

REPORT ON COMPANY GOVERNANCE SITUATION

(First 6 months of 2025)

To:

- State Securities Commission
- Hanoi Stock Exchange
- **Public Company Name:** THAI BINH CEMENT JOINT STOCK COMPANY
- **Head Office Address:** No. 01, Quach Dinh Bao Street, Thai Binh Ward, Hung Yen Province.
- **Phone:** 02273 647 505 Fax: 02273 647 506 Email: info@ximangthaibinh.vn
- **Charter Capital:** 15,102,800,000 VND
- **Stock Code:** TBX
- **Company Governance Model:** General Meeting of Shareholders, Board of Directors, Supervisory Board, and General Director.
- **Implementation of Internal Audit Function:** Not yet implemented.

I. Activities of the General Meeting of Shareholders

On April 15, 2025, Thai Binh Cement Joint Stock Company held its Annual General Meeting of Shareholders 2025. The meeting was attended by 55 shareholders, representing 1,347,260 shares, accounting for 90.99% of the voting shares. The meeting was successfully concluded at 11:30 AM on the same day.

No.	Resolution Number	Date	Content
1	01/NQ-DHĐCĐ-TBX	15/4/2025	<p>Annual General Meeting of Shareholders 2025</p> <p>1/ Approval of the reports of the Board of Directors and the General Director.</p> <p>2/ Approval of the audited Financial Report for 2024.</p> <p>3/ Approval of the Supervisory Board's report for 2024.</p> <p>4/ Approval of the proposal to select an audit firm for the 2025 fiscal year.</p> <p>5/ Approval of the report on remuneration for the Board of Directors, Supervisory Board in 2024 and the remuneration plan for the Board of Directors, Supervisory Board in 2025.</p> <p>6/ Approval of authorizing the Board of Directors to actively find and select a new location to relocate the Factory in accordance with the Provincial Decision.</p> <p>7/ Approval of the proposal on issuing shares and increasing charter capital.</p>

II. Activities of the Board of Directors (6-month Report)**1. Information about Board of Directors members:**

No.	Board Member	Position (Independent Board Member, Non-Executive Board Member)	Date Appointed	Date Dismissed
1	Bui Thi Nguyen Hanh	Chairwoman of the Board	22/3/2013	
2	Vu Tien Nghia	Board Member	24/12/2015	
3	Pham Van He	Board Member	28/12/2020	
4	Vu Tien Dung	Board Member	18/4/2023	
5	Bui Duc Anh	Board Member	18/4/2023	

2. Board of Directors meetings: From 01/01/2025 to 30/6/2025

No.	Board Member	Number of Board Meetings Attended	Meeting Attendance Rate	Reason for Non-Attendance
1	Bui Thi Nguyen Hanh	03	100%	
2	Vu Tien Nghia	03	100%	
3	Pham Van He	03	100%	
4	Vu Tien Dung	03	100%	
5	Bui Duc Anh	03	100%	

3. Supervisory activities of the Board of Directors over the General Director:

The Board of Directors strengthened its supervision of the activities of the General Director and the departments, production workshops within the unit, ensuring implementation in accordance with the Resolutions of the General Meeting of Shareholders and the Resolutions of the Board of Directors, safeguarding the interests of the Company, shareholders, and employees.

Board members, on behalf of the Board of Directors, attended monthly production review meetings to receive reports on business production activities and provide timely directives.

Directed the activities of the General Director as follows:

- Directed the implementation of the 2025 production plan.
- Directed the preparation for the organization of the 2025 Annual General Meeting of Shareholders.
- Supervised the operation of the business production activities of the Executive Board in accordance with the General Meeting of Shareholders' Resolution.
- Checked the maintenance and application of the Charter, internal regulations, and policies, and directed timely amendments and supplements in accordance with the Law.

4. Activities of sub-committees under the Board of Directors: None

5. Resolutions of the Board of Directors (6-month Report)

No.	Resolution Number	Date	Content	Approval Rate
1	09	11/3/2025	- Approved the convening of the Annual General Meeting of Shareholders 2025 (on April 15, 2025). - Established the Meeting Organizing Committee and prepared important contents related to the Meeting.	100%
2	10	26/5/2025	- Approved the convening of the Extraordinary General Meeting of Shareholders 2025 (on July 21, 2025). - Established the Meeting Organizing Committee and prepared important contents related to the Extraordinary Meeting.	100%
3	11	19/6/2025	- Approved the selection of an audit firm for the 2025 fiscal year (selecting CPA Vietnam Auditing Co., Ltd.).	100%

III. Supervisory Board / Audit Committee (6-month Report)

1. Information about Supervisory Board members

No.	Supervisory Board Member	Position	Start/End Date as Supervisory Board Member	Professional Qualification
1	Nguyen Thi Minh Thanh	Head of Supervisory Board	18/4/2023	Bachelor of Economics
2	Do Thi Tam	Supervisory Board Member	18/4/2023	Bachelor of Economics
3	Nguyen Thi Phuong Lan	Supervisory Board Member	09/8/2015	Bachelor of Economics

2. Supervisory Board meetings: From 01/01/2025 to 30/6/2025

No.	Supervisory Board Member	Number of Meetings Attended	Meeting Attendance Rate	Voting Rate	Reason for Non-Attendance
1	Nguyen Thi Minh Thanh	02	100%	100%	
2	Do Thi Tam	02	100%	100%	
3	Nguyen Thi Phuong Lan	02	100%	100%	

3. Supervisory activities of the Supervisory Board over the Board of Directors, Executive Board, and shareholders:

Checked and supervised to ensure the Company operates in accordance with the Enterprise Law, Company Charter, and Resolutions of the General Meeting of Shareholders. The Head of the Supervisory Board attended Board of Directors meetings, providing comments within their responsibilities and authority.

2. Transactions between the Company and its related persons, or between the Company and major shareholders, insiders, related persons of insiders: None.

3. Transactions between the Company's insiders, related persons of insiders, and subsidiaries, companies controlled by the Company: None.

4. Transactions between the Company and other parties: None.

VIII. Share Transactions of Insiders and Related Persons of Insiders (6-month Report)

1. List of Insiders and Related Persons of Insiders. (Appendix attached)

2. Transactions of Insiders and Related Persons with the Company's shares: Yes

No.	Transacting Party	Relationship with Insider	Shares Held at Beginning of Period	Shares Held at End of Period	Reason for Increase/Decrease (buy, sell, convert, bonus...)
			Number of Shares	Ratio	Number of Shares
1	Vu Tien Nghia	Board Member	350,000	23.17%	0
2	Bui Thi Nguyen Hanh	Chairwoman of the Board	0	0	350,000

IX. Other matters to note: None.

ON BEHALF OF THE BOARD OF
DIRECTORS CHAIRMAN



BUI THI NGUYEN HANH