

No. 02/2025 BB- ĐHĐCĐ

Hung Yen, July 21st, 2025

**MINUTE ON
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS IN 2025
OF THAI BINH CEMENT JOINT STOCK COMPANY**

Bases:

- *Law on Enterprises No. 59/2020/QH14 approved on 17/6/2020*
- *Charter of organization and operation of Thai Binh Cement Joint Stock Company.*
- *Resolution of the Board of Directors on convening the Extraordinary General Meeting of Shareholders in 2025.*

At 8:30 a.m. on July 21st, 2025, Thai Binh Cement Joint Stock Company held the 2025 Extraordinary General Meeting of Shareholders at the Company's Headquarters - No. 01, Quach Dinh Bao Street, Thai Binh ward, Hung Yen Province.

With the participation of 38 shareholders representing 1.229.736 shares (*accounting for 81,42% of the total voting shares of the Company*).

I. Part 1: Participants and legality of the Meeting.

1. Mr. Nguyen Xuan Nam - The Head of the Shareholder Eligibility Verification Committee shall announce the verification minute, including the number of shareholders and shareholder representatives present at the General Meeting.
 - The total number of shareholders of the Company is: 152 shareholders with a total number of voting shares: 1,510,280 voting shares.
 - The total number of shareholders invited to attend the general meeting is 152 shareholders, representing 1,510,280 voting shares.
 - Total number of shareholders attending the General Meeting, either in person or by proxy is 38 shareholders, representing 1.229.736 voting shares, accounting for 81,42% of the total voting shares of the Company.
 - Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the 14th National Assembly of the Socialist Republic of Vietnam on June 17th, 2020. The 2025 Extraordinary General Meeting of Shareholders of Thai Binh Cement Joint Stock Company with the above participants is legal and valid.
2. Mr. Nguyen Xuan Nam on behalf of the Organizing Committee of the Meeting:
 - Declare of the Reason
 - Present the working regulations of the Meeting.
 - Present the agenda of the Meeting for approval.

- Introduce the Chairman of the Meeting, the secretary of the Meeting, elect the vote counting committee of the Meeting.

(Pursuant to Section 4, Article 18 of the Charter of Organization and Operation of Thai Binh Cement Joint Stock Company). The Chairman of the Board of Directors is the Chairman of the Extraordinary General Meeting of Shareholders.

- The chairman of the Meeting is:

Mrs: Bui Thi Nguyen Hanh Chairwoman of the Board of Directors.

- Secretariat: Mrs. Nguyen Thi Phuong

- The vote counting committee of the Meeting consists of the following names:

Mr.: Nguyen Xuan Nam Head of Mommittee

Mr.: Pham Van Dong Member

Mr.: Do Xuan Dai Member

The Meeting voted to approve the above contents with a rate of 100%

II. The second part: Main content of the Meeting.

The Meeting considered, discussed and approved the contents of the Meeting, specifically as follows:

1. Approval of the Board of Directors' Proposal on Postponing the deadline of increasing the Company's Charter Capital

The General Meeting listened to the Chairman of the University present a report on the postponement of the deadline and increase of the Company's charter capital with the following main contents:

At the 2025 Annual General Meeting of Shareholders on April 15th, 2025, the Board of Directors of the Company submitted to the General Meeting a plan to increase the charter capital of the Company from VND 15,102,800,000 to VND 30,205,600,000 and it was approved by the Annual General Meeting of Shareholders in 2025 to increase the charter capital to: VND 30,205,600,000 and assigned the Board of Directors to select an issuance consulting organization, choose an appropriate time to implement the issuance plan and carry out the necessary procedures to carry out the additional issuance, ensuring that the plan to issue shares to increase charter capital is successful and brings benefits to the Company and Shareholders.

When the Board of Directors implements the Resolution of the 2025 Annual General Meeting of Shareholders, certain necessary factors have arisen that have not met therequirements for the issuance of shares to increase capital in the third quarter of 2025.

Therefore, the Board of Directors respectfully proposes to the Congress to postpone the issuance of shares to increase the Company's charter capital. The meeting assigned the Board of Directors to choose the appropriate time to develop a plan to issue shares to increase the Company's charter capital, ensuring compliance with current legal regulations ensuring that the plan to issue the successful increase of the Company's charter capital.

The Meeting discussed and voted to approve, the results as follows:

The total number of voting votes is: 1.229.736 shares correspond to 100% of the voting votes.

The total number of valid votes is 1.229.736 shares reached 100% of the voting votes.

The total number of invalid votes is 0 shares, equal to 0% of the voting votes.

The total number of votes in favor is: 1.229.736 shares reached 100% of the total number of voting votes.

The total number of votes against is 0 shares, equal to 0% of the total number of votes with voting rights.

The total number of votes without other opinions is 0 shares, equal to 0% of the total number of votes with voting rights.

2. Proposal for approval of amendments to the Company's charter.

The General Meeting listened to the Chairman of the General Meeting presenting the contents that need to be amended and supplemented to the Company's Charter in accordance with the provisions of the Law on Enterprises, the Law on Securities, and the provisions of current laws, some main contents as follows:

To amend and supplement the following articles: Article 1, Article 3, Article 4, Article 7, Article 9, Article 11, Article 12, Article 13, Article 14, Article 16, Article 17, Article 19, Article 20, Article 21, Article 22, Article 24, Article 25, Article 26, Article 27, Article 28, Article 29, Article 30, Article 31, Article 32, Article 33, Article 34, Article 35, Article 36, Article 37, Article 38, Article 39, Article 40, Article 41, Article 42, Article 43, Article 45, Article 46, Article 47, Article 48, Article 55, Article 56, Article 57, Article 58, Article 60.

The Meeting discussed and voted to approve, the results as follows:

The total number of voting votes is: 1.229.736 shares correspond to 100% of the voting votes.

The total number of valid votes is 1.229.736 shares reached 100% of the voting votes.

The total number of invalid votes is 0 shares, equal to 0% of the voting votes.

The total number of votes in favor is: 1.229.736 shares reached 100% of the total number of voting votes.

The total number of votes against is 0 shares, equal to 0% of the total number of votes with voting rights.

The total number of votes without other opinions is 0 shares, equal to 0% of the total number of votes with voting rights.

3. Approval of Proposal for the contract for lease of factory and operation of machinery and equipment

* The Meeting listened to the Chairman of the General Meeting presenting the Proposal for the contract for lease of the factory and operation of machinery and equipment with the following contents:

Since September 2019, the 2019 General Meeting of Shareholders approved the following plan: 'Change the production model by collaborating with a strategic partner to exploit and operate machinery and equipment for manufacturing, ensuring employment for workers, shareholder benefits, and maintaining the Company's brand.' The Company has entered into a contract to lease the factory premises and operate machinery and equipment from 2020 to 2024

In 2025, the Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval the Proposal on continuing to rent factory premises and the operation of machinery and equipment, to ensure the employment of workers and the Company's interests.

The Meeting discussed and voted to approve, the results as follows:

The total number of voting votes is: 1.229.736 shares correspond to 100% of the voting votes.

The total number of valid votes is 1.229.736 shares reached 100% of the voting votes.

The total number of invalid votes is 0 shares, equal to 0% of the voting votes.

The total number of votes in favor is: 1.229.736 shares reached 100% of the total number of voting votes.

The total number of votes against is 0 shares, equal to 0% of the total number of votes with voting rights.

The total number of votes without other opinions is 0 shares, equal to 0% of the total number of votes with voting rights.

4. Proposal for approval of the Regulation on Corporate governance, the Regulation on operation of the Board of Directors, the Regulation on operation of the Board of Controllers

* The Meeting listened to the Chairman of the General Meeting submitting the above regulations. The Congress discussed and voted to approve the results as follows:

The total number of voting votes is: 1.229.736 shares correspond to 100% of the voting votes.

The total number of valid votes is 1.229.736 shares reached 100% of the voting votes.

The total number of invalid votes is 0 shares, equal to 0% of the voting votes.

The total number of votes in favor is: 1.229.736 shares reached 100% of the total number of voting votes.

The total number of votes against is 0 shares, equal to 0% of the total number of votes with voting rights.

The total number of votes without other opinions is 0 shares, equal to 0% of the total number of votes with voting rights.

5. Proposal for approval the adjustment of the investment policy of the ultra-white quartz production project at Tien Hai Branch

The meeting listened to the Chairman submitting to the Meeting the adjustment of the investment policy of the ultra-white quartz production project at Tien Hai branch with the following specific contents:

* Adjustment of project objectives:

STT	Goal activity	Major Name Write the name of the level 4 major according to VSIC)	Industry code according to VSIC (Level 4 industry code)	CPC industry code (*)
1	Ultra White Quartz Production	Production of products from other non-metallic minerals that have not been classified anywhere	2399	
2	White Clinker Production	Production of Clinker and Gypsum	2394	

* Adjustment of project scale:

- Expected construction architectural scale: Main works (03 finished product warehouses; 01 input material warehouse; 01 rotary kiln cover; 01 drying oven cover) and ancillary works (hazardous waste collection warehouses, toilets, security guards, water tanks, etc ...)

* Adjustment of project implementation schedule:

Progress of basic construction and commissioning of the works

- Completion of construction permit and environmental approval procedures by 4th Quarter of 2025.
- Complete construction of facilities and installation of machinery and equipment from 1st Quarter of 2026 to the end of 2nd Quarter of 2026
- Commission the entire project into official production operation from the third quarter of 2026.

Approved to Mr. Phạm Văn Hệ – the Company’s legal representative – to be entrusted with the responsibility to direct relevant departments to coordinate with the competent authorities of Province to complete subsequent procedures related to the adjustment of the investment policy for the super-white QUARTZ production project, located at Tien Hai Industrial Zone, Dong Chau Commune, Hung Yen Province.

The Meeting discussed and voted to approve, the results as follows:

The total number of voting votes is: 1.229.736 shares correspond to 100% of the voting votes.

The total number of valid votes is 1.229.736 shares reached 100% of the voting votes.

The total number of invalid votes is 0 shares, equal to 0% of the voting votes.

The total number of votes in favor is: 1.229.736 shares reached 100% of the total number of voting votes.

The total number of votes against is 0 shares, equal to 0% of the total number of votes with voting rights.

The total number of votes without other opinions is 0 shares, equal to 0% of the total number of votes with voting rights.

6. To approve the Minutes and Resolution of the Extraordinary General Meeting of Shareholders in 2025 of Thai Binh Cement Joint Stock Company.

The General Meeting listened to Ms. Nguyen Thi Phuong - Secretary of the General Meeting reading the Minute and Resolution of the Extraordinary General Meeting of Shareholders in 2025.

The General Meeting voted to approve the Minutes and Resolution of the 2025 General Meeting of Shareholders of Thai Binh Cement Joint Stock Company, the results as follows:

The total number of voting votes is: 1.229.736 shares correspond to 100% of the voting votes.

The total number of valid votes is 1.229.736 shares reached 100% of the voting votes.

The total number of invalid votes is 0 shares, equal to 0% of the voting votes.

The total number of votes in favor is: 1.229.736 shares reached 100% of the total number of voting votes.

The total number of votes against is 0 shares, equal to 0% of the total number of votes with voting rights.

The total number of votes without other opinions is 0 shares, equal to 0% of the total number of votes with voting rights.

The Minutes of the general meeting were made at 11:30 a.m. on July 21st, 2025 and were approved by all shareholders at the 2025 Extraordinary General Meeting of Shareholders.

MEETING SECRETARY



Nguyen Thi Phuong

ON BEHALF OF PRESIDUM OF THE

MEETING

CÔNG TY
CƠ PHÂN
XI MĂNG
THÁI BÌNH
T.P. THÁI BÌNH - T. THÁI BÌNH

Bui Thi Nguyen Hanh

RESOLUTION
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS IN
2025
THAI BINH CEMENT JOINT STOCK COMPANY

Bases:

- *Law on Enterprises No. 59/2020/QH14 approved on 17/6/2020*
- *Securities Law;*
- *Charter of organization and operation of Thai Binh Cement Joint Stock Company.*
- *Minutes of the General Meeting of Shareholders No. 02/2025 BB-ĐHĐCĐ dated 21/7/2025*

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
RESOLUTION

Article 1:The Extraordinary General Meeting of Shareholders in 2025 Thai Binh Cement Joint Stock Company unanimously approves the following reports and proposals:

1. To approve the report on the postponement of the time limit of increasing of the company's charter capital.
Voting rate in favor of 100% (*With attached report*)
2. To approve the report on the amendment and supplementation of the company's charter in accordance with the current law.
Voting rate in favor of 100% (*With attached report*)
3. To approve the report on the contract for lease of the factory and operation of machinery and equipment.
Voting rate in favor of 100% (*With attached report*)
- 4- To approve the Report on the adjustment of the investment policy of the ultra-white quartz project in Tien Hai
Voting rate in favor of 100% (*With attached report*)
- 5- To approve the Company's governance regulations, the operation regulations of the Board of Directors, and the operation regulations of the Supervisory Board.
100% upvote rate (*Attached report*)



Article 2: The Extraordinary General Meeting of Shareholders in 2025 assigns the Board of Directors and the Executive Board to organize the implementation of the above contents in accordance with the provisions of law and the Company's Charter.

Article 3: The Resolution takes effect from July 21, 2025. The Board of Directors, the Executive Board and the Company's departments shall be responsible for the implementation of this Resolution.

Recipient:

- The State Securities Commission (for reporting)
- Hanoi Stock Exchange (for reporting)
- Member of the Board of Directors
- Executive Board
- Board of Controllers
- Stored by Board of Directors

**ON BEHALF OF GENERAL
MEETING OF SHAREHOLDERS
THE CHAIRWOMAN**



Bùi Thị Nguyễn Hạnh

