

THAI BINH CEMENT JOINT STOCK COMPANY



**REPORT
MANAGEMENT SITUATION
(Year 2024)**

Thai Binh, January 2025

No: 01/BC-HĐQT

Thai Binh, January 15, 2025

REPORT ON MANAGEMENT STATUS OF THE YEAR 2024

Dear:

- **State Securities Commission**
- **Hanoi Stock Exchange**

- Name of public company: **THAI BINH CEMENT JOINT STOCK COMPANY**
- Head office address: No. 01, Quach Dinh Bao Street, Tien Phong Ward, Thai Binh City, Thai Binh Province.
- Phone: 02273 647 505 Fax: 02273 647 506 Email: info@ximangthaibinh.vn
- Charter capital: 15,102,800,000 VND
- Stock code: **TBX**
- Company management model:
General Meeting of Shareholders, Board of Directors, Board of supervisors and General Director.
- Implementation of internal audit function: Not yet implemented.

I. Activities of the General Meeting of Shareholders

On April 17, 2024, Thai Binh Cement Joint Stock Company held the 2024 Annual General Meeting of Shareholders. The meeting was held with the attendance of 46 shareholders, representing 84.74% of shares with voting rights to attend the shareholders' Meeting. The Shareholders' Meeting was held successfully and ended at 11:30 a.m. on the same day.

S T T	Resolution No	Day	Content
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1	01/NQ-HĐCĐ-TBX	17/4/2024 Annual General Meeting of Shareholders in 2024	1/Approved the report of the Board of Directors and the Board of General Directors. 2/ Approved the audited 2023 Financial report. 3/Approved the 2023 Supervisory Board report 4/Approved the proposal to select an auditing unit for the fiscal year 2024. 5/Approved report on the remuneration payment for the Board of Directors and Supervisory Board in 2023 and the remuneration payment plan for the Board of Directors and Supervisory Board in 2024.
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II. Activities of the Board of Directors (2024)

1. Information about the members of the Board of Directors:

STT	Member of the Board of Directors	Position (<i>independent member of the Board of Directors, non-executive member of the Board of Directors</i>)	Date of starting/no longer being an independent member of the Board of Directors/Board of Directors	
			Date of appointment	Dismissal date
1	Bui Thi Nguyen Hanh	Chairman of the Board of Directors	22/3/2013	
2	Vu Tien Nghia	Member of the Board of Directors	24/12/2015	
3	Pham Van He	Member of the Board of Directors	28/12/2020	
4	Vu Tien Dung	Member of the Board of Directors	18/4/2023	
5	Bui Duc Anh	Member of the Board of Directors	18/4/2023	

2. Meetings of the Board of Directors: From January 1, 2024 to December 31, 2024

STT	Member of the Board of Directors	Number of Board of Directors meetings attended	Meeting attendance rate/	Reason for not attending the meeting
1	Bui Thi Nguyen Hanh	04	100%	
2	Vu Tien Nghia	04	100%	

3	Pham Van He	04	100%	
4	Vu Tien Dung	04	100%	
5	Bui Duc Anh	04	100%	

3. Supervisory activities of the Board of Directors for the Board of General Directors:

The Board of Directors promoted the supervision of activities of the Board of General Directors and all departments and factories in the Company in the implementing responsibilities in accordance with the Resolution of the General Meeting of Shareholders and the Resolution of the Board of Directors in order to ensure the interests of the Company, its shareholders and employees.

Members of the Board of Directors, on behalf of the Board of Directors, attended monthly production meetings to grasp the production and business activities and provide timely guidance.

The Board of Directors directed the activities of the Board of General Directors as follows:

- Directed the implementation of production plans of 2024.
- Directed the preparations for implementations of the 2024 Annual General Meeting of Shareholders.
- Supervised the management of production and business activities of the Executive Board according to the Resolution of the General Meeting of Shareholders.
- Checked the maintenance and application of the Charter, internal regulations and regulations, and direct timely amendments and supplements in accordance with the Law.

4. Activities of subcommittees under the Board of Directors:

Do not have

5. Resolutions of the Board of Directors (year 2024)

STT	Resolution number	Day	Content	Vote-to-pass rate
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1	04	20/3/2024	- Approval of holding the 2024 General Meeting of Shareholders (on April 17, 2024) - Establishment of the Meeting Organizing Committee to prepare important contents related to the Meeting	100%
2	06	10/6/2024	Approving the selection of auditing unit for the fiscal year 2024 (selecting CPA Vietnam Auditing Company Limited).	100%
3	07	30/9/2024	Approving the report on production and business results of the first 9 months of 2024. Plans for production and business in the fourth quarter of 2024	100%
4	08	26/12/2024	Approving the 2024 production and business results report. Approve the production and business plan for 2025	100%

III. Supervisory Board/Audit Committee (year 2024)

1. Information about members of the Supervisory Board

Stt	Member of the Supervisory Board	Position	Date of starting/stopping being a member of the Supervisory Board	Level expertise
1	Nguyen Thi Minh Thanh	Head of the Supervisory Board	18/4/2023	Bachelor of Economics
2	Do Thi Tam	Member of the Supervisory Board	18/4/2023	Bachelor of Economics
3	Nguyen Thi Phuong Lan	Member of the Supervisory Board	09/8/2015	Bachelor of Economics

2. Meeting of the Supervisory Board: 2024

STT	Member of the Supervisory Board	Number of meetings attended	Meeting attendance rate	Voting rate	Reason for not attending the meeting
1	Nguyen Thi Thanh Minh	04	100%	100%	
2	Do Thi Tam	04	100%	100%	
3	Nguyen Thi Phuong Lan	04	100%	100%	

3. Supervisory Board activities for the Board of Directors, Board of General Directors and shareholders:

The Board of Supervisors checked and supervised to ensure that the Company operated in accordance with the Enterprise Law, the Company Charter as well as the Resolution of the General Meeting of Shareholders. The Head of the Supervisory Board attended meetings of the Board of Directors and provided comments within the scope of his responsibilities and powers.

4. Coordination of activities between the Board of supervisors and the activities of the Board of Directors, Board of General Directors and other managers:

The Board of supervisors regularly exchanged information and relevant documents to carry out the tasks of the Supervisory Board. The Supervisory Board provided comments and suggestions to the Board of Directors and the Board of General Directors regarding the Company's operations.

5. Other activities of the Supervisory Board: Do not have.

IV. Executive board

STT	Member Executive board	Date of birth	Level expertise	Date of appointment/dismissal of members of the Executive Board

1	Pham Van He	04/05/1984	Machine manufacturing engineer	26/09/2017
2	Pham Van Tien	02/10/1985	Bachelor of Chemistry	09/06/2018

V. Chief accountant

STT	Full name	Date of birth	Professional qualifications	Date of appointment/ dismissed
1	Nguyen Thi Lan	10/10/1985	Bachelor of Economics	24/04/2018

VI. Training on corporate management

Training courses on corporate management that members of the Board of Directors, members of the Supervisory Board, General Director, other managers and the Company Secretary have participated in according to regulations on governance Company: *Do not have.*

VII. List of related persons of the public company (6-monthly report) and transactions of the Company's related persons with the Company itself:

1. List of related persons of the Company: *(Appendix 01 attached)*
2. Transactions between the Company and related persons of the Company, or between the Company and major shareholders, internal persons, or related persons of internal persons: *Do not have.*
3. Transactions between Company insiders, related persons of insiders and Subsidiaries and Companies controlled by the Company: *Do not have.*
4. Transactions between the Company and other entities: *Do not have.*

VIII. Share transactions of insiders and related persons of insiders (2024)

1. List of internal people and related people of internal people (No transactions)

ST T	Full name	Securities trading account (if any)	Position at the Company	ID card/ Passport number, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Share ownership ratio at the end of the period	Note

2. Transactions of internal persons and related persons with respect to the Company's shares: Do not have

STT	Implementer transaction	Relations with internal shareholders	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increase or decrease (buy, sell, convert, reward...)
			Number of shares	Proportion	Number of shares	Proportion	

IX. Other issues to note: Do not have.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRPERSON**



BUI THI NGUYEN HANH

LIST OF INSIDERS AND RELATED PERSONS OF INSIDERS

Stock code: TBX

Company Name: Thai Binh Cement Joint Stock Company

Order number	Full name	Tài khoản giao dịch (nếu có)	Position at the company	ID Number/Passport	Issue Date	Place of issue	Contact Us	Number of shares owned at the end of the period	Stock ownership ratio at the end of the	Notes
1	Bui Thi Nguyen Hanh		Chairman of the Board of Directors		17/1/2011	CAHN	16/15 - Lane 477 - Kim Ma - Ba Dinh - Hanoi	0	0%	
2	Vu Tien Dung		Board Member	013082124	7/4/2021	CAHN	1706-F4-Urban Area Nam Thang Long - Tay Ho - Hanoi	360.000	23,83%	
3	Pham Van He		Member of the Board of Directors/General Director	037084006475	5/8/2023	Bureau CSQLHC return TTXH	Khe Ha - Yen Dong - Yen Mo - Ninh Binh	0	0%	
4	Vu Tien Nghia		Board Member	B7684107	26/3/2013	Bureau QLXNC	26C5 - Ciputra Urban Area, - Hanoi	350.000	23,17%	
5	Bui Duc Anh		Board Member	001081003000	10/7/2021	Bureau CSQLHC return TTXH	Lane 80 - Lang Pagoda - Dong Da District - Hanoi	0	0%	
6	Nguyen Thi Minh Thanh		Head of the Supervisory Board	012390754	3/11/2005	CAHN	Trung Hoa - Cau Giay - Hanoi	0	0%	
7	Nguyen Thi Phuong Lan		Member of the Supervisory Board	101442009	10/5/2005	CAHN	Armed Police Center of Cong Vi Ward - Ba Dinh District-Hanoi	0	0%	
8	Do Thi Tam		Member of the Supervisory Board	036196006069	6/4/2021	Bureau CSQLHC return TTXH	Vinsmart Tay Mo Nam Tu Liem urban area - Hanoi	0	0%	

9	Pham Van Tien		Deputy General Director	164230447	12/8/2010	CANB	Khanh Van Yen Khanh Ninh Binh	0	0
10	Nguyen Thi Lan		Chief Accountant	034185003574	5/9/2022	Bureau CSQLHC return TTXH	Dong Kinh - Dong Hung -Thai Binh	0	0
11	Nguyen Xuan Nam		Authorized Person CBTT	034065006499	12/8/2021	Bureau CSQLHC return TTXH	Le Hong Phong Ward – Thai Binh City	880	0,006%

ORGANIZATION REPRESENTATIVE



CHỦ TỊCH HĐQT

Bùi Chí Nguyễn Mạnh

Report on the list of state shareholders and major shareholders of Thai Binh Cement Joint Stock Company
2024

IV. List State shareholder, major shareholder of Thai Binh Cement Joint Stock Company

STT	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	ID card number /DKKD	Date of issue of ID card /DKKD	Place of issuance of ID card/ Business registration	Address	Number of shares held	Percentage	Note
1	Vu Tien Dung		Member of the Board of Directors	013082124	02/5/2008	CA Hanoi	Kim Ma - Ba Dinh - Hanoi	360.000	23,83%	
2	Vu Tien Nghia		Member of the Board of Directors	B7684107	26/03/2013	Department of Immigration Management	Kim Ma - Ba Dinh - Hanoi	350.000	23,17%	
3	Treelife Fine Arts Architecture Joint Stock Company		Shareholders	0106323748	01/10/2013	Hanoi Department of Planning and Investment	Nam Thang Long Urban Area, Phu Thuong Ward - Tay Ho District - Hanoi	297.575	19,7%	
4	Thai Binh Cement Trading Joint Stock Company		Shareholders	0105910990	05/7/2012	Hanoi Department of Planning and Investment	Nam Thang Long Urban Area, Phu Thuong Ward - Tay Ho District - Hanoi	101.627	6,73%	

DORGANIZATION REPRESENTATIVE

(Sign, write full-name and stamp)



CHỦ TỊCH H.Đ.Đ.T

Bui Thi Nguyen Thanh