and policies on salaries, bonuses, salary increases, and promotions in compliance with legal regulations and the Company's policies.

In particular, in his role as the direct manager and leader, the Company Director effectively implemented the production and business plan, contributing to the achievement of economic and technical targets set forth in the General Meeting of Shareholders' Resolution.

In investment activities, the Director decisively directed the completion of documentation and procedures for obtaining the mining license for the Coc Sau - Deo Nai cluster mine project. As a result, the Company was granted the license by the competent authority in accordance with regulations and successfully organized the groundbreaking ceremony on schedule, creating an important foundation for development in the next phase.

### **3.3. General remarks**

Within its authority and responsibilities, the Supervisory Board of Deo Nai -



Coc Sau - TKV Coal Joint Stock Company assesses that: In 2025, the Board of Directors and the Company Director fulfilled their rights, obligations, and responsibilities in accordance with the law and the Company's Charter. They promptly implemented the resolutions of the 2025 General Meeting of Shareholders as well as the resolutions and decisions of the Board of Directors. The Supervisory Board found no irregularities in the activities of the Board of Directors and the Company Director; they did not misuse the Company's information, know-how, or business opportunities; nor did they abuse their positions, titles, or Company assets for personal gain or to serve the interests of themselves, their families, or related parties.

In 2025, the Supervisory Board did not receive any petitions or requests from shareholders for inspection or verification of matters related to the management and operation of the Company by the Board of Directors and the Company Director. Detailed directions and operational matters have been presented by the Board of Directors and the Company Director in reports submitted to the General Meeting of Shareholders.

#### **4. Remuneration and other benefits for the Supervisory Board in 2025**

The Supervisory Board is entitled to remuneration and other benefits in accordance with the Company's current regulations, as approved by the 2025 Annual General Meeting of Shareholders.

Pursuant to the provisions of Article 172 of the 2020 Enterprise Law and the Company's Charter, the Supervisory Board reports the remuneration and other benefits of non-executive members of the Supervisory Board for 2025 as follows:

<b>No.</b>	<b>Full name</b>	<b>Title</b>	<b>Total</b>	<b>Remuneration (1000 VND)</b>	<b>Allowance (1000 VND)</b>
1	Nguyen Thi Luong Anh	Head of the Supervisory Board	54,960	54,960	0
2	Tran Thi Diep	Member of the Supervisory Board	52,560	52,560	0
3	Nguyen Thi Yen	Member of the Supervisory Board	52,560	52,560	0
	<b>Total</b>		<b>160,080</b>	<b>160,080</b>	<b>0</b>

#### **5. Coordination between the Supervisory Board, the Board of Directors, and the Executive Board**

The Supervisory Board, the Board of Directors, and the Executive Board of the Company have maintained a close working relationship and effective coordination on the principle of safeguarding the interests of the Company and its shareholders, in compliance with the law, the Company's Charter, and internal regulations. The Board of Directors and the Company's management have facilitated the Supervisory Board in accessing and providing necessary information



and documents for its inspection and supervision activities.

## II. EVALUATION OF BUSINESS PERFORMANCE - AUDIT OF FINANCIAL STATEMENTS FOR 2025

### 1. Results of implementation of the production and business plan in accordance with the Resolution of the General Meeting of Shareholders

In 2025, the Company implemented its production and business plan Pursuant to the targets approved at the Annual General Meeting of Shareholders held on April 24, 2025, and the Resolution of the Board of Directors dated December 25, 2025 approving and adjusting certain key targets of the 2025 production and business plan.

The Supervisory Board agrees with the Company's 2025 business performance report, specifically as follows:

No.	Indicator	Unit	AGM Resolution	Adjusted Plan	Actual 2025	% Actual/AGM 2025	% Actual/Adjusted Plan 2025
<i>A</i>	<i>B</i>	<i>C</i>	<i>1</i>	<i>2</i>	<i>3</i>	$4 = 3 / 1 * 100$	$5 = 3 / 2 * 100$
<b>1</b>	<b>Coal production</b>	<b>Ton</b>	<b>3,710,000</b>	<b>4,038,220</b>	<b>4,083,712</b>	<b>110.07</b>	<b>101,12</b>
	- Run-of-mine coal	Ton	2,670,000	2,838,220	2,838,385	106.31	100.00
	- Clean coal from processing	Ton	1,040,000	1,200,000	1,245,327	119.74	103.78
<b>2</b>	<b>Coal consumption</b>	<b>Ton</b>	<b>3,190,000</b>		<b>3,663,373</b>	<b>114.84</b>	
	- Run-of-mine coal	Ton	2,385,000		2,250,523	94.36	
	- Clean coal	Ton	805,000		1,412,850	175.51	
<b>3</b>	<b>Overburden removal</b>						
	- Overburden removal (production)	M <sup>3</sup>	35,000,000	38,200,000	38,197,268	109.14	100.00
	- Overburden removal (accounting)	M <sup>3</sup>	36,000,000	39,200,000	39,198,059	108.89	100.00
<b>4</b>	<b>Stripping ratio</b>						
	- Stripping ratio (production)	m <sup>3</sup> / ton	13.46		13.46	100.0	100.00
	- Stripping ratio (accounting)	m <sup>3</sup> / ton	13.85	13.81	13.81	99.71	100.00
<b>5</b>	<b>Total revenue</b>	<b>Million VND</b>	<b>5,218,266</b>		<b>5,274,160</b>	<b>101.07</b>	
<b>6</b>	<b>Construction investment</b>	<b>Million VND</b>	<b>495,925</b>	<b>362,611</b>	<b>333,360</b>	<b>67.21</b>	<b>91,93</b>
<b>7</b>	<b>Average salary</b>	<b>VND /pers on/month</b>	<b>13,106,000</b>		<b>13,848,000</b>	<b>105.66</b>	



No.	Indicator	Unit	AGM Resolution	Adjusted Plan	Actual 2025	% Actual/AGM 2025	% Actual/Adjusted Plan 2025
8	Profit before tax	Billion VND	38,108		75,168	197.25	
9	Dividend payout ratio	%	≥ 3		4	133.00	

**Comment:** Pursuant to the provided documents, after review and assessment, and in conjunction with the inspection and monitoring process, the Company's Supervisory Board agrees with the Company's 2025 Business Performance Report. The Company has achieved many positive results, with several key indicators meeting or exceeding the planned targets.

- Production output: Total coal production reached 4,083,712 tons, exceeding the General Meeting of Shareholders' Resolution by 10.07%. Notably, the recovery of clean coal from mixed rocks and soil achieved high efficiency (exceeding the target by 19.74%).
- Sales performance: Coal sales reached 3,663,373 tons, exceeding the plan by 14.84%, ensuring cash flow for production activities.
- Financial performance: Pre-tax profit reached VND 75.168 billion, equivalent to 197.25% of the plan. Revenue reached VND 5.274 billion, showing stable growth.
- Dividend policy & employee welfare: A dividend payout of 4% is projected (exceeding the committed target of ≥3%). Average employee income reached VND 13.8 million/month, a 5.6% increase compared to the plan.

In 2025, through its monitoring activities, the Supervisory Board did not detect any irregularities in the Company's business operations. The Company's operations ensured safe and sustainable development and compliance with the law, the Company's charter, and the resolutions of the Shareholders' General Meeting and the Board of Directors.

## 2. Results of the audit of the 2025 financial statements

### 2.1. Figures on capital and assets as at December 31, 2025

*Unit: VND*

No.	ASSETS	Code	End of year (31/12/2025)
<b>I</b>	<b>SHORT-TERM ASSETS</b>	<b>100</b>	<b>1,490,132,085,134</b>
1	- Cash and cash equivalents	110	9,067,089,724
2	- Short-term financial investments	120	
3	- Short-term receivables	130	373,460,005,913
4	- Inventories	140	947,505,719,197
5	- Other current assets	150	160,099,270,300



<b>II</b>	<b>LONG-TERM ASSETS</b>	<b>200</b>	<b>1,256,645,289,026</b>
1	- Long-term receivables	210	287,037,090,177
2	- Fixed assets	220	858,322,915,955
3	- Long-term work-in-progress assets	240	26,055,136,101
4	- Other long-term assets	260	85,230,146,793
	<b>TOTAL ASSETS (270 = 100 + 200)</b>	<b>270</b>	<b>2,746,777,374,160</b>
<b>No.</b>	<b>SOURCES</b>	<b>Code</b>	<b>End of year (31/12/2025)</b>
<b>III</b>	<b>LIABILITIES</b>	<b>300</b>	<b>1,991,246,945,646</b>
1	- Short-term liabilities	310	1,529,446,863,855
2	- Long-term liabilities	330	461,800,081,791
<b>IV</b>	<b>EQUITY</b>	<b>400</b>	<b>755,530,428,514</b>
1	<b>Owner's equity</b>	<b>410</b>	<b>755,530,428,514</b>
	- Owner's contributed capital	411	619,352,020,000
	- Share premium	412	(66,000,000)
	- Other owner's equity	414	
	- Development investment fund	418	28,736,167,038
	- Undistributed after-tax profit	421	107,508,241,476
2	<b>Other funds and sources</b>	<b>430</b>	
	<b>TOTAL SOURCES (44=300+400)</b>	<b>440</b>	<b>2,746,777,374,160</b>

## 2.2. Key business performance indicators for 2025

Unit: Million VND

<b>No.</b>	<b>INDICATOR</b>	<b>VALUE</b>
1	Total revenue and other income	5,274,160
	<i>In which: Net revenue from sales and services</i>	5,241,329
2	Total expenses	5,198,992
3	Profit before tax	75,168
4	Profit after corporate income tax	57,692
5	Earnings per share (EPS)	931
6	Number of shares	61,935,202

## 2.3. Key financial indicators for 2025

<b>No.</b>	<b>FINANCIAL INDICATORS</b>	<b>Value</b>
<b>1</b>	<b>Asset structure</b>	
	- Short-term investment ratio	0.54 times
	- Long-term investment ratio	0.46 times
<b>2</b>	<b>Capital structure</b>	
	- Liabilities/Total Capital	0.72 times



No.	FINANCIAL INDICATORS	Value
	- Liabilities/Equity	2.64 times
<b>3</b>	<b>Liquidity</b>	
	- Current ratio (270/300)	1.38 times
	- Short-term solvency (100/310)	0.974 times
	- Quick ratio	0.35 times
<b>4</b>	<b>Profitability</b>	
	- Return on Equity (ROE)	8.90%
	- Return on Assets (ROA)	2.27%
	- Return on Sales (ROS)	1.10%

#### **2.4. Regarding capital preservation and development**

- Equity as of December 31, 2025 (code 410): VND 755,530 million.

In which:

+ Owner's equity contribution: VND 619,352 million.

+ Development investment fund: VND 28,736 million.

+ Basic construction investment capital sources: -

- Average equity capital (codes 411+418+422): VND 648,088 million.

- Total assets as of December 31, 2025 (Code 270): VND 2,746,777 million.

- Profit before tax: VND 75,168 million.

- Capital utilization efficiency:

+ Return on Equity (ROE): 8.90%.

+ Return on Assets (ROA): 2.27%.

#### **2.5. Opinion of the Supervisory Board**

Pursuant to the audited financial statements for 2025, the Supervisory Board finds that the financial statements are prepared and presented in accordance with Vietnamese accounting standards and current legal regulations; they truthfully and fairly reflect the financial position, business results, and cash flows of the Company. The Company has fully fulfilled its obligations to the State budget; accounting records and documentation are maintained in compliance with regulations.

The Supervisory Board agrees with the figures in the 2025 Business Performance Report and Financial Statements prepared by the Board of Directors and respectfully submits them to the General Meeting of Shareholders for consideration and approval.

#### **3. Some suggestions and recommendations:**

Pursuant to the results of the financial assessment for 2025, the Supervisory Board proposes the following points regarding governance and management in 2026:

(1). Optimizing inventory management: As of December 31, 2025, inventory



value accounts for a large proportion (947.5 billion VND, equivalent to 63.5% of short-term assets). The management board needs to have a flexible consumption plan, reduce the amount of accumulated inventory to free up capital, reduce storage costs and the risk of reduced quality of coal in storage.

(2). Improve liquidity capacity: The quick ratio is currently low (0.35 times). The Supervisory Board recommends that the Company needs to rebalance cash flow, prioritize the recovery of short-term receivables (VND 373.4 billion) to improve the ability to pay off debts due, and reduce short-term financial pressure.

(3). Control of debt structure: With a Debt/Equity ratio of 2.64 times, the Company needs to pay special attention to balancing the capital structure. It is necessary to make maximum use of self-owned capital and manage interest expenses well to ensure sustainable financial safety in the context of potentially fluctuating market interest rates.

(4). Accelerate investment and construction progress: In 2025, the investment and construction implementation rate only reached 67.21% compared to the General Meeting of Shareholders' Resolution. The Supervisory Board recommends that the Executive Board review the obstacles in the investment preparation and implementation stages to accelerate the progress of projects, creating a foundation to improve production capacity for the following years.

(5). Continue to improve information transparency: Maintain and promote openness and transparency in information disclosure, ensuring maximum benefits for shareholders and complying with the latest regulations on corporate governance of listed companies.

### **III. DIRECTIONS FOR ACTIVITIES IN 2026**

In 2026, the Supervisory Board will continue to perform its supervisory functions as prescribed, focusing on the following areas:

1. Monitoring the activities of the Board of Directors through the implementation of resolutions of the General Meeting of Shareholders, the issuance of resolutions at regular or extraordinary meetings of the Board of Directors, and the issuance of regulations and rules according to each content and field ;

2. Monitoring the activities of the Executive Board through: Implementing the plan targets approved by the Shareholders' General Meeting Resolution; Closely and regularly monitoring cost management; and promptly providing recommendations when identifying potential business risks .

3. Strengthen thematic inspections in key areas;

4. Review the Company's 6-month and annual financial statements; conduct monthly/quarterly data reviews for items that significantly impact financial results ;

5. Supervise the audit process, audit reports, and management letters of independent audit firms auditing the Company. Communicate and discuss with independent auditors regarding the content, scope of the audit, and any outstanding issues ;



6. Collaborate with the Board of Directors and the Executive Board to improve corporate governance.

The above is a report on the results of the Supervisory Board's inspection and supervision activities in 2025; supervision of the management and operation of the Board of Directors and the Company Director; evaluation of the Company's production and business results; appraisal of the Company's financial statements for 2025 and the Supervisory Board's operational direction for 2026./.

***Recipient:***

- As addressed to;
- Members of the Board of Directors and the Supervisory Board;
- Saved: Office of the Secretary, Board of Directors.

**O/B. BOARD OF SUPERVISORS  
HEAD OF THE SUPERVISORY  
BOARD**

**Nguyen Thi Luong Anh**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT  
STOCK COMPANY

No: /TTr-TDNCS

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Cam Pha, April 2026

**DRAFT**

## **PROPOSAL**

### **Re: Selection of an Independent Auditing Firm for the 2026 Financial Statements**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to the Enterprise Law dated June 17, 2020;

Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company;

To perform the functions, duties, and powers of the Supervisory Board as stipulated in the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company,

The Supervisory Board of Deo Nai - Coc Sau - TKV Coal Joint Stock Company respectfully submits to the General Meeting of Shareholders the following proposal regarding the selection of an independent auditing firm to audit the 2026 Financial Statements of Deo Nai - Coc Sau - TKV Coal Joint Stock Company:

#### **1. Proposed list of auditing firms:**

To ensure the selection of a reputable, high-quality, and competitively priced independent auditing firm for the audit/review of the Company's financial statements, the Supervisory Board proposes the following list of auditing firms:

##### **(1) PKF-TTG Auditing and Consulting Company Limited.**

Head office address: 22 Le Trong Tan Street, Phuong Liet Ward, Hanoi City.

##### **(2) AASC Auditing Firm Co., Ltd.**

Head office address: 1 Le Phung Hieu Street, Hoan Kiem Ward, Hanoi City.

##### **(3) BDO Auditing Company Limited.**

Head office address: 20th Floor, ICON4 Building, 243A De La Thanh Street, Lang Ward, Hanoi City.

#### **Reasons for recommending the above auditing firms:**

- These are independent auditing firms legally operating in Vietnam, approved by the Ministry of Finance for auditing entities with public interest in 2026 under Decision No. 3830/QD-BTC dated November 14, 2025, and included in the list issued by the State Securities Commission under Decision No. 902/QD-UBCK dated November 19, 2025.

- Experienced in auditing large-scale public companies in Vietnam;
- Strong reputation for audit quality;
- Highly qualified and experienced audit teams;



- Capable of meeting the Company's requirements in terms of audit scope and timeline.

**2. Proposal for selection of auditing firm:**

The Supervisory Board respectfully requests the General Meeting of Shareholders to authorize the Board of Directors to select an independent auditing firm for the 2026 Financial Statements in accordance with applicable laws and the Company's Charter.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval./.

***Recipient:***

- The company's shareholders;
- Members of the Board of Directors and the Supervisory Board;
- Company Website;
- Saved: Administration Department, Secretary, Supervisory Board.

**O/B. BOARD OF SUPERVISORS  
HEAD OF THE SUPERVISORY BOARD**

**Nguyen Thi Luong Anh**



Cam Pha, April 2026

No: /BC-TDNCS

**DRAFT**

## **REPORT**

### **Re: Approval of Transactions between the Company and Major Shareholders and Related Parties in 2026**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

*Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau  
- TKV Coal Joint Stock Company;*

*Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;*

*Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;*

*Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the  
Government detailing the implementation of a number of articles of the Securities  
Law;*

*Pursuant to the regulations of the State, TKV, and the Company regarding the  
relevant matters;*

*Pursuant to Resolution No. 04/NQ-HDQT of the Company's Board of  
Directors meeting dated March 20, 2026.*

The Board of Directors hereby reports to the General Meeting of Shareholders on the results of transactions between the Company and major shareholders and related parties in 2025. At the same time, the Board of Directors seeks the approval of the General Meeting of Shareholders for the execution of transactions between the Company and major shareholders and related parties in 2026, as follows:

#### **I. Rationale:**

Currently, Deo Nai - Coc Sau - TKV Coal Joint Stock Company is a subsidiary of Vietnam National Coal and Mineral Industries Holding Corporation Limited (TKV), which is the major shareholder holding 65% of the Company's charter capital. In addition, several members of the Board of Directors, Supervisory Board, and Executive Board currently hold management positions in other entities within the TKV system.

Due to the centralized management model of TKV, transactions involving the purchase and sale of coal and materials, equipment repair, blasting services, and other cross-services between the Company and TKV and its member and affiliated units are regular, continuous, and essential activities to ensure production and business



operations. The General Meeting's approval of contracts and transactions with related parties from the beginning of the fiscal year ensures compliance with current regulations, enabling the Company to proactively manage commercial negotiations and avoid production disruptions.

## **II . Implementation Results in 2025**

In 2025, in order to provide a basis for implementing related matters concerning contracts and transactions with related parties, the Annual General Meeting of Shareholders (AGM) for 2025, held on April 24, 2025, adopted Resolution No. 08/NQ-DHDCD.

The execution of transactions with related parties has complied with the resolutions approved by the General Meeting of Shareholders (*transactions with a value of less than 35% of total assets recorded in the most recent financial statements; or contracts, loan transactions, or asset sales with a value  $\leq 10\%$  of total assets recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total voting shares*).

The contracts/transactions mainly concern matters such as: coal trading, fuel trading (diesel), and blasting services. These involve units that are branches of TKV, limited liability companies wholly owned by TKV, and joint-stock companies in which TKV holds at least 65% of the charter capital.

*Details of the actual transaction value are summarized in Appendix 01 attached.*

## **III. Content of the proposal for approval in 2026**

The Board of Directors of the Company proposes that the General Meeting consider and approve the policy for the Company to sign and execute contracts and transactions between Deo Nai - Coc Sau - TKV Coal Joint Stock Company and related enterprises and individuals in accordance with the law and the Company's charter, specifically as follows:

**3.1. For transactions valued at 35% or more of total assets; or loan, lending, or asset sale agreements valued at  $>10\%$  of total assets as recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total voting shares:**

We respectfully request that the General Meeting of Shareholders consider and approve the following contents:

a) Approval of the list and content of transactions: The General Meeting of Shareholders approves the list of related parties and the main content of transactions expected in 2026 within the authority of the General Meeting of Shareholders (Details in Appendix 02 attached).

b) Mechanisms to ensure continuous operation and effective implementation:

- Transitional effect: Allows the Company to continue executing contracts and transactions with execution dates from January 1, 2026, with the aforementioned



parties until a new resolution of the 2026 General Meeting of Shareholders replaces them (ensuring adherence to market prices or prices stipulated by the State/Group).

- Approval of executed transactions: The General Meeting of Shareholders approved the contracts and transactions. The projects with implementation dates from January 1, 2026, listed above, have been implemented until a new resolution from the next General Shareholders' Meeting in 2026 replaces them.

**3.2.** For contracts and transactions not mentioned in section 3.1 above, relating to individuals required to declare under Clause 2, Article 164 of the 2020 Enterprise Law: The Company will report to the Board of Directors for submission to the General Meeting of Shareholders within the limits of its authority when such transactions arise.

The Board of Directors respectfully requests that the Company's shareholders consider and approve the signing and implementation of contracts and transactions between the Company and the aforementioned businesses and related parties, and authorize the Company's Chief Executive Officer to sign and execute them in accordance with the law.

Regarding the terms of contract and transaction execution, from January 1, 2026 until further notice.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval./.

***Recipient:***

- Shareholders (via Website);
- Members of the Board of Directors and Supervisory Board (e-copy);
- Post it on the company website;
- Saved: Administration Department, Company Secretary.

**O/B. BOARD OF DIRECTORS  
CHAIRPERSON**

**Nguyen Trong Tot**



**Appendix No. 01**

**REPORT ON THE VALUE OF CONTRACTS AND TRANSACTIONS PERFORMED IN 2025 TO THE COMPANY'S RELATED PERSONS**

*(Attached to Report No. ....../BC-TDNCS dated ....../4/2026)*

No.	Related Party / Contract	Tax code	Address	Relationship	Main transaction content	Contract Value incl. VAT (VND)	Contract Period	Value Executed in 2025 incl. VAT (VND)	% of Total Assets (2,750,782,843,401 VND)
Transactions valued at 35% or more of total assets; or loan, lending, or asset sale agreements valued at >10% of total assets as recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total voting shares.									
1	Vietnam National Coal and Mineral Industries Holding Corporation Limited (TKV)	5700100256	No. 3 Duong Dinh Nghe Street, Yen Hoa Ward, Cau Giay District, Hanoi	Major shareholder (holding 65% of the company's charter capital)	Coal mining, screening, and processing contract for 2025	Master agreement			
1.1	Branch of Vietnam National Coal and Mineral Industries Holding Corporation Limited - Cam Pha Port and Warehousing Company Vinacomin	5700100256-001	Group 93, Area 9B, Cua Ong Ward, Quang Ninh						



No.	Related Party / Contract	Tax code	Address	Relationship	Main transaction content	Contract Value incl. VAT (VND)	Contract Period	Value Executed in 2025 incl. VAT (VND)	% of Total Assets (2,750,782,843,401 VND)
-	Contract Number 06/2025/HD/KVCP-TDNCS dated December 25, 2024				Coal trading (mining output)	Master agreement	2025	1,656,609,495,303	60.22%
1.2	<b>Branch of Vietnam National Coal and Mineral Industries Holding Corporation Limited - Vinacomin - Cuaong Coal Preparation Company</b>	5700100256-033	Group 48, Area 4b2, Cua Ong Ward, Quang Ninh						
-	Contract Number 712/HD-TTCO dated December 24, 2024				Coal trading (mining output)	Master agreement	2025	3,808,813,883,793	138.46%
2	<b>Vinacomin - Materials trading joint stock Company</b>	5700100707	Group 1, Zone 2, Ha Long Ward, Quang Ninh Province	Subsidiary company (TKV holds 65% charter capital)					
-	Contract No. 21/HDMB/TDN-CS_MTS/2025 dated March 26, 2025				Purchase and sale of diesel oil	Master agreement	Until 28/02/2026	725,481,261,944	26.37%



No.	Related Party / Contract	Tax code	Address	Relationship	Main transaction content	Contract Value incl. VAT (VND)	Contract Period	Value Executed in 2025 incl. VAT (VND)	% of Total Assets (2,750,782,843,401 VND)
3	<b>Vinacomin – Mining Chemical Industry Holding Corporation Limited</b>	1001050277	Phan Dinh Giot Street, Tuong Mai Ward, Hanoi City	100% owned subsidiary of TKV					
-	Contract No. 12.4.3/HD-TDNCS dated December 16, 2024				Blasting services	461,640,006,497	2025	300,067,144,767	<b>10.91%</b>

## Appendix No. 02

## LIST OF RELATED PARTIES AND EXPECTED TRANSACTION CONTENT FOR 2026 WITH THE COMPANY

(Attached to Report No. ....../BC-TDNCS dated ...../3/2026)

No.	Related Party	Tax Code	Address	Relationship	Main transaction content	Expected Transaction Limit in 2026 (as % of Total Assets based on latest Financial Statement)
<b>I</b>	<b>Transactions valued at 35% or more of total assets; or loan, lending, or asset sale agreements valued at &gt;10% of total assets as recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total voting shares.</b>					
<b>1</b>	<b>Vietnam National Coal and Mineral Industries Holding Corporation Limited (TKV)</b>	<b>5700100256</b>	<b>No. 3 Duong Dinh Nghe Street, Yen Hoa Ward, Cau Giay District, Hanoi</b>	<b>Major shareholder (holding 65% of charter capital)</b>	<b>Coal mining, screening, and processing contract for 2026</b>	<b>≥ 35%</b>
1.1	<i>With: Vietnam National Coal and Mineral Industries Holding Corporation Limited Branch - Cam Pha Port and Logistics Company Vinacomin</i>	<i>5700100256-001</i>	<i>Group 93, Zone 9B, Cua Ong Ward, Quang Ninh Province</i>	<i>TKV's branch (TKV is a major shareholder holding 65% of charter capital)</i>	<i>Coal trading (mining output)</i>	<i>≥ 35%</i>
1.2	<i>With: Vietnam National Coal and Mineral Industries Holding Corporation Limited Branch - Vinacomin - Cuaong Coal Preparation Company</i>	<i>5700100256-033</i>	<i>Group 48, Area 4b2, Cua Ong Ward, Quang Ninh</i>		<i>Coal trading (mining output)</i>	<i>≥ 35%</i>
2	With: Vinacomin - Materials trading joint stock Company	5700100707	Group 1, Zone 2, Ha Long Ward, Quang Ninh Province	A joint-stock company in which TKV holds 65% of the charter capital.	Purchase and sale of diesel fuel (DO)	≥ 10%
3	With: Vinacomin – Mining Chemical Industry Holding Corporation Limited	1001050277	Phan Dinh Giot Street, Tuong Mai Ward, Hanoi City	A limited liability company in which TKV holds 100% of	Blasting services	≥ 10%



			the charter capital.		
II	Other cases where transactions arise in accordance with TKV's policy.				≥ 10%

VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT  
STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

*Cam Pha, April 2026*

No: / TTr-TDNCS

**DRAFT**

## **PROPOSAL**

### **On the Amendment and Supplementation of Certain Provisions of the Company Charter of Deo Nai – Coc Sau – TKV Coal Joint Stock Company**

To: Shareholders of Deo Nai – Coc Sau – TKV Coal Joint Stock Company

Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company (first amendment and supplement) approved by the General Meeting of Shareholders on November 19, 2024;

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and its amending and supplementing laws (including Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15);

Pursuant to Decision No. 1809/QD-TKV dated September 26, 2024 of TKV on the promulgation of the Regulations on the management of Representatives of the Vietnam National Coal and Mineral Industries Holding Corporation Limited at Enterprises;

We respectfully submit to the Group for consideration and approval several amendments and additions to the Company Charter, specifically as follows:

#### **1. Regarding the update of the Company's registered office address in the Charter**

Pursuant to Resolution No. 1679/NQ-UBTVQH15 of the Standing Committee of the National Assembly on the rearrangement of commune-level administrative units in Quang Ninh province in 2025, the company updates its head office address in accordance with the rearrangement of administrative units in Quang Ninh province in 2025. Specifically:

- The registered office address according to the current charter is: No. 42, Kim Dong Street, Cam Tay Ward, Cam Pha City, Quang Ninh Province.

- The updated address of the Head Office, Pursuant to the administrative unit reorganization, is: No. 42, Kim Dong Street, Cam Pha Ward, Quang Ninh Province.

#### **2. Regarding the inclusion of the Company's traditional day in the Company Charter.**

Building upon the legacy of the two predecessor companies, Vinacomin - Deo Nai Coal Joint Stock Company and Vinacomin - Coc Sau Coal Joint Stock



Company, which were merged on June 24, 2024, the merged Deo Nai – Coc Sau – TKV Coal Joint Stock Company has designated August 1 each year as its Traditional Day.

Accordingly, it is proposed to amend and supplement the Company's Charter to include a provision stipulating that the Traditional Day of Deo Nai – Coc Sau – TKV Coal Joint Stock Company is August 1 each year.

### **3. Update and supplement the details of the business lines already included in the Charter.**

Pursuant to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification, effective from November 15, 2025, under which certain sector codes and names have been amended and adjusted.

Accordingly, the Company's registered business lines have been subject to changes in codes and/or names. The Company has updated 9 business lines and supplemented details for an additional 2 business lines. These changes are required to be reflected in the enterprise registration documents and the Company's Charter to ensure consistency and legal compliance. Specifically:

Serial No. in the Charter	Registered Business Lines		Updated Business Lines	
	Business Line	Business line code	Business Line (under Decision No. 36/2025/QĐ-TTg)	Business line code
4	Mining of other non-ferrous metal ores	0722	Mining of other non-ferrous metal ores	0729
9	Manufacture of non-alcoholic beverages and mineral water	1104	Manufacture of non-alcoholic beverages and mineral water	1105
17	Repair of fabricated metal products	3311	Repair and maintenance of fabricated metal products	3311
18	Repair of machinery and equipment	3312	Repair and maintenance of machinery and equipment	3312
19	Repair of electronic and optical equipment	3313	Repair and maintenance of electronic and optical equipment.	3313
20	Repair of electrical equipment	3314	Repair and maintenance of electrical equipment	3314
22	Repair other equipment	3319	Repair and maintenance of other equipment	3319
24	Electricity transmission and distribution	3512	Electricity transmission and distribution <i>Details: Power distribution.</i>	3513
36	Wholesale of construction materials and other installation supplies	4663	Trading in construction materials and other installation equipment.	4673



			<i>Details: Wholesale of sand, gravel, stone, and clay for construction purposes (excluding precious stones).</i>	
38	Maintenance and repair of automobiles and other motor vehicles.	4520	Repair and maintenance of automobiles and other motor vehicles.	9531
46	Short-term accommodation services	5510	Other short-term accommodation services	5520

#### **4. Regarding the addition of new business lines.**

##### **4.1. Addition of the business line relating to the recovery and utilization of mine waste rock and soil**

###### **a. Rationale for the addition**

Deo Nai - Coc Sau - TKV Joint Stock Company is coordinating with Quang Ninh Coal Processing Company and Cam Pha Coal Trading Company to implement procedures for the recovery and utilization of mine waste rock and soil in accordance with the policy approved by TKV;

According to current legal regulations, the activity of recovering and utilizing mine waste rock for use as leveling material must fully meet legal requirements, including the corresponding business line being recorded in the National Business Registration Portal and in the Company's Charter.

At present, the Company's Enterprise Registration Certificate and Charter do not yet record any business activities related to the trading of soil and mine waste (including associated minerals) generated during coal and mineral mining and processing activities. Pursuant to the Vietnam Standard Industrial Classification issued together with Decision No. 36/2025/QĐ-TTg dated September 29, 2025, the Company proposes to add this business line to provide a legal basis for implementation.

###### **b. Legal basis related to mine waste rock**

According to the Law on Geology and Minerals No. 54/2024/QH15 dated November 29, 2024, Clause d, Point 1, Article 6 of the Law on Geology and Minerals No. 54/2024/QH15 stipulates that Group IV minerals include: *"Minerals suitable only for the purpose of leveling, embankment, construction of irrigation works, and disaster prevention and control, including: clay, hill soil, soil with other names; soil mixed with rocks, sand, pebbles or gravel; sand (except sand and gravel from riverbeds, lakebeds and sea areas)."*

According to Decree No. 21/2026/ND-CP dated January 16, 2026, of the Government amending and supplementing a number of articles of Decree No. 193/2025/ND-CP, Article 1 of Decree No. 21/2026/ND-CP dated January 16, 2026 (amending and supplementing a number of articles of Decree No. 193/2025/ND-CP) stipulates that: *"Soil, rock, sand, clay, or other solid minerals discarded from mining and mineral processing activities, stored and preserved in mine waste dumps or buried, meeting safety and environmental protection requirements."*



Thus, soil and rock waste generated during mineral extraction, if it contains material components belonging to the categories specified in point d, clause 1, Article 6 of the Law on Geology and Minerals and is used for the correct purpose as leveling material, foundation filling for construction projects, construction of irrigation works, and disaster prevention and control as prescribed by law, may be considered for classification as Group IV minerals.

Pursuant to the list of economic sectors in Vietnam issued in Decision No. 36/2025/QĐ-TTg dated September 29, 2025, by the Prime Minister, the Company proposes adding the following business sectors and activities:

**c. Propose the following list of occupations/professions.**

No.	Business Line	Business line code
1	Wholesale of solid, liquid, and gaseous fuels and related products. <i>Details: Wholesale of coal and related products (excluding crude oil and refined oil)</i>	4671
2	Other specialized wholesale trade not classified elsewhere <i>Details: Business of selling mine waste rock and associated minerals (excluding precious stones) for use as leveling materials in the mining and processing of coal and minerals (excluding minerals prohibited from trading by the State).</i>	4679

**4.2. Adding real estate business sectors and professions.**

**a. The need to add new professions**

On May 23, 2025, the People's Committee of Quang Ninh province issued document No. 3448/VP.UBND-XDMT to the Department of Construction, the People's Committee of Cam Pha city, TKV and the Company regarding "Resolving outstanding issues of the 10/10 reclaimed land residential area project in Cam Phu ward, Cam Pha city", in which the People's Committee of the province commented: (i). *The Vietnam National Coal and Mineral Industries Holding Corporation Limited should issue an official document clearly stating its viewpoint and responsibility on this issue and direct the Deo Nai - Coc Sau - TKV Coal Joint Stock Company to issue a commitment document and continue to implement and complete its responsibilities for the 10/10 reclaimed land residential area project in Cam Phu ward, Cam Pha city. The document should be sent to the People's Committee of the province before May 30, 2025;* (ii). *The Department of Construction is tasked with reviewing and reporting on the revocation of the investment approval for the 10/10 reclaimed land residential area project in Cam Phu ward, Cam Pha city, which was approved by the Provincial People's Committee in Decision No. 4672/QĐ-UBND dated November 6, 2019, and advising on proposed solutions regarding document No. 7959/UBND-XD1 dated November 8, 2021, of the Provincial People's Committee to ensure feasibility and appropriateness in order to definitively resolve the*



*outstanding issues of the 10/10 reclaimed land residential area project in Cam Phu ward, Cam Pha city.*

On June 6, 2025, TKV sent document No. 3284/TKV-DT to the Quang Ninh Department of Construction reporting on difficulties and obstacles in the 10/10 reclaimed land residential area project. This included a proposal: *TKV requested the Quang Ninh Department of Construction to consider proposing to the Quang Ninh Provincial People's Committee to allow Deo Nai - Coc Sau - TKV Coal Joint Stock Company to transfer the entire 101/10 reclaimed land residential area project in Cam Phu ward, Cam Pha city, to local management in accordance with previous documents from the Department of Construction, in order to ensure investment and synchronized infrastructure connection according to the adjusted detailed planning and current technical standards.*

On June 27, 2025, the Department of Construction issued document No. 3622/SXD-QLCL&TTBDS reporting to the Provincial People's Committee, which included proposals and recommendations to the province regarding Deo Nai - Coc Sau - TKV Coal Joint Stock Company: *For TKV and Deo Nai - Coc Sau - TKV Coal Joint Stock Company: (i) Add real estate business lines (similar to the case of Cao Son Coal Joint Stock Company); (ii) Continue to fulfill the responsibilities of the project investor as stipulated; (iii) Coordinate with the People's Committee of Cam Pha City (before July 1, 2025) and the People's Committee of Cua Ong Ward (after July 1, 2025) to review and adjust the detailed planning of the project (approved by the People's Committee of Cam Pha City in Decision No. 5455/QD-UBND dated December 28, 2018) as a basis for continuing the project implementation; (iv) There is a written commitment regarding the progress, responsibilities, and funding for implementation.*

**b. Proposal to add real estate business sectors to the list of business activities.**

According to current legal regulations, real estate investment and business must meet all legal requirements. Currently, the Company's Business Registration Certificate and Articles of Association do not register business lines related to real estate. In accordance with the List of Vietnamese Economic Sectors issued with Decision No. 36/2025/QD-TTg dated September 29, 2025, of the Prime Minister, the Company proposes adding the following business lines:

Serial No. in the Charter	Registered Business Lines		Updated Business Lines	
	Business Line	Business line code	Business Line	Business line code



49	Real estate business involves the right to use land belonging to the owner, user, or lessee. <i>Detail : Leasing for the operation and management of non-residential properties.</i>	6810	Real estate business involves the right to use land belonging to the owner, user, or lessee. <i>Details: Leasing and managing non-residential properties; Buying and selling residential properties and land use rights ; Leasing and operating residential properties and land.</i>	6810
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### **4.3. Addition of business line: architectural activities and related technical consultancy.**

#### **a. Necessity for adding the business line:**

The company is Open - pit coal mining units regularly carry out surveying work to manage mine boundaries, create current status maps, monitor activity , and prepare periodic reports. The surveying products are used in internal management and provided to state agencies; therefore, they are subject to the requirement of having a Surveying and Mapping Operation License.

#### **b. Legal basis**

Pursuant to Official Letter No. 5275/TKV-TN dated September 17, 2025, from the TKV Group regarding the request for a license to operate surveying and mapping activities. It has been requested that units apply for a Surveying and Mapping Operation License in accordance with the requirements of the Vietnam Surveying, Mapping and Geographic Information Agency in Document No. 1086 / DDBDVN - CSPC dated September 5, 2025, regarding the response to suggestions and feedback that difficulties and obstacles are not due to legal regulations (*In cases where surveying and mapping products produced by an organization are provided to regulatory authorities or used by other organizations or individuals, the surveying organization must obtain a Surveying and Mapping License in accordance with regulations.*)

According to the Law on Surveying and Mapping 2018, organizations carrying out surveying and mapping activities must have a Surveying and Mapping Activity License when the products are provided to other organizations, individuals, or used to serve state management agencies.

Pursuant to Decree No. 27/2019/ND-CP and Decree No. 136/2021/ND-CP of the Government detailing a number of provisions of the Law on Surveying and Mapping, which stipulate the conditions for being granted a Surveying and Mapping Operation License, including requirements on legal status, human resources, and equipment.

In order to satisfy the legal requirements for obtaining such a license, the Company is required to register the relevant business line(s) in its Enterprise Registration Certificate.

#### **c. Proposal to add more business sectors to the list.**

No.	Business Line	Business line code
1	Architectural and related engineering consulting activities <i>Detail: Surveying and mapping activities</i>	7110

To ensure a legal basis for conducting business operations in accordance with regulations, the Company's General Meeting approved amendments and additions to the Company's Charter as prescribed.

***Recipient :***

- Shareholders (Company Website);
- CV Department (Website posting and information dissemination);
- State Securities Commission; Hanoi Stock Exchange;
- Save the AGM records.

**O/B. BOARD OF DIRECTORS  
BOARD MEMBER OF THE  
BOARD OF DIRECTORS**

**Dang Thanh Binh  
(Company Director)**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT  
STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

*Cam Pha, April 2026*

No: / TTr-TDNCS

**DRAFT**

## **PROPOSAL**

**Regarding the dismissal of one member of the Board of Directors  
Deo Nai - Coc Sau - TKV Coal Joint Stock Company, term 2024-2029**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company, which was approved by the General Meeting of Shareholders on November 19, 2024;

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

Pursuant to the resignation letter of Mr. Nguyen Van Thuan from the Board of Directors for the term 2024-2029 dated July 25, 2025.

Pursuant to Resolution No. 17.1 /NQ-HDQT dated July 31, 2025, of the Board of Directors of the Company, it is agreed that Mr. Nguyen Van Thuan will cease to be the Representative of TKV Group at Deo Nai - Coc Sau - TKV Coal Joint Stock Company and will no longer be a member of the Board of Directors of the Company from July 17, 2025.

Pursuant to Resolution No. 04/NQ-HDQT dated March 20, 2026, of the Company's Board of Directors;

The Board of Directors of Deo Nai - Coc Sau - TKV Coal Joint Stock Company submits to the General Meeting the dismissal of 01 (one) member of the Board of Directors as follows:

Pursuant to the provisions of the law and the Company's Charter regarding the relevant matter, the Board of Directors proposes that the General Meeting approve the dismissal of Mr. Nguyen Van Thuan from his position as a member of the Board of Directors, effective from the date of approval by the 2026 Annual General Meeting of Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.

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

***Recipient:***

- Shareholders of the Company (via Website);
- Members of the Board of Directors and Supervisory Board (e-copy);
- Post on the website;
- Saved: Administration Department, Company Secretary.

**O/B. BOARD OF DIRECTORS  
CHAIRPERSON**

**Nguyen Trong Tot**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT  
STOCK COMPANY

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*Cam Pha, April 2026*

No: / TTr-TDNCS

**DRAFT**

## **PROPOSAL**

### **Regarding the List of Candidates for Election to Fill Vacancies on the Board of Directors of Deo Nai – Coc Sau – TKV Coal Joint Stock Company for the 2024–2029 Term**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company

Pursuant to the Charter on Organization and Operation of Deo Nai – Coc Sau – TKV Coal Joint Stock Company, approved by the General Meeting of Shareholders on November 19, 2024;

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

Pursuant to Notice No. 373/TB-TDNCS dated January 15, 2026, issued by the Company regarding the nomination and candidacy for election to the Board of Directors (Term 2024–2029), accompanied by Plan No. 374/PA-TDNCS dated January 15, 2026, on the restructuring of the Board of Directors;

Pursuant to the Company's Summary Report No. 1454 dated March 2, 2026, on the results of nominations and candidacies for the election of additional members to the Board of Directors (Term 2024–2029);

On December 31, 2025, Deo Nai – Coc Sau – TKV Coal Joint Stock Company received Decision No. 2929/QD-TKV from TKV regarding the appointment of a TKV representative to participate in the Board of Directors of the Company;

The Board of Directors of Deo Nai – Coc Sau – TKV Coal Joint Stock Company approved Resolution No. 04/NQ-HDQT dated March 20, 2026. Under this Resolution, Mr. Nguyen Trong Tot – the representative of TKV's capital in the Company (the shareholder holding 65% of the Company's charter capital) – nominated the following candidates for election to the Board of Directors for the 2024–2029 term:

1. Mr. Bui Nhu Tung:
  - Citizen Identification/Passport No.: 022071001207, issued on 08/05/2021
  - Permanent address: No. 1, Alley 6, Vo Thi Sau Street, Group 5B, Zone 10, Ha Long Ward, Quang Ninh Province
  - Educational qualification: 12/12
  - Current position: Deputy Head of Vinacomin - Environment Company Limited
  - Supporting documents: Complete as required.

The Organizing Committee has unanimously approved the list of candidates for the election to fill a vacancy on the Board of Directors of Deo Nai – Coc Sau – TKV Coal Joint Stock Company, as follows: one candidate, specifically:

Mr. Bui Nhu Tung, participating in the election to the Company's Board of Directors (Term 2024–2029)

Pursuant to the nomination and candidacy results to date, the General Meeting Organizing Committee has finalized a list of one candidate to run for a position on the Company's Board of Directors.

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

***Recipient:***

- Shareholders of the Company (via Website);
- Members of the Board of Directors and Supervisory Board (e-copy);
- Post on the website;
- Saved: Administration Department, Company Secretary.

**O/B. BOARD OF DIRECTORS  
CHAIRPERSON**

**Nguyen Trong Tot**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT STOCK  
COMPANY

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Cam Pha, April 2026

No: /TB-TDNCS

**DRAFT**

**NOTIFICATION**  
**List of related persons of internal persons**

To: Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.

Pursuant to the Charter of Deo Nai - Coc Sau - TKV Coal Joint Stock Company adopted by the Extraordinary General Meeting of Shareholders on November 19, 2024.

Pursuant to Point a, Clause 45 and Point d - Clause 46 - Article 4 - Securities Law dated November 26, 2019, which explains internal persons and related parties of internal persons.

Pursuant to Point a, Clause 4 - Article 164 of the Enterprise Law dated June 17, 2020, which stipulates the notification of the list of related parties of internal persons at the annual general meeting of shareholders.

The Board of Directors of Deo Nai – Coc Sau – TKV Coal Joint Stock Company hereby reports to the General Meeting the list of internal persons and their related persons as follows:

The total number of internal persons and related persons of the Company is 140, including:

1) The Company's internal persons consist of 12 individuals currently holding the following positions: Chairman of the Board of Directors, Board Members, Director, Deputy Directors, Chief Accountant, Head of the Supervisory Board, members of the Supervisory Board, and the person in charge of administration – Company Secretary.

2) The related persons of internal persons comprise 127 individuals, including those with family relationships with internal persons, such as: *biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, spouse, children (biological and adopted), daughter-in-law, son-in-law, siblings (biological, brother-in-law, sister-in-law) of 12 internal persons.*

3) Summary data as follows:

- Mr. Nguyen Trong Tot – Chairman of the Board of Directors, with 10 related persons

- Mr. Dang Thanh Binh – Member of the Board of Directors, Director, with 9 related persons

Mr. Vu Trong Hung – Member of the Board of Directors, Deputy Director, with 8 related persons

- Mr. Phung Van Tuyen – Independent Member of the Board of Directors, with 12 related persons

- Mr. Thieu Dinh Giang – Deputy Director, with 6 related persons

- Mr. Tran Nhat Quang – Deputy Director, with 11 related persons

- Mr. Dinh Thai Binh – Deputy Director, with 15 related persons

- Mrs. Nguyen Thi Luong Anh – Head of the Supervisory Board, with 10 related persons

- Mrs. Tran Thi Diep – Member of the Supervisory Board, with 15 related persons

- Mrs. Nguyen Thi Yen – Member of the Supervisory Board, with 12 related persons

- Mrs. Vu Thi Huong – Chief Accountant, with 8 related persons

- Mr. Nguyen Quang Tung – International Representative, Company Secretary, with 11 related persons

Information regarding internal persons and related persons of internal persons has been disclosed by the Company prior to the General Meeting in accordance with applicable regulations.

*(Detailed information is provided in the list of 139 internal persons and related persons of internal persons.)*

The Board of Directors of Deo Nai – Coc Sau – TKV Coal Joint Stock Company respectfully reports the above to the General Meeting. /.

**Recipient:**

- Shareholders (via Website);
- Members of the Board of Directors and Supervisory Board (e-copy);
- Upload the company website;
- Saved: Administration Department, Board of Directors.

**O/B. BOARD OF DIRECTORS  
CHAIRPERSON**

**Nguyen Trong Tot**



VIETNAM NATIONAL COAL AND MINERAL  
INDUSTRIES HOLDING CORPORATION LIMITED  
**DEO NAI - COC SAU - TKV COAL**  
**JOINT STOCK COMPANY**

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**Independence - Freedom - Happiness**

*Cam Pha, March ... 2026*

No: /QC-DHDCD

**DRAFT**

## **WORKING REGULATION**

### **The 2026 Annual General Meeting of Shareholders Deo Nai - Coc Sau – TKV Coal Joint Stock Company**

Pursuant to the Enterprise Law dated June 17, 2020 and the Law amending and supplementing a number of articles of the Enterprise Law dated June 17, 2025;

Pursuant to the Company's Charter on organization and operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company approved by the Extraordinary General Meeting of Shareholders on November 19, 2024;

Pursuant to Resolution of the Board of Directors meeting No.01.1/NQ-HDQT dated January 09, 2026.

The Board of Directors of Deo Nai - Coc Sau - TKV Coal Joint Stock Company drafted the Working Regulations at the Company's 2026 Annual General Meeting of Shareholders as follows:

#### **Article 1. Meeting's objectives**

1. Ensure the principles of publicity, fairness and democracy.
2. Create favorable conditions for the organization and successful conduct of the General Meeting of Shareholders.

#### **Article 2. Shareholders' eligibility to attend the General Meeting**

Shareholders or authorized representatives attending the 2026 Annual General Meeting of Shareholders must meet the following conditions:

1. Shareholders entitled to attend the meeting must be on the list of shareholders to exchange shares issued by the Vietnam Securities Depository and Clearing Corporation on March 24, 2026 and currently managed by the Company.

2. To prepare documents, arrange the meeting venue and other conditions for holding the meeting, the Organizing Committee requests that Shareholders or authorized representatives to attend the meeting proactively register to attend the meeting with the Organizing Committee before 4:30 p.m. on April 16, 2026 (Shareholders who do not register in advance still have the right to attend the meeting).

3. Shareholders or authorized representatives attending the General Meeting must present to the Organizing Committee:

- ID card/Passport or other legal documents;



- Original authorization letter to attend the Meeting.

4. Shareholders attending the General Meeting will be given the General Meeting Documents and 01 Voting Card, 01 Voting Ballot; shareholders check the information on the cards and voting ballots.

5. Other content:

- Shareholders or authorized representatives attending the General Meeting must comply with the Company's instructions when attending the General Meeting;

- The date of the General Meeting may be adjusted accordingly according to the instructions of the State Securities Commission and competent management levels.

### **Article 3. Order of the Meeting**

1. Shareholders entering the General Meeting room must sit in the correct position or area as specified by the General Meeting Organizing Committee. Strictly comply with the seating arrangement of the Organizing Committee.

2. Do not bring dangerous objects, toxic substances, explosives, flammable substances and do not smoke in the Meeting Room.

3. Meeting attire: Formal, polite; do not wear slippers or hats to the Meeting.

4. Do not talk privately or use mobile phones during the Meeting. All mobile phones must be turned off or not ringing.

### **Article 4. Percentage of attendance and voting to approve matters at the Meeting**

1. Conditions for holding a General Meeting of Shareholders:

The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of votes as prescribed in Clause 1, Article 145 of the Law on Enterprises 2020.

2. Principle:

All matters on the agenda of the General Meeting must be approved by voting by raising voting cards of all shareholders. Each shareholder is given a "Voting Card" and "Voting Ballot" which contain the shareholder code, the number of shares entitled to vote (owned and authorized) of the shareholder and is stamped by Deo Nai-Coc Sau-TKV Coal Joint Stock Company. In addition, the "Voting Ballot" also specifically records the contents that the Company presents/reports to the General Meeting.

3. How to vote:

a. Shareholders vote to approve a content ( *approval, disapproval, no opinion*) by raising a voting card. When voting, shareholders will raise the "Voting Card" according to the instructions of the Chairman of the meeting, and at the same time check the corresponding box in the "Voting Ballot" for voting on the contents according to the Proposal and Report at the Meeting recorded in the "Voting Ballot". For other contents, shareholders only vote by raising the "Voting Card".



b. Each time a vote is taken, the Election Counting Committee will quickly update the voting results via the "Voting Card" to report to the Chairman for immediate notification during the Meeting; the voting results recorded in the "Voting Ballot" will be updated and summarized to the Meeting when the voting contents are completed and will be the basis for inclusion in the Meeting Minutes.

#### 4. Voting rules:

a. Each owned or represented share corresponds to a voting unit (*For example, the voting card of a shareholder delegate is recorded as 01 share, meaning that shareholder has 01 vote*).

b. Resolutions on the following contents shall be approved when at least 65% of the total votes of all shareholders attending the General Meeting are in favor:

- Type of shares and total number of shares offered for sale of each type;
- Change of industry, profession and business field;
- Change the Company's organizational, management and operational model according to the provisions of Article 137 of the 2020 Enterprise Law;
- Decisions to invest, sell assets of the Company or purchase transactions made by the Company or its branches with a value of 35% or more of the Company's total assets recorded in the most recent audited financial statements;
- Decide on capital contribution and share purchase of other enterprises with total capital contribution and share purchase value of 35% or more of the Company's total assets recorded in the most recent audited financial statements;
- Reorganization, dissolution, bankruptcy of the Company;
- Amend and supplement the contents of the Company's Charter.

c. Resolutions on other matters within the authority of the General Meeting of Shareholders shall be approved (except for matters in Point b, Clause 4 of this Article) when approved by more than 50% of the total votes of all shareholders attending the General Meeting.

d. TKV shareholders (holding 65% of shares) have the right to participate in voting on all matters carried out at the General Meeting except for matters related to Contracts and transactions with Related People.

#### 5. How to check results in "Voting Ballot":

a. The contents of the Proposal and Report at the Shareholders' Meeting are voted on simultaneously by "Voting Card" and "Voting Ballot". The counting of "Voting Ballot" is carried out by the Election Counting Team immediately after the contents to be voted are completed;

b. How to determine invalid voting content: The "Voting Ballot" is recorded with the contents to be voted according to the Proposal and Report at the General Meeting. If the content in the ballot is not selected by the shareholder delegate (marked with an "x"), or 2 or 3 situations are selected or the voting content is crossed



out, the ballot is considered invalid. The Head of the Election Counting Team or the Chairman will guide before the shareholder delegate writes the ballot.

### **Article 5. Speaking at the Meeting**

1. Principle: Shareholders attending the General Meeting who want to express their opinions must register to speak and receive the consent of the Chairman.

2. How to speak: Shareholders speak briefly and focus on the key contents to be discussed, in accordance with the approved agenda of the General Meeting. The Chairman will arrange for shareholders to speak in the order of registration, and at the same time answer shareholders' opinions.

### **Article 6. Responsibilities of the Chairman**

1. Conduct the Meeting in accordance with the agenda and regulations approved by the Meeting. The Chairman works according to the principle of democratic centralism and makes decisions by majority vote.

2. Guide the Meeting to discuss and vote on issues within the Meeting agenda and related contents throughout the Meeting.

3. Resolve issues arising during the Meeting.

### **Article 7. Responsibilities of the Secretary and the Ballot Counting Committee**

1. Secretary of the Meeting

1.1. Fully and honestly record all the content of the General Meeting and the issues approved by shareholders or still noted at the General Meeting.

1.2. Draft and complete the draft Minutes of the Meeting and Resolutions on contents approved at the Meeting.

2. Ballot counting committee at the Meeting

2.1. Determine the results of shareholders' voting on contents approved at the General Meeting.

2.2. Quickly report the voting results to the Chairman.

### **Article 8. Minutes of the General Meeting of Shareholders**

All contents of the General Meeting of Shareholders must be recorded by the Secretary of the General Meeting in the Minutes of the General Meeting of Shareholders. The Minutes of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

### **Article 9. Implementation**

This regulation takes effect immediately after being approved by the 2026 Annual General Meeting of Shareholders. All shareholders are responsible for implementing the regulation./.



***Recipients:***

- Shareholders of the Company (Via Website);
- Members of the Board of Directors, Board of Supervisors (e-copy);
- Post on Company Website;
- Saved: Administration, Board of Directors

**O/B. MEETING ORGANIZING COMMITTEE  
CHAIRMAN OF BOARD OF DIRECTORS**

**Nguyen Trong Tot**

Cam Pha, April 2026

No: /QC- TDNCS

DRAFT

## **ELECTION REGULATIONS**

### **Election of Board Members at the Shareholders' General Meeting Annual Meeting 2026, Deo Nai - Coc Sau - TKV Coal Joint Stock Company**

*Pursuant to the Enterprise Law dated June 17, 2020 and the Law amending and supplementing a number of articles of the Enterprise Law dated June 17, 2025;*

*Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company, which was approved by the Extraordinary General Meeting of Shareholders on November 19, 2024;*

The 2026 Annual General Meeting of Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company ("the General Meeting") will conduct the election of additional members to the Company's Board of Directors in accordance with the following regulations:

#### **Article 1. Standards and conditions for membership in the Board of Directors; conditions for candidacy and nomination; and the number of members to be elected to the Board of Directors.**

##### **1. Standards and conditions for becoming a member of the Board of Directors**

- Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law No. 59/2020/QH14;

- Possess professional qualifications and experience in business administration or in the field, industry, or profession of the Company's business, and are not necessarily shareholders of the Company;

- A member of the company's board of directors may also be a member of the board of directors of another company;

- They must not be related to the Director or other managers of the Company, or to the managers or those with the authority to appoint managers of the parent company.

##### **2. Conditions for candidacy and nomination of Board of Directors members**

- Shareholders have the right to combine their individual voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares are entitled to nominate one (01) candidate; from 20% to less than 50% are entitled to nominate a maximum of two (02) candidates; from 50% or more are entitled to nominate three (03) candidates; from 65% or more are entitled to nominate the full number of candidates.



- If the number of candidates for the Board of Directors, through nomination and candidacy, is still insufficient as stipulated in Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the company's charter, internal regulations on corporate governance, and the operating regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

### **3. Number of Board of Directors members to be elected**

At this General Meeting, one member of the Board of Directors will be elected (Term 2024-2029).

#### **Article 2. Right to vote**

Shareholders holding voting shares and authorized representatives of shareholders holding voting shares as listed in the Shareholder List of Deo Nai - Coc Sau - TKV Coal Joint Stock Company as of **March 24, 2026**.

#### **Article 3. Method of electing members of the Company's Board of Directors**

- The election of members of the Board of Directors of Deo Nai - Coc Sau - TKV Coal Joint Stock Company will be conducted by secret ballot and cumulative voting (*with election guidelines at the General Meeting*).

- Each shareholder is issued one ballot for electing a member of the Board of Directors. The total number of ballots (rights) to elect a member of the Board of Directors is equal to the number of shares owned and/or represented multiplied by the number of Board members to be elected (01 person).

- Shareholders or their authorized representatives elect members of the Board of Directors by filling in the corresponding number of ballots for each candidate participating in the election of Board members, ensuring that the total number of votes (rights) on each ballot does not exceed the number of shares owned and/or represented multiplied by the number of Board members to be elected.

- Shareholders or their authorized representatives may divide the total number of votes among all candidates (for each ballot), or concentrate all the votes on one candidate, or not vote for any candidate (cast a blank ballot).

#### **Article 4. Ballots and ballot filling**

- The ballots are printed uniformly, with the total number of voting rights corresponding to the shareholder's identification number.

- Shareholders or their authorized representatives will receive a ballot for electing members of the Board of Directors according to their Shareholder ID (ownership and/or authorized representative).

- In case of incorrect recording on the ballot, shareholders may request the Ballot Counting and Election Committee to replace the ballot.

- Shareholders or their authorized representatives must personally fill out the ballot.



### **Article 5. Inspection of ballot boxes and voting**

- The Vote Counting and Election Committee conducts an inspection of the ballot box in the presence of the shareholders attending the General Meeting.

- Voting begins at the signal of the meeting chairman and ends when the last shareholder casts their vote into the ballot box at the signal of the meeting chairman. Ballots for board members are cast into the ballot box.

### **Article 6. Vote Counting**

The vote counting is carried out by the Vote Counting and Election Committee and begins immediately after the last shareholder casts their vote into the ballot box as instructed by the meeting chairman.

### **Article 7. Cases of invalid ballots**

- The form does not conform to the prescribed template and does not bear the official seal of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.

- Ballots that are crossed out, altered, or have names added that are not on the list of candidates approved by the General Meeting of Shareholders before the voting takes place.

- The total number of voting rights (votes) for the candidates exceeds the total number of voting rights (votes) owned and/or authorized by that shareholder.

### **Article 8. Regulations on election, vote counting records, and announcement of vote counting results.**

- The number of candidates elected to the Board of Directors is one (01). The candidate elected to the Board of Directors is determined as the candidate with the highest number of votes among the candidates participating in the election.

- In the event that two or more candidates receive the same number of votes for a member of the Board of Directors, a re-election will be held at the General Meeting.

- If a re-election is still unsuccessful, the General Meeting of Shareholders may vote to select a Board member from among those candidates.

- After counting the votes, the Vote Counting and Election Committee must prepare a Vote Counting Report. The content of the Vote Counting Report includes: the total number of shareholders attending the meeting, the total number of shareholders participating in the voting, the percentage of voting rights of shareholders participating in the voting compared to the total voting rights of shareholders attending the meeting (according to the cumulative voting method), the number of valid votes, the number of invalid votes, the number of blank votes; the number of votes and voting rights for each candidate elected to the Board of Directors.

### **Article 9. Complaints regarding elections and vote counting**

Any complaints regarding the election and vote counting will be handled by the meeting chair and recorded in the meeting minutes.

These regulations consist of 9 articles, are read publicly before the Shareholders' Meeting, and come into effect immediately after being approved by the Shareholders'



Meeting.

***Recipients:***

- Shareholders of the Company (Via Website);
- Members of the Board of Directors, Board of Supervisors (e-copy);
- Post on Company Website;
- Save: Administration, Board of Directors

**O/B. MEETING ORGANIZING COMMITTEE  
CHAIRMAN OF BOARD OF DIRECTORS**

**Nguyen Trong Tot**

VIETNAM NATIONAL  
COAL AND MINERAL INDUSTRIES  
HOLDING CORPORATION LIMITED  
DEO NAI – COC SAU – TKV COAL JOINT STOCK  
COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

No: /NQ-DHDCD

Cam Pha, April 21, 2026

**DRAFT**

**RESOLUTION**  
**Annual General Meeting of Shareholders 2026**

**SHAREHOLDER MEETING**  
**DEO NAI – COC SAU – TKV COAL JOINT STOCK COMPANY**

*Pursuant to the Enterprise Law dated June 17, 2020 and the Law amending and supplementing a number of articles of the Enterprise Law dated June 17, 2025;*

*Pursuant to the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company, which was approved by the Extraordinary General Meeting of Shareholders on November 19, 2024;*

*Pursuant to Minutes No. 37/2026 Resolution No. BB-DHDCD dated April 21, 2026 of the Annual General Meeting of Shareholders 2026 of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.*

**RESOLUTION:**

**Article 1.** Approval of the Report on Production and Business Results for 2025, the Production and Business Plan for 2026, and the 5-Year Production and Business Plan 2026-2030 of Deo Nai-Coc Sau-TKV Coal Joint Stock Company .

The General Shareholders' Meeting unanimously approved the Report on Business Results for 2025 and the Business Plan for 2026 with the following key targets:

**1. Business performance results for 2025:**

No.	Target	Unit	Plan for 2025		To be implemented in 2025	Compare %	
			Resolution of the 2025 General Meeting of Shareholders	Adjustment Plan		Actual/Resolution	Actual/Adjusted Plan
A	B	C	1	2	3	4 = 3/1	5 = 3/2
1	Coal production	1000 tons	3,710		4,083	110.1	
-	According to stripping coefficient	"	2,670	2,838	2,838	106.3	100.0
-	Clean coal from mining and blending	"	1,040	1,200	1,245	119.7	103.8
2	Total coal consumption	1000 tons	3,190		3,664	114.9	



No.	Target	Unit	Plan for 2025		To be implemented in 2025	Compare %	
			Resolution of the 2025 General Meeting of Shareholders	Adjustment Plan		Actual/Resolution	Actual/Adjusted Plan
-	Raw coal	"	2,385		2,251	94.4	
-	Clean coal	"	805		1,413	175.5	
3	Rocks and soil prepared for production accounting	1000m <sup>3</sup>	36,001	39,200	39,198	108.9	100.0
-	In which: Land prepared for production	1000m <sup>3</sup>	35,000	38,200	38,197	109.1	100.0
-	Rocks and soil prepared for production stripped before 2025	1000m <sup>3</sup>	1,000	1,000	1,001	100.1	100.1
4	Prepared for production screened coefficient	M <sup>3</sup> /ton	13.46		13.46	100.0	
5	Accounting stripping ratio	M <sup>3</sup> /ton	13.85	13.81	13.81	99.7	100.0
6	Total revenue	million dong	5,218,266		5,273,747	101.1	
7	Profit before tax	million dong	38,108		75,168	197.2	
8	Average salary	VND/person/month	13,106,000		13,848,000	105, 6	
9	Dividend payment	%	≥ 3		4	133.3	

2. Orientation and Tasks for 2026 with the following key objectives:

2.1. Overall objective for 2026: **“Solidarity – Safety – Innovation – Development”**.

2.2. Business plan for 2026

No.	Indicators	Unit	Plan for 2026	Note
1	Coal production	1000 tons	3,200	
-	According to stripping coefficient	"	2,100	
-	Clean coal from mining and blending	"	1,100	
2	Total coal consumption	1000 tons	3,200	
-	Raw coal	"	1,950	
-	Clean screened coal	"	1,250	
3	Overburden (soil and rock)	1000 m3	28,400	
*	Prepared for production screened coefficient	m3/ton	13.52	
4	Total revenue	Million VND	4,268,159	

No.	Indicators	Unit	Plan for 2026	Note
7	Construction investment	Million VND	407,258	
8	Total profit	Million VND	32,912	
9	Average salary	Million VND	13,834	
10	Dividend payment	%	≥ 3	

### 3. 5-year Business Plan for 2026-2030

No.	Indicators	Unit	Plan for the period 2026-2030				
			2026	2027	2028	2029	2030
1	Coal export	1000.T	3,200	3,200	3,370	3,450	3,280
-	Open-pit mining	„	2,100	2,400	2,700	2,700	2,500
-	Re-mining	„	1,100	800	670	750	780
2	Overburden excavation	1000 m3	28,400	30,000	37,200	37,200	33,800
3	Stripping ratio	M3/T	13.52	12.50	13.78	13.78	13.52
4	Revenue	Million VND	4,268,159	4,451,096	5,099,233	4,972,600	4,493,156
5	Profit	Million VND	32,912	34,202	38,586	38,151	34,944

4. Project for Exploration and Determination of Coal Reserves and Resources at Dong Lo Tri Mine from the outcrop to the -380 m level, serving the open-pit mining investment project in accordance with the plan. Main contents of the Project Proposal:

(i) Investor: Deo Nai – Coc Sau – TKV Coal Joint Stock Company.

(ii) Project Objective: To explore and determine the reserves and resources of Dong Lo Tri Coal Mine from the outcrop to the -380 m level, serving the open-pit mining investment project in accordance with the plan.

(iii) Scope and contents: Total exploration volume: 13,065 m / 44 boreholes; technical contents, coordinates, depth, borehole assignments, and construction volumes are carried out in accordance with the Project dossier and attached appendices approved by TKV.

(iv) Location: Cam Pha Ward and Cua Ong Ward, Quang Ninh Province.

(v) Implementation period: 48 months, in accordance with Mineral Exploration License No. 513/GP-BNNMT.

(vi) Project type: Geological exploration project.

(vii) Total investment: VND 127,124,569,404 (including value-added tax).

(viii) Funding source: According to TKV's annual exploration and survey plan.



(ix) Management method: The investor directly manages and organizes the implementation of the Project in accordance with applicable regulations.

The General Meeting authorizes the Board of Directors and the Executive Management Board of Deo Nai - Coc Sau - TKV Coal Joint Stock Company:

Directing, implementing, and adjusting the increase /decrease in production and business plan targets for 2026 and the 5-year plan 2026-2030, appropriate to ensure the interests of the Company and its shareholders.

**Article 2.** Approval of the 2025 financial statements, which were audited by AASC Auditing Firm Co., Ltd.

The General Meeting of Shareholders unanimously approves the 2025 Financial Statements audited by AASC Auditing Firm Company Limited (*the Report is attached*).

**Article 3.** Approval of the Profit Distribution Plan for 2025.

The General Shareholders' Meeting unanimously approved the dividend payment and fund allocation plan for 2025 as follows:

No.	Content	Amount (VND million)	Notes
1	Profit before tax	75,168	
2	Corporate income tax payable	1,350	
3	Deferred income tax refunded	16,125	
4	Profit after tax (1-2-3)	57,692	
5	Retained earnings from previous year	49,815	
6	Profit from reversal of development investment fund	1,917	
7	Retained earnings for the following year	24,090	Deferred income tax asset as of 31/12/2025
8	Distributable profit (4+5+6-7)	85,336	
8	Dividend payment	24,774	4% of charter capital
-	Dividend payment for 2025	13,256	
-	Dividend from retained earnings carried forward from 2024	9,601	
-	Dividend from profit due to reversal of development investment fund in 2021	1,917	
9	Remaining profit after dividend payment	60,562	
10	Allocation to reward and welfare funds (1.3 months of average salary)	60,562	Average Salary Fund: 46.7 billion VND/month
	+ Reward fund: 60%	36,337	
	+ Welfare fund: 40%	24,225	

**Article 4.** Approval of the Board of Directors' Activity Report for 2025 and the Directions and Tasks for 2026.

The General Shareholders' Meeting unanimously approved the Board of Directors' Report for 2025 and the Plan and Tasks for 2026 (*the Report is attached*).

**Article 5.** Approval of the Independent Board Member's Activity Report for 2025, tasks for 2026, and the independent member's assessment of the Company's Board of Directors' performance.

The General Meeting of Shareholders unanimously approved the Report of the Independent Board Member for 2025, the tasks for 2026, and the independent member's assessment of the Company's Board of Directors' performance (*the Report is attached*).

**Article 6.** Approval of the Report on salaries, remuneration, and allowances of members of the Board of Directors, Supervisory Board, and Company Managers for 2025; proposal for allowances, salaries, and remuneration for 2026.

1. Approval of the Report on the payment of salaries, remuneration, and allowances to the Board of Directors, the Supervisory Board, and the Company's managers:

The General Shareholders' Meeting unanimously approved the Report on salaries, remuneration, and allowances for members of the Board of Directors, Supervisory Board, and Company managers for the year 2025, specifically as follows:

*Unit: Thousand VND*

No.	Position	Number of persons	Remuneration	Allowance	Salary	Note
1	Chairman of the Board of Directors	1	61,680			
2	Members of the Board of Directors	2	105,120			
3	Full-time Board Member	1			208,289	6 months
4	Independent Board Member	1		262,800		
5	Head of the Supervisory Board	1	54,960			
6	Members of Supervisory Board	2	105,120			
7	Director	1			469,844	
8	Deputy Directors	4			1,666,332	
9	Chief Accountant	1			380,440	
	<b>Total</b>		<b>326,880</b>	<b>262,800</b>	<b>2,724,905</b>	

2. Resolution on the level of remuneration, salary, and allowances for 2026:

*Unit: Thousand VND*



No.	Position	Number of persons	Remuneration (1000 VND/year)	Allowance (1000 VND/year)	Salary (1000 VND/year)
1	Chairman of the Board of Directors	1	61,680		
2	Members of the Board of Directors	2	105,120		
3	Full-time Board Member	1			394,200
4	Independent Board Member	1		262,800	
5	Head of the Supervisory Board	1	54,960		
6	Members of Supervisory Board	2	105,120		
7	Director	1			444,600
8	Deputy Directors	4			1,576,800
9	Chief Accountant	1			360,000
	Total		326,880	262,800	2,775,600

### 3. Payment method:

Each month, members of the Board of Directors, Supervisory Board, and Company managers receive an advance payment of 80% of their monthly salary and remuneration; the remaining amount is settled at the end of the year Pursuant to the Company's business performance.

**Article 7.** Approval of the Supervisory Board's Activity Report for 2025, the Directions and Tasks for 2026, and the Financial Statement Audit Report for 2025.

The General Meeting of Shareholders unanimously approved the Supervisory Board's activity report for 2025, the direction and tasks for 2026, and the audit report on the 2025 financial statements (*Reports attached*).

**Article 8.** Approval of the list of Auditing Firms for the 2026 Financial Statements. independent auditing firms to audit the 2026 financial statements , including :

1. PKF-TTG Auditing and Consulting Company Limited;
2. AASC Auditing Firm Co., Ltd.
3. BDO Auditing Company Limited.

The General Meeting authorizes the Company to select one independent auditing firm (from the three firms listed above) in accordance with the law to audit the 2026 financial statements in accordance with current regulations.

**Article 9.** Approval of the Report on Contracts and Transactions between the Company and Related Parties in 2026.

The General Meeting of Shareholders unanimously approved the 2026 transaction contract with related parties within the authority of the General Meeting of Shareholders (*with attached report*) .

**Article 10.** Approval of amendments and additions to certain provisions in the Charter of Organization and Operation of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.

The General Shareholders' Meeting unanimously approved the amendments and additions to the Charter of Organization and Operation of Deo Nai-Coc Sau-TKV Coal Joint

Stock Company, and authorized the Company's Board of Directors to review and issue the Charter ensuring compliance with regulations.

*(A proposal and draft charter are attached).*

**Article 11.** The dismissal of Mr. Nguyen Van Thuan from the Company's Board of Directors is hereby approved by the Company's General Meeting of Shareholders.

**Article 12.** The results of the by-election for the Board of Directors for the term 2024-2029, electing Mr. ...., are hereby approved. Mr. ....'s term on the Board of Directors is effective from the date of election until the end of the 2024-2029 term.

*(The vote counting record is attached).*

**Article 13. Enforcement Clause**

1) The 2026 Annual General Meeting of Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company was conducted fairly and legally. This resolution takes effect immediately after its adoption by the 2026 Annual General Meeting of Shareholders of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.

2) The General Meeting of Shareholders authorizes the Board of Directors of Deo Nai - Coc Sau - TKV Coal Joint Stock Company:

- To be responsible for implementing the tasks approved in this Resolution, ensuring the lawful rights and interests of shareholders, the interests of the Company, and compliance with applicable laws and the Company's Charter.

This Resolution has been adopted in its entirety before the General Meeting and approved by all attending shareholders./.

**Recipient:**

- State Securities Commission of Vietnam, Hanoi Stock Exchange (for reporting);
- Vietnam Securities Depository and Clearing Corporation (e-copy);
- Company shareholders (via Website);
- Members of the Board of Directors and Supervisory Board (e-copy);
- Company Board of Directors (e-copy);
- Party Committee, Trade Union, Youth Union, Veterans Association (e-copy);
- Company Website;
- Saved: Administration, Board of Directors.

**O/B. THE GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRPERSON**

**Nguyen Trong Tot  
CHAIRMAN OF THE BOARD OF DIRECTORS**





DEO NAI - COC SAU - TKV COAL JOINT STOCK COMPANY  
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

## VOTING BALLOT

SHAREHOLDER CODE:

- Full name of shareholder:
- Number of shares owned: #REF! share.
- Number of representative shares: share.
- Total shares: voting shares at the AGM

No.	VOTING CONTENT	Approval	Disapproval	No opinion
1	Approval of the Director's Report on the business performance results for 2025 and the business plan for 2026 of Deo Nai - Coc Sau - TKV Coal Joint Stock Company.			
2	Approval of the audited Financial Statements for 2025			
3	Approval of the Profit Distribution Proposal for 2025.			
4	Approval of the report on the activities of the Independent Board Member in 2025, the direction and tasks for 2026, and the independent member's assessment of the Company's Board of Directors' performance.			
5	Approval of the Board of Directors' Report on the results of operations in 2025 and the direction and tasks for 2026.			
6	Approval of the Independent Board Member's Activity Report for 2025, the direction and tasks for 2026, and the independent member's assessment of the Company's Board of Directors' performance.			
7	Approval of the Report on the payment of remuneration, allowances, and salaries to the Board of Directors, Supervisory Board, and Managers in 2025 and the proposed levels of remuneration, allowances, and salaries for 2026.			
8	Approval of the Supervisory Board's activity report for 2025, the direction and tasks for 2026, and the audit report of the 2025 financial statements.			
9	Approval of the Proposal for selecting an independent auditing firm to audit the Company's financial statements for the year 2026.			
10	Approval of the Report on the Approval of Transaction Contracts between the Company and Related Parties/Shareholders in 2026			
11	Approval of the Proposal to amend and supplement certain provisions in the Company Charter.			
12	Approval of the election results for the company's Board of Directors.			
13	Approval of the Minutes and Resolutions of the Meeting.			

Cam Pha, April 21, 2026

**SHAREHOLDERS**  
(Signature and full name)

*Note: Shareholders authenticate by marking (x) in 01 (one) of 03 (three) corresponding boxes and returning the Voting Ballot to the Organizing Committee immediately after the end of the AGM.*



DEO NAI - COC SAU - TKV COAL JOINT S  
THE 2026 ANNUAL GENERAL MEETING O

**VOTING CARDS**

**SHAREHOLDER CODE:**

**1. Shareholder name:**

**2. Total votes:** **votes**



DEO NAI - COC SAU - TKV COAL JOINT S  
THE 2026 ANNUAL GENERAL MEETING O

**VOTING CARDS**

**SHAREHOLDER CODE:**

**1. Shareholder name:**

**2. Total votes:** **Votes**