

No: 1349 /TB-TMB

Ha Noi, April 28th, 2026

**INFORMATION DISCLOSURE ON THE HANOI STOCK
EXCHANGE ELECTRONIC PORTAL**

Attention: - Hanoi Stock Exchange (HNX)

Name of the company: VINACOMIN - NORTHERN COAL TRADING JOINT STOCK COMPANY

Stock symbol: TMB

Address of head office: No 5, Phan Dinh Giot Street, Phuong Liet Ward, Hanoi

Tel: 024.38642793

Fax: 024.38642792

Person responsible for information disclosure: Hoang Minh Long

Position: Deputy General Director

Type of disclosed information: Periodic x Unscheduled 24h Upon request

Northern Coal Trading Joint Stock Company – Vinacomin hereby discloses information on the results of the 2026 Annual General Meeting of Shareholders (AGM) as follows:

- Time of the Meeting: From 08:30 to 11:30 on April 28, 2026.
- Total voting shares attending the Meeting: 11,542,486 shares, representing 76.95% of the Company's total voting shares.
- Attached documents include:
 - + Resolution of the 2026 Annual General Meeting of Shareholders;
 - + Minutes of the 2026 Annual General Meeting of Shareholders;
 - + List of shareholders attending the 2026 Annual General Meeting of Shareholders;
 - + Reports and submissions presented to the 2026 Annual General Meeting of Shareholders;

The above documents have been published on the Company's website at: <http://thanmienbac.vn> since April 28, 2026.

The Company hereby certifies that the information disclosed above is true and accurate, and takes full responsibility before the law for the contents disclosed.

Recipient:

- As above,
- BOD, BOS.
- CEO, Deputy CEO.
- Website: <http://thanmienbac.vn>
- Archived at Office, Company Secretary

**ON BEHALF OF THE GENERAL DIRECTOR
DEPUTY GENERAL DIRECTOR**



Hoang Minh Long

**MINUTES OF THE ANNUAL GENERAL
MEETING OF SHAREHOLDERS 2026 NORTHERN
COAL TRADING JOINT STOCK COMPANY – VINACOMIN**

Time: 08:30 AM, April 28, 2026

Venue: Company Hall – No. 5 Phan Dinh Giot Street, Phuong Liet Ward,
Hanoi City

I. ATTENDEES

1. Total number of voting shares of the Company: 15,000,000 shares (100%)
Total number of voting shares attending the Meeting: 11,542,486 shares,
representing 76.95% of the total voting shares.

The attendance ratio satisfied the conditions for holding the 2026 Annual
General Meeting of Shareholders in accordance with Clause 1, Article 19 of the
Company's Charter.

(The list of attending shareholders is attached to these Minutes.)

2. Chairing Committee and Secretary:

- Chairman of the Meeting: Mr. Tran Dao – Chairman of the Board of
Directors

- Secretary: Mr. Nguyen Thanh Hung – Company Secretary

II. PROCEEDINGS AND MAIN CONTENTS OF THE MEETING

**The Meeting was conducted in accordance with the prescribed procedures
and covered the following contents:**

1. Approval of the Working Regulations of the Meeting:

The Meeting heard Mr. Tran Dao – Chairman of the Meeting present the
Working Regulations of the Meeting.

The Meeting voted to approve the Working Regulations.

Voting results:

- Approved: 100% of total voting shares attending the Meeting
- Disapproved: 0%
- Other opinions: 0%

2. Approval of the Meeting Agenda:

The Meeting heard Mr. Tran Dao – Chairman of the Meeting present the
Agenda.

The Meeting voted to approve the Agenda.

Voting results:

- Approved: 100% of total voting shares attending the Meeting
- Disapproved: 0%
- Other opinions: 0%

**3. Approval of the CEO's Report on 2025 Business Performance and 2026
Business Plan:**



The Meeting heard Mr. Ngo Quang Trung – Chief Executive Officer present the Report on the Company’s business performance in 2025 and the Business Plan for 2026.

The Meeting unanimously approved the 2025 business performance with the following key indicators:

No.	Indicator	Unit	Plan year 2025	Actual 2025	Actual /Plan (%)
1	Production Volume				
1.1	Imported coal	Tons	6,700,000	4,130,926	62
1.2	Coal sales volume, including:	Tons	15,591,000	13,855,020	89
	- Blended coal delivered to TKV for on-behalf sales to power plants	Tons	12,781,000	11,827,907	
	- Coal redelivered to TKV for on-behalf sales to fertilizer plants and others	Tons	250,000	227,011	
	- Self-operated coal sales	Tons	1,000,000	983,133	
	- Imported coal sold to blending units	Tons	1,560,000	819,969	
2	Total revenue	VND million	42,192,653	30,187,224	72
2.1	Coal sales revenue		42,115,863	30,109,963	
2.2	Entrusted service revenue (large-volume contracts)		70,000	57,244	
2.3	Other business revenue		6,790	20,016	
3	Cost of goods sold	VND million	40,745,476	28,923,358	71
3.1	Coal trading		40,742,886	28,917,715	
3.2	Other business activities		2,590	5,642	
4	Gross profit	VND million	1,447,177	1,263,866	87
4.1	Coal trading		1,372,977	1,205,803	
4.2	Entrusted coal delivery services (large-volume)		70,000	57,244	
4.3	Other business activities		4,200	819	
5	Outsourced transportation and handling expenses	VND million	823,885	691,153	84
5.1	Coal trading		819,885	691,153	
5.2	Other business activities		4,000		
6	Production value for payroll calculation	VND million	623,092	572,713	92
6.1	Coal trading		553,092	514,650	
6.2	Entrusted coal delivery services (large-volume)		70,000	58,063	
7	Total expenses	VND million	1,317,177	1,142,394	87

7.1	Intermediate costs:		1,103,542	932,334	
	Of which: Outsourced transportation and handling (loading/unloading) costs:		823,885	691,153	
7.2	Value added (GDP):		213,665	210,060	
	Depreciation of fixed assets		6,303	7,875	
	Salaries and wages		191,632	175,672	
	Employee payroll fund		188,432	172,949	
	Management payroll fund		3,200	2,723	
	Insurance expenses; remuneration of the Board of Directors and the Supervisory Board		10,700	16,605	
	Taxes (included in cost of production)		5,000	9,909	
8	Profit	VND million	130,000	121,472	93
9	Labor and salary indicators				
9.1	Average number of employees	Persons	617	617	100
9.2	Average monthly salary	VND/person/month	25,882,000	23,727,000	92
10	State budget contributions:		As prescribed	1,502,404	
11	Capital construction investment	VND million	28,989	28,989	100
12	Dividend payout ratio	% of charter capital	≥ 20	≥ 20	100

The General Meeting unanimously approved the Company's 2026 production and business plan, with the following key targets:

No.	Indicator	Unit	Plan year 2026
1	Production Volume		
1.1	Imported coal	Tons	5,500,000
1.2	Coal sales volume, including:	Tons	15,013,000
	- Blended coal delivered to TKV for on-behalf sales to power plants	Tons	12,454,000
	- Coal redelivered to TKV for on-behalf sales to fertilizer plants and others	Tons	268,000
	- Self-operated coal sales	Tons	761,000
	- Imported coal sold to blending units	Tons	1,530,000
2	Total revenue	VND million	33,075,097
2.1	Coal sales revenue		32,998,097
2.2	Entrusted service revenue (large-volume contracts)		70,000
2.3	Other business revenue		7,000
3	Cost of goods sold	VND million	31,581,425

3.1	Coal trading		31,578,625
3.2	Other business activities		2,800
4	Gross profit	VND million	1,493,672
4.1	Coal trading		1,419,472
4.2	Entrusted coal delivery services (large-volume)		70,000
4.3	Other business activities		4,200
5	Outsourced transportation and handling expenses	VND million	805,150
5.1	Coal trading		805,150
No.	Indicator	Unit	Plan year 2026
5.2	Other business activities		0
6	Production value for payroll calculation	VND million	688,522
6.1	Coal trading		614,322
6.2	Entrusted coal delivery services (large-volume)		74,200
7	Total expenses	VND million	1,357,189
7.1	Intermediate costs:		962,254
7.2	Financial expenses		178,771
7.3	Value added (GDP):		216,164
	Depreciation of fixed assets		9,484
	Salaries and wages		179,210
	Employee payroll fund		176,627
	Management payroll fund		2,583
	Insurance expenses; remuneration of the Board of Directors and the Supervisory Board		16,670
	Taxes (included in cost of production)		10,800
8	Profit	VND million	136,483
9	Labor and salary indicators		
9.1	Average number of employees	Persons	586
9.2	Average monthly salary	VND/person/month	25.478.000
10	State budget contributions:		As prescribed
11	Capital construction investment	VND million	12,353
12	Dividend payout ratio	% of charter capital	≥ 10

Voting results:

- In favor: 11,216,586 shares, representing 97.18% of the total voting shares present at the General Meeting.

- Against: 325,900 shares, representing 2,82% of the total voting shares present at the General Meeting.

- Other opinions: 0%

4. Approval of the Audited Financial Statements for 2025; Profit Distribution Plan, Appropriation of Funds, and Dividend Payment Plan for 2025:

The General Meeting heard Mr. Pham Ngoc Bao – Member of the Board of Directors of the Company – present the Company’s audited financial statements for 2025; the profit distribution plan, appropriation of funds, and the dividend payment plan for 2025, specifically:

No	Description	A Mount (VND)
I	Total profit before tax for 2025	121,472,014,165
II	Non-deductible expenses for corporate income tax purposes	81,382,192,335
1	Provisionally disallowed expenses	5,627,324,503
2	Excess financial expenses under Decree No. 68/2020/NĐ-CP	75,754,867,832
III	Taxable income for corporate income tax (CIT) in 2025	202,854,206,500
IV	Corporate income tax (20%)	40,570,841,300
	Retained earnings for 2025	80,901,172,865
	Retained earnings brought forward from 2024	360,047,391,034
V	Total profit after corporate income tax as at end of 2025	440,948,563,899
VI	Profit distribution	
1	Dividend payment to existing shareholders (28,42% of charter capital)	42,630,000,000
	Of which: State-owned shares	28,749,672,000
	Ordinary shares	13,880,328,000
2	Remaining profit of 2025 for further distribution	38,271,172,865
A	Appropriation to Development Investment Fund (30% of profit after tax for 2025)	24,270,351,860
B	Appropriation to Bonus and Welfare Fund (Grade A classification)	14,000,821,005
	- Bonus Fund (50%)	7,000,410,503
	- Welfare Fund (50%)	7,000,410,502
C	Bonus for management executives (1.5 months’ salary = $3,498,873,505 \times 1.5/12$)	-
D	Remaining undistributed profit for 2025	-
E	Retained earnings carried forward to the following year	360,047,391,034

Voting results:

- In favor: 11,168,286 shares, representing 96.76% of the total voting shares present at the General Meeting.

- Against: 374,200 shares, representing 3,24% of the total voting shares present at the General Meeting.

- Other opinions: 0%

5. Approval of the Report on Remuneration, Salaries and Other Benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2025; and the Plan for Remuneration, Salaries and Other Benefits for 2026:

The General Meeting heard Mr. Pham Ngoc Bao – Member of the Board of Directors of the Company – present the report on remuneration, salaries and other benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2025:

The total remuneration paid to part-time members of the Board of Directors, part-time members of the Supervisory Board, the Company Secretary, and allowances for independent members of the Board of Directors for the entire year 2025 amounted to VND 639,840,000, of which 80% (equivalent to VND 511,872,000) has been advanced; the remaining VND 127,968,000 will be paid in 2026 upon approval by the General Meeting of Shareholders, with details as follows:

No.	Position	Number of people	Remuneration, Salary, and Other Benefits for the Board of Directors, Supervisory Board, and Company Secretary
1	Chairman of the Board of Directors (working time 12 months)	01	5,140,000 VND/month x 12 months = 61,680,000 VND
2	Member of the Board of Directors (working time 12 months)	03	4,380,000 VND/month x 12 months x 3 people = 157,680,000 VND
3	Independent Member of the Board of Directors (working time 12 months)	01	21,900,000 VND/month x 12 months = 262,800,000 VND
4	Head of the Supervisory Board (full-time)	01	(Receiving full-time salary in accordance with the guidance under Decision No. 1471/QĐ-TKV dated August 14, 2024, and from the Company's management salary fund.)
5	Member of the Supervisory Board (working time 12 months)	02	4,380,000 VND/month x 12 months x 2 people = 105,120,000 VND
6	Company Secretary (working time 12 months)	01	4,380,000 VND/month x 12 months = 52,560,000 VND

Plan for remuneration, salaries and other benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2026, specifically as follows:

No.	Position	Number of people	Remuneration, Salary, and Other Benefits for the Board of Directors, Supervisory Board, and Company Secretary
1	Chairman of the Board of Directors	01	25,700,000 VND x 20% = 5,140,000 VND/month
2	Member of the Board of Directors	03	21,900,000 VND x 20% = 4,380,000 VND/month
3	Independent Member of the Board of Directors	01	21,900,000 VND/month (Receiving allowance according to the guidance in Decision No. 1803/QĐ-TKV dated 2021-12-28)
4	Head of the Supervisory Board (full-time)	01	(Receiving full-time salary in accordance with the guidance under Decision No. 1471/QĐ-TKV dated August 14, 2024, and from the Company's management salary fund.)
5	BKS Member	02	21,900,000 VND x 20% = 4,380,000 VND/month
6	Company Secretary	01	21,900,000 VND x 20% = 4,380,000 VND/month

Voting results:

- Approved: 100% of total voting shares attending the Meeting
- Disapproved: 0%
- Other opinions: 0%

6. Approval of the Supervisory Board's Report on the appraisal of the implementation results of the 2025 production and business plan; appraisal of the 2025 financial statements; Report on the Supervisory Board's activities in 2025; and the inspection, control and supervision plan for 2026:

The General Meeting heard Ms. Đặng Thi Hai Ha – Head of the Supervisory Board of the Company – present the Supervisory Board's report on the appraisal of the implementation results of the 2025 production and business plan; appraisal of the 2025 financial statements; the report on the Supervisory Board's activities in 2025; and the inspection, control and supervision plan for 2026.

The General Meeting assessed that the report accurately reflected the situation, addressed key issues, and identified certain shortcomings following inspection, control and audit, and requested the Company to take remedial actions.

Voting results:

- In favor: 11,216,586 shares, representing 97.18% of the total voting shares present at the General Meeting.

- Against: 325,900 shares, representing 2.82% of the total voting shares present at the General Meeting.

- Other opinions: 0%

7. Approval of the selection of an auditing firm to audit the Company's 2026 financial statements:

The General Meeting heard Ms. Đàng Thi Hai Ha – Head of the Supervisory Board – present the proposal on the selection of an auditing firm for the audit of the Company's 2026 financial statements.

The Supervisory Board proposed that the General Meeting of Shareholders select PKF-TTG Auditing and Consulting Co., Ltd., an auditing firm included in the list approved by the Ministry of Finance as qualified to provide full-scope audit services for listed companies, to audit the Company's 2026 financial statements.

Voting results:

- In favor: 11,216,586 shares, representing 97.18% of the total voting shares present at the General Meeting.

- Against: 325,900 shares, representing 2.82% of the total voting shares present at the General Meeting.

- Other opinions: 0%

8. Approval of the Report on the performance of the Board of Directors in 2025:

The General Meeting heard Mr. Tran Dao – Chairman of the Board of Directors – present the report on the performance of the Board of Directors and its supervisory activities over the Management Board and managerial staff of the Company in 2025.

The General Meeting acknowledged and highly appreciated the performance of the Board of Directors in 2025. The Board effectively fulfilled its management and supervisory role in accordance with applicable laws, the regulations of Vietnam National Coal – Mineral Industries Holding Corporation Limited (TKV), and the Company's Charter; proactively implemented the objectives and orientations approved by the 2025 Annual General Meeting of Shareholders; managed

production and business activities flexibly in line with actual conditions; ensured stable, synchronized and efficient operations; and promptly addressed arising issues during implementation.

Voting results:

- In favor: 11,216,586 shares, representing 97.18% of the total voting shares present at the General Meeting.

- Against: 325,900 shares, representing 2.82% of the total voting shares present at the General Meeting.

- Other opinions: 0%

9. Approval of contracts and transactions with major shareholders and related persons in accordance with the Law on Enterprises and the Company's Charter:

The General Meeting heard Mr. Tran Dao – Chairman of the Board of Directors – present the proposal on the approval of contracts and transactions with major shareholders and related persons in accordance with the Law on Enterprises and the Company's Charter.

The remaining shareholders (excluding the shareholder representing Vietnam National Coal – Mineral Industries Holding Corporation Limited (TKV)) attending the Annual General Meeting unanimously approved the authorization to the Board of Directors as follows:

Given that the total value of the aforementioned contracts and transactions during implementation may reach or exceed the thresholds stipulated in Article 167 of the Law on Enterprises 2020 and Article 15 of the Company's Charter, falling under the approval authority of the General Meeting of Shareholders, the Board of Directors submits to the General Meeting for approval of the policy for the Company to enter into and implement such contracts and transactions in accordance with applicable laws and the Company's Charter. At the same time, the General Meeting authorizes the Chief Executive Officer to organize the execution and implementation of such contracts and transactions with related organizations and individuals in compliance with applicable laws and the Company's Charter.

Voting results:

- In favor: 100% of the voting shares present at the General Meeting (excluding the shareholder representing Vietnam National Coal – Mineral Industries Holding Corporation Limited (TKV), who did not participate in voting)

- Against: 0%

- Other opinions: 0%

10. Approval of the authorization to the Board of Directors to proactively adjust the 2026 production and business plan and the 2026 investment and construction plan in accordance with TKV’s business coordination plan, in line with actual market developments, business environment and the implementation of investment and construction activities:

The General Meeting heard Mr. Trần Đạo – Chairman of the Board of Directors – present the proposal on authorizing the Board of Directors to proactively adjust the 2026 production and business plan and the 2026 investment and construction plan in accordance with Vietnam National Coal – Mineral Industries Holding Corporation Limited (TKV)’s business coordination plan, ensuring alignment with actual market conditions, business environment and the implementation process of investment and construction activities.

Voting results:

- In favor: 100% of the voting shares present at the General Meeting

- Against: 0%

- Other opinions: 0%

11. Approval of the Proposal on the dismissal of members of the Board of Directors for the 2022–2027 term:

The General Meeting heard Mr. Ngo Quang Trung – Member of the Board of Directors and Chief Executive Officer – present the proposal on the dismissal of members of the Board of Directors for the 2022–2027 term.

After discussion, the General Meeting proceeded to vote on each item as follows:

a) Dismissal of Mr. Nguyen Minh Hai as a member of the Board of Directors

The General Meeting conducted voting by show of voting cards. The results were as follows:

- Number of shares in favor: 11,542,486 representing 100% of the total voting shares present at the General Meeting;

- Number of shares against: 0 representing 0%;

b) Dismissal of Mr. Tran Dao as a member of the Board of Directors

The General Meeting conducted voting by show of voting cards. The results were as follows:

- Number of shares in favor: 11,542,486 representing 100% of the total voting shares present at the General Meeting;

- Number of shares against: 0 representing 0%;

Conclusion:

Based on the above voting results, the General Meeting of Shareholders approved the dismissal of Mr. Nguyễn Minh Hải and Mr. Trần Đạo as members of the Board of Directors for the 2022–2027 term.

12. Approval of the Proposal on the election of additional members of the Board of Directors for the 2022–2027 term; approval of the election regulations, list of candidates and the vote-counting committee; conduct of election and announcement of results:

The General Meeting heard Mr. Ngô Quang Trung – Member of the Board of Directors and Chief Executive Officer – present the proposal on the election of additional members of the Board of Directors for the 2022–2027 term.

The General Meeting also heard Mr. Trần Đạo – Chairman of the Board of Directors – present the election regulations and introduce the list of candidates as follows:

1. Mr. Hoàng Minh Long;

2. Mr. Võ Khắc Nghiêm.

The General Meeting voted by show of voting cards to approve the election regulations, the list of candidates and the vote-counting committee.

Voting results:

- Number of shares in favor: 11,542,846, representing 100% of the total voting shares present at the General Meeting;

- Number of shares against: 0 representing 0%;

- Number of shares with no opinion/abstentions: 0 representing 0%.

Based on the above voting results, the General Meeting approved the election regulations, the list of candidates and the vote-counting committee.

The vote-counting committee then provided instructions on the voting procedures and organized the issuance and collection of ballots for the election of additional members of the Board of Directors using the cumulative voting method, in compliance with regulations.

After completing the vote counting, the Head of the vote-counting committee reported the results to the General Meeting.

Election results:

1. Mr. Vo Khac Nghiem was elected as a member of the Board of Directors for the 2022–2027 term, with 11.545.638 votes, representing 50,01% of the total valid votes;

2. Mr. Hoang Minh Long was elected as a member of the Board of Directors for the 2022–2027 term, with 11.539.334 votes, representing 49,99% of the total valid votes.

Conclusion:

The General Meeting of Shareholders completed the election of 02 (two) additional members of the Board of Directors for the 2022–2027 term in accordance with applicable laws and the Company’s Charter.

13. Opinions of shareholders attending the General Meeting:

Following the presentation of the Reports and Proposals by the Board of Directors, the Supervisory Board, and the Company’s Executive Management, the General Meeting proceeded with an open and democratic discussion session.

Several shareholders attending the Meeting raised comments and exchanged views on the following key matters:

- Requesting the Company to consider an appropriate dividend payout level to better harmonize shareholders’ interests;
- Proposing that the Company study the engagement of an independent audit firm from the Big Four group in order to further enhance transparency and the quality of financial reporting;
- Recommending that the Company continue strengthening cost-reduction measures, organizational restructuring, operational streamlining, and efficiency improvements in production and business activities;

- Requesting further clarification on solutions and measures for implementing the 2026 production and business plan amid ongoing market fluctuations;
- Along with several other opinions relating to corporate governance, management, and the Company's strategic development orientation.

On behalf of the Presidium, Mr. Trần Đạo – Chairman of the Board of Directors, and Mr. Ngô Quang Trung – Member of the Board of Directors and General Director, acknowledged and addressed shareholders' comments as follows:

- Regarding dividend policy: The Company's dividend payment plan has been developed based on balancing business performance, investment and development needs, financial capacity, and the orientation of the major shareholder, thereby ensuring harmony between shareholder interests and the Company's sustainable development strategy;
- Regarding the selection of the auditing firm: The Company always prioritizes selecting independent audit firms with sufficient competence, reputation, and suitability for the Company's operational scale. While engaging a Big Four audit firm offers advantages in terms of brand recognition and international standards, it also entails significantly higher costs; therefore, such selection must be carefully considered based on overall effectiveness and the Company's cost-balancing capability;
- Regarding cost-reduction efforts: Over the recent period, the Company has implemented comprehensive restructuring measures covering organizational structure, human resources, and cost governance; including streamlining operations, optimizing workforce efficiency, and strictly controlling management, operational, and production expenses to improve business performance;
- Regarding the 2026 production and business plan: The Company will continue to proactively and flexibly manage its operations in alignment with TKV's coordinated business plan, closely monitoring market developments and actual business conditions to ensure the fulfillment of production and business targets while preserving and developing capital;
- Regarding other shareholder comments: The Board of Directors and Executive Management have seriously acknowledged and recorded all

additional opinions for further review and continuous improvement in the Company's governance and operational management.

The General Meeting highly appreciated the constructive spirit and responsible contributions of shareholders and concurred with the explanations and responses provided by the Presidium. All shareholder comments were fully recorded for continued implementation and refinement by the Board of Directors and Executive Management during the course of the Company's operations.

14. Approval of the Minutes and Resolution of the General Meeting:

The General Meeting heard Mr. Nguyen Thanh Hung – Secretary of the General Meeting – present the draft Resolution of the General Meeting.

The draft Resolution of the General Meeting of Shareholders of Vinacomin – Northern Coal Trading Joint Stock Company was unanimously approved by all attending shareholders with the following voting results:

Voting results:

- In favor: 11,168,286 shares, representing 96.76% of the total voting shares present at the General Meeting.
- Against: 374,200 shares, representing 3.24% of the total voting shares present at the General Meeting.
- Other opinions: 0%

The General Meeting authorized the Board of Directors to organize the implementation of the Resolution of the General Meeting.

The General Meeting was adjourned at 11:30 a.m. on April 28, 2026.

**SECRETARY OF THE GENERAL
MEETING**



Nguyen Thanh Hung

**CHAIRMAN OF THE GENERAL
MEETING**



Tran Dao



Hanoi, April 28th 2026.

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
VINACOMIN - NORTHERN COAL TRADING JOINT STOCK COMPANY

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
VINACOMIN - NORTHERN COAL TRADING JOINT STOCK COMPANY

Pursuant to the Law on Enterprises 2020 and its guiding documents;

Pursuant to the Law on Securities 2019 and its guiding documents;

Pursuant to the Charter of VINACOMIN - NORTHERN COAL TRADING JOINT STOCK COMPANY;

Pursuant to the Minutes of the Annual General Meeting of Shareholders 2025 of the Company on 2026-04-28;

RESOLVES:

Article 1: Approve the Report of the Chief Executive Officer on the results of production and business activities in 2025 and the production and business plan for 2026, with the main contents as follows:

1.1 Production and business results in 2025:

No.	Indicator	Unit	Plan year 2025	Actual 2025	Actual /Plan (%)
1	Production Volume				
1.1	Imported coal	Tons	6,700,000	4,130,926	62
1.2	Coal sales volume, including:	Tons	15,591,000	13,855,020	89
	- Blended coal delivered to TKV for on-behalf sales to power plants	Tons	12,781,000	11,827,907	
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2.2	Entrusted service revenue (large-volume contracts)		70,000	57,244	

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4.1	Coal trading		1,372,977	1,205,803	
4.2	Entrusted coal delivery services (large-volume)		70,000	57,244	
4.3	Other business activities		4,200	819	
5	Outsourced transportation and handling expenses	VND million	823,885	691,153	84
5.1	Coal trading		819,885	691,153	
5.2	Other business activities		4,000		
6	Production value for payroll calculation	VND million	623,092	572,713	92
6.1	Coal trading		553,092	514,650	
6.2	Entrusted coal delivery services (large-volume)		70,000	58,063	
7	Total expenses	VND million	1,317,177	1,142,394	87
7.1	Intermediate costs:		1,103,542	932,334	
	Of which: Outsourced transportation and handling (loading/unloading) costs:		823,885	691,153	
7.2	Value added (GDP):		213,665	210,060	
	Depreciation of fixed assets		6,303	7,875	
	Salaries and wages		191,632	175,672	
	Employee payroll fund		188,432	172,949	
	Management payroll fund		3,200	2,723	
	Insurance expenses; remuneration of the Board of Directors and the Supervisory Board		10,700	16,605	
	Taxes (included in cost of production)		5,000	9,909	
8	Profit	VND million	130,000	121,472	93
9	Labor and salary indicators				
9.1	Average number of employees	Persons	617	617	100
9.2	Average monthly salary	VND/pers on/month	25,882,000	23,727,000	92
10	State budget contributions:		As prescribed	1,502,404	
11	Capital construction investment	VND million	28,989	28,989	100
12	Dividend payout ratio	% of charter capital	≥ 20	≥ 20	100

1.2. Production and Business Plan for 2026

No.	Indicator	Unit	Plan year 2026
1	Production Volume		
1.1	Imported coal	Tons	5,500,000
1.2	Coal sales volume, including:	Tons	15,013,000
	- Blended coal delivered to TKV for on-behalf sales to power plants	Tons	12,454,000
	- Coal redelivered to TKV for on-behalf sales to fertilizer plants and others	Tons	268,000
	- Self-operated coal sales	Tons	761,000
	- Imported coal sold to blending units	Tons	1,530,000
2	Total revenue	VND million	33,075,097
2.1	Coal sales revenue		32,998,097
2.2	Entrusted service revenue (large-volume contracts)		70,000
2.3	Other business revenue		7,000
3	Cost of goods sold	VND million	31,581,425
3.1	Coal trading		31,578,625
3.2	Other business activities		2,800
4	Gross profit	VND million	1,493,672
4.1	Coal trading		1,419,472
4.2	Entrusted coal delivery services (large-volume)		70,000
4.3	Other business activities		4,200
5	Outsourced transportation and handling expenses	VND million	805,150
5.1	Coal trading		805,150
5.2	Other business activities		0
6	Production value for payroll calculation	VND million	688,522
6.1	Coal trading		614,322
6.2	Entrusted coal delivery services (large-volume)		74,200
7	Total expenses	VND million	1,357,189
7.1	Intermediate costs:		962,254
7.2	Financial expenses		178,771
7.3	Value added (GDP):		216,164
	Depreciation of fixed assets		9,484
	Salaries and wages		179,210
	Employee payroll fund		176,627
	Management payroll fund		2,583
	Insurance expenses; remuneration of the Board of Directors and the Supervisory Board		16,670
	Taxes (included in cost of production)		10,800
8	Profit	VND million	136,483
9	Labor and salary indicators		

9.1	Average number of employees	Persons	586
9.2	Average monthly salary	VND/person/month	25.478.000
10	State budget contributions:		As prescribed
11	Capital construction investment	VND million	12,353
12	Dividend payout ratio	% of charter capital	≥ 10

1.3. Investment and Construction Plan for 2026:

To be implemented in accordance with Official Letter No. 7220/TKV-ĐT dated 15 December 2025 issued by Vietnam National Coal and Mineral Industries Group (TKV) regarding the notification of the 2026 investment plan, with a total assigned investment value for implementation in the year amounting to VND 12.353 billion.

Article 2: Approval of the Audited Financial Statements for 2025; Profit Distribution Plan, Appropriation of Funds, and Dividend Payout Ratio for 2025

2.1. Approval of the Audited Financial Statements for 2025 with the following key figures:

- Total assets: 3.319.947.733.251 VND
- Total equity and liabilities: 3.319.947.733.251 VND

Of which:

- Owner's contributed capital: 150,000,000,000 VND (charter capital)
- Other capital of the owner: 2.794.582.335 VND
- Investment and development fund: 277.364.211.241 VND
- Undistributed after-tax profit: 440.948.563.899 VND

2.2. Approval of the profit distribution plan, appropriation of funds, and dividend payout ratio for 2025, specifically as follows:

No	Description	A Mount (VND)
I	Total profit before tax for 2025	121,472,014,165
II	Non-deductible expenses for corporate income tax purposes	81,382,192,335
1	Provisionally disallowed expenses	5,627,324,503
2	Excess financial expenses under Decree No. 68/2020/NĐ-CP	75,754,867,832
III	Taxable income for corporate income tax (CIT) in 2025	202,854,206,500
IV	Corporate income tax (20%)	40,570,841,300
	Retained earnings for 2025	80,901,172,865
	Retained earnings brought forward from 2024	360,047,391,034
V	Total profit after corporate income tax as at end of 2025	440,948,563,899
VI	Profit distribution	
1	Dividend payment to existing shareholders (28,42% of charter capital)	42,630,000,000
	Of which: State-owned shares	28,749,672,000

	Ordinary shares	13,880,328,000
2	Remaining profit of 2025 for further distribution	38,271,172,865
A	Appropriation to Development Investment Fund (30% of profit after tax for 2025)	24,270,351,860
B	Appropriation to Bonus and Welfare Fund (Grade C classification)	14,000,821,005
	- Bonus Fund (50%)	7,000,410,503
	- Welfare Fund (50%)	7,000,410,502
C	Bonus for management executives (1.5 months' salary = $3,498,873,505 \times 1.5/12$)	-
D	Remaining undistributed profit for 2025	-
E	Retained earnings carried forward to the following year	360,047,391,034

Article 3: Approval of the report on remuneration, salaries and other benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2025; and the plan for remuneration, salaries and other benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2026.

3.1. Approval of remuneration, salaries and other benefits for members of the Board of Directors and the Supervisory Board in 2025:

Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders of Northern Coal Trading Joint Stock Company – Vinacomin dated 28 April 2025, the remuneration, salaries and other benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2025 are as follows:

No.	Position	Number of people	Remuneration, Salary, and Other Benefits for the Board of Directors, Supervisory Board, and Company Secretary
1	Chairman of the Board of Directors (working time 12 months)	01	5,140,000 VND/month x 12 months = 61,680,000 VND
2	Member of the Board of Directors (working time 12 months)	03	4,380,000 VND/month x 12 months x 3 people = 157,680,000 VND
3	Independent Member of the Board of Directors (working time 12 months)	01	21,900,000 VND/month x 12 months = 262,800,000 VND
4	Head of the Supervisory Board (full-time)	01	(Receiving full-time salary in accordance with the guidance under Decision No. 1471/QĐ-TKV dated August 14, 2024, and from the Company's management salary fund.)
5	Member of the Supervisory	02	4,380,000 VND/month x 12 months x 2

	Board (working time 12 months)		people = 105,120,000 VND
6	Company Secretary (working time 12 months)	01	4,380,000 VND/month x 12 months = 52,560,000 VND

Total remuneration for 2025 amounts to: VND 639,840,000.

3.2. Approval of the plan for remuneration, salaries and other benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2026, specifically as follows:

No.	Position	Number of people	Remuneration, Salary, and Other Benefits for the Board of Directors, Supervisory Board, and Company Secretary
1	Chairman of the Board of Directors	01	25,700,000 VND x 20% = 5,140,000 VND/month
2	Member of the Board of Directors	03	21,900,000 VND x 20% = 4,380,000 VND/month
3	Independent Member of the Board of Directors	01	21,900,000 VND/month (Receiving allowance according to the guidance in Decision No. 1803/QĐ-TKV dated 2021-12-28)
4	Head of the Supervisory Board (full-time)	01	(Receiving full-time salary in accordance with the guidance under Decision No. 1471/QĐ-TKV dated August 14, 2024, and from the Company's management salary fund.)
5	BKS Member	02	21,900,000 VND x 20% = 4,380,000 VND/month
6	Company Secretary	01	21,900,000 VND x 20% = 4,380,000 VND/month

The total planned remuneration, salaries and other benefits for the Board of Directors, the Supervisory Board and the Company Secretary in 2026 are estimated at: VND 639,840,000.

Article 4: Approval of the Supervisory Board's appraisal report on the Company's business performance, the audited Financial Statements for 2025; the Supervisory Board's performance report for 2025, and the inspection, control and supervision plan for 2026.

The General Meeting of Shareholders assessed that the reports are accurate, objective and highlight key issues; certain matters identified after the audit require appropriate adjustments.

Article 5: Approval of the selection of the auditing firm to audit the Company's Financial Statements for 2026.

The General Meeting of Shareholders approved the selection of PKF – TTG Auditing and Consulting Company Limited, which is included in the list of audit firms approved by the Ministry of Finance to provide full-scope audit services for listed companies, to audit the Company's Financial Statements for 2026.

Article 6: Approval of the report on the performance of the Board of Directors in 2025.

The General Meeting of Shareholders highly appreciated the performance of the Board of Directors in 2025; the management and administration of the Company complied with applicable laws, regulations of TKV and the Company's Charter, ensuring stability and efficiency in business operations.

The General Meeting of Shareholders unanimously approved the report on the performance of the Board of Directors in 2025.

Article 7: Approval of the dismissal and election of additional Members of the Board of Directors for the 2022 – 2027 term

The General Meeting of Shareholders hereby approves:

1. The dismissal of Mr. Nguyen Minh Hai and Tran Dao from his position as a Member of the Board of Directors for the 2022 – 2027 term, as proposed by the Board of Directors.
2. The election of 02 (two) additional Members of the Board of Directors for the 2022 – 2027 term by cumulative voting, from the list of candidates duly nominated by shareholders/shareholder groups, including: Mr. Hoàng Minh Long and Mr. Võ Khắc Nghiêm.
3. The election results are as follows:
 - Mr Vo Khac Nghiem is elected as a Member of the Board of Directors for the 2022 – 2027 term, with 11,545,638 votes, representing 50,01% of the total valid votes;
 - Mr Hoang Minh Long is elected as a Member of the Board of Directors for the 2022 – 2027 term, with 11,539,334 votes, representing 49,99% of the total valid votes.

Article 8: Approval of contracts and transactions between the Company and related parties, major shareholders and their affiliated persons in 2026.

In order to ensure flexibility and take advantage of business opportunities in the market, the General Meeting of Shareholders approved the contracts and transactions between the Company and related parties, major shareholders and their affiliated persons in 2026.

Article 9: Approval of the authorization for the Board of Directors to proactively adjust the 2026 business and production plan and the 2026 investment and construction plan in accordance with TKV's coordinated business plan, in line with actual market developments, business environment and the implementation of investment and construction activities.

The General Meeting of Shareholders unanimously authorizes the Board of Directors to proactively decide on adjustments to the 2026 production and business plan and the 2026 capital investment plan in accordance with TKV's coordinated business plan, ensuring alignment with actual market developments, the business environment, and the implementation progress of investment and construction activities.

Article 10: Implementation Provisions

- This Resolution was fully approved by the 2026 Annual General Meeting of Shareholders of Northern Coal Trading Joint Stock Company – Vinacomin and takes effect from the date of approval.

- Shareholders, members of the Board of Directors, members of the Supervisory Board, and all departments and affiliated units of the Company are responsible for implementing this Resolution in accordance with their respective functions and duties, in compliance with applicable laws and the Company’s Charter.

Recipients:

- Hanoi Stock Exchange (HNX), Vietnam Securities Depository and Clearing Corporation (VSDC);
- Shareholders (Vietnam National Coal - Mineral Industries Holding Corporation Limited and others);
- Members of the Board of Directors and the Supervisory Board;
- TMB departments; Internal Audit; Legal Department;
- Affiliated units;
- General Affairs Office (for website publication);
- Archived at Administration Office and Company Secretary.

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



Tran Dao



COMPANY
2026 GENERAL MEETING OF
SHAREHOLDERS

Hanoi, April 28, 2026



VOTE COUNTING MINUTES

Election of Additional Members of the Board of Directors for Term IV (2022 - 2027)

We, the Vote Counting Committee, consist of the following members:

Mr. Nguyễn Đức Đoàn – Head of Human Resources and Administration Department – Chairman of the Committee;

Mr. Trịnh Văn Tập – Deputy Head of Finance and Accounting Department – Member of the Committee;

Ms. Lê Minh Anh – Legal Officer – Member of the Committee.

Have conducted the vote counting for the election of additional members of the Board of Directors of Vinacomin - Northern Coal Trading Joint Stock Company for Term IV (2022 - 2027), in accordance with the assigned duties and responsibilities, and unanimously prepare these Minutes as follows:

Total number of shareholders participating in the election: 30 persons;

Total number of shares owned and represented: 11,542,486 shares, equivalent to 76.95% of the total voting shares of the Company;

Total number of voting ballots issued: 30 ballots;

Total number of voting ballots collected: 30 ballots;

Number of invalid ballots: 0 ballot;

Number of valid ballots: 30 ballots, corresponding to 11,542,486 shares.

The voting results and voting percentages (calculated based on the total number of shares held by shareholders participating in the election) for each candidate are as follows:


Mr. Hoàng Minh Long: received 11,539,334 votes, representing 49,99%;


Mr. Võ Khắc Nghiêm: received 11,545,638 votes, representing 50,01%.

The vote counting was conducted from 10:00 a.m. to 10:15 a.m. on 28 April 2026.

These Minutes were made in three (03) originals of equal legal validity, duly signed and confirmed by all members of the Vote Counting Committee, and delivered together with all voting ballots to the Chairperson of the General Meeting of Shareholders for retention.

(Signed by members of the Vote Counting Committee, with full names specified)


Nguyễn Đức Đoàn


Trịnh Văn Tập


Lê Minh Anh