

VIETNAM NATIONAL COAL AND MINERAL INDUSTRIES HOLDING CORPORATION LIMITED  
VINACOMIN – VIET BAC MINING INDUSTRY HOLDING CORPORATION



**DOCUMENT OF THE 2025 EXTRAORDINARY  
GENERAL MEETING OF SHAREHOLDERS  
VINACOMIN – VIET BAC MINING INDUSTRY  
HOLDING CORPORATION**

1. Regulation on the organization of the General Meeting;
2. Report on the amendment and supplementation of the Parent company's Charter.
3. Draft Resolution of the 2025 Extraordinary General Meeting of Shareholders.

YEAR 2025

**AGENDA FOR THE 2025 EXTRAORDINARY GENERAL MEETING OF  
SHAREHOLDERS  
VINACOMIN – VIET BAC MINING INDUSTRY HOLDING CORPORATION**

*Time: October 15, 2025*

No.	Time	Content	Implementor
1	7:30 a.m. – 8:00 a.m.	Welcoming delegates and shareholders. Shareholders register attendance at the general meeting with The Shareholder's Eligibility Verification Committee and receive voting cards.	The Shareholder's Eligibility Verification Committee
2	8:00 a.m. – 8:30 a.m.	- Salute the flag, declare the reason and introduce the delegates	Ms. Nguyen Hong Hanh
		- Introduce the Chairperson to preside over the General Meeting.	Ms. Nguyen Hong Hanh
		- The Shareholder's Eligibility Verification Report.	Mr. Nguyen Van Tao
		- The Chairperson of the General Meeting appoints the Secretariat of the General Meeting and assigns members of the Organizing Committee to jointly administer the General Meeting.	Mr. Le Quang Binh
		1) Approval of the Meeting Agenda.	Mr. Le Quang Binh
3	8:30 a.m. – 9:00 a.m.	2) Approval of the Working Regulations of the 2025 Extraordinary General Meeting of Shareholders.	Mr. Vu Minh Tan
		3) Report on amendments and supplements to the Charter on organization and operation of the Parent Company.	Mr. Trinh Hong Ngan
4	9:00 a.m. – 9:30 a.m.	4) Consideration of the resignation of the Independent Member of the Board of Directors of the Parent Company.	Mr. Trinh Hong Ngan
		Presentation of the draft Minutes and Resolution of the General Meeting; voting for approval.	Secretariat of the Meeting
	9:30 a.m.	Closing of the General Meeting.	Mr. Le Quang Binh

*\* Note: Shareholders shall discuss and vote to approve each item of the General Meeting.*

ORGANIZING COMMITTEE  
OF THE GENERAL MEETING



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
VINACOMIN – VIET BAC MINING  
INDUSTRY HOLDING  
CORPORATION

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

Hanoi, date 23 month 9 2025

No. 01/2025/QC-ĐHDCĐBT

## **REGULATION ON THE ORGANIZATION OF THE 2025 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

*Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the 14<sup>th</sup> National Assembly of the Socialist Republic of Vietnam, on June 17, 2020;*

*Pursuant to the Charter of organization and operation of VINACOMIN – Viet Bac Mining Industry Holding Corporation (amendment) issued under Decision No. 104/QĐ-HDQT dated April 26, 2024, by the Board of Directors of the Parent company.*

In order to ensure that the 2025 Extraordinary General Meeting of Shareholders is conducted in accordance with regulations successfully, the Board of Directors of the Parent company has established the Regulation on Organization and Voting Rules of the General Meeting as follows:

### **CHAPTER I GENERAL PROVISIONS**

#### **Article 1. Working Principles of the General Meeting:**

1. Ensure the principles of transparency, fairness, and democracy.
2. Prioritizing the benefit of the shareholders of VINACOMIN – Viet Bac Mining Industry Holding Corporation

#### **Article 2. Conditions for attending the General Meeting:**

Shareholders of VINACOMIN – Viet Bac Mining Industry Holding named in the List of shareholders eligible to attend the 2025 Extraordinary General Meeting of Shareholders of VINACOMIN – Viet Bac Mining Industry Holding Corporation finalized by the Vietnam Securities Depository, are entitled to directly attend or authorize their representatives to attend and vote at the General Meeting.

#### **Article 3. Conditions for conducting the General Meeting:**

1. The Meeting is conducted when the number of shareholders attending represents more than 50% of the total voting shares of VINACOMIN – Viet Bac Mining Industry Holding Corporation.



2. In case the first General Meeting is convened without the required number of delegates, the subsequent meetings shall be conducted in accordance with Sections 2 and 3, Article 19 of the Charter on the organization and operation of the Parent Company, as follows:
  - If the first General Meeting of Shareholders does not reach the required number of delegates within thirty (30) minutes from the scheduled opening time, the convener shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the originally scheduled date of the first meeting. The reconvened General Meeting can only proceed if shareholders and authorized representatives attending the meeting represent at least 33% of the total voting shares.
  - If the second General Meeting of Shareholders cannot be held due to the lack of required delegates within thirty (30) minutes from the scheduled opening time, the third General Meeting may be convened within twenty (20) days from the intended date of the second meeting. In this case, the meeting shall be conducted regardless of the number of attending shareholders or authorized representatives and shall be considered valid, with the authority to decide on all issues that were expected to be approved at the first General Meeting.

**Article 4. Orders of the General Meeting:**

1. All shareholders attending the General Meeting must be smartly dressed.
2. Shareholders must sit in the designated areas assigned by the Organizing Committee.
3. Personal work and mobile phone use are not allowed during the General Meeting. The General Meeting will proceed continuously without a break.

**Article 5. Rights of shareholders when attending the General Meeting:**

1. To vote on all issues of the General Meeting according to the Charter of VINACOMIN – Viet Bac Mining Industry Holding Corporation and the provisions of law.
2. Shareholders conduct their voting rights directly or through an authorized representative. Each common share carries one voting right.
3. Shareholders who are unable to attend the 2025 Extraordinary General Meeting of Shareholders may delegate to any organization or individual to attend on their behalf (using the power of attorney in the prescribed form). The power of attorney must be sent to the Organizing Committee **at least one (01) day before** the General Meeting.
4. The Organizing Committee will send the Notice of Invitation for the 2025 Extraordinary General Meeting of Shareholders of the Parent company to all attending shareholders.
5. Shareholders attending the General Meeting must bring the Invitation Letter and identification documents such as the ID card or Passport to present to the Shareholder Eligibility Verification Committee. Upon verification, they will receive a Voting Card specifying the Shareholder's full name, Shareholder Code, and the number of shares represented by the shareholders. Each share



with voting rights corresponds to one vote (e.g., if a shareholder's Voting Card states 300,000 shares, they have 300,000 votes).

6. Shareholders shall **conduct discussion and voting on each agenda item** of the General Meeting by raising their Voting Cards. For each Voting content the Chairperson must ask for shareholders' opinions three times:
  - Approver.
  - Disapprover.
  - Abstain.
7. Shareholders to attend the meeting after the General Meeting has opened are still registered and have the right to vote immediately after registration, but do not have the right to participate and vote on the contents previously approved by the General Meeting when the shareholder is not present (the validity of the votes that have been conducted will not be affected).

**Article 6. Obligations of shareholders when attending the General Meeting:**

1. To comply with the provisions of this Regulation.
2. To respect the executive power of the Chairman of the General Assembly and respect the voting results of the validly conducted General Meeting.
3. To bear their own travel and accommodation expenses to attend the Congress.

**Article 7. Rights and Obligations of Shareholder Eligibility Verification Committee:**

1. The Shareholder Eligibility Verification Committee was established by the Board of Directors of Parent Company, and has the following obligations:
  - Prepare the list of shareholders attending the General Meeting and post it at the Meeting's place.
  - Collect and check the Power of Attorney to attend the General Meeting.
  - Check that the shareholders attending are complete and accurate.
  - Prepare a Report on the verification of the eligibility of Shareholders to be presented at the General Meeting.
  - Distribute Voting Cards to shareholders attending the Meeting.
2. The Shareholder Eligibility Verification Committee has the obligation to be faithful and cautious when conducting its duties and must be responsible for the results of its work.

**Article 8. Rights and obligations of the Chairperson and the Secretariat of the General Meeting:**

1. The Chairperson of the Meeting:
  - According to the Charter on the Organization and Operation of the Parent Company, the Chairperson of the General Meeting is the Chairman of the Board of Directors of VINACOMIN – Viet Bac Mining Industry Holding Corporation.
  - Rights and obligations of the Chairperson of the General Meeting:
    - a) Direct the General Meeting to carry out the agenda in a valid and orderly manner.



- b) Decide on issues of order, procedures of the General Meeting or events arising outside the agenda of the General Meeting.
- c) At any time, the Chairperson has the right to postpone the General Meeting that has had the necessary number of delegates to another time and at a place decided by the Chairperson without consulting the opinion of the General Meeting, if it is found that:
  - + The behavior of those present obstructs or is likely to obstruct the orderly conduct of the General Meeting.
  - + The delay is necessary so that the work of the General Meeting can be conducted validly.
- 2. The General Meeting Secretariat is appointed or nominated by the Chairperson and approved by the General Meeting. The Secretariat performs supporting tasks assigned by the Chairperson, truthfully and accurately reflecting the General Meeting's content in the Minutes and Resolutions of the General Meeting.

## **CHAPTER II**

### **ORDERS AND CONTENTS OF THE GENERAL MEETING**

#### **Article 9. Orders for conducting the General Meeting:**

The General Meeting shall proceed in the following order and include the following contents:

- 1. Flag salute, statement of purpose, and introduction of delegates.
- 2. Report on the verification of shareholder eligibility.
- 3. Introduction of the Chairperson of the General Meeting and approval of the List of the General Meeting Secretariat.
- 4. Approval of the agenda of the General Meeting.
- 5. The Chairperson presides over the General Meeting and conducts voting on the Meeting's contents.
- 6. Approval of the Meeting Resolution and closing of the General Meeting.

#### **Article 10. Minutes of the General Meeting of Shareholders:**

All contents at the 2025 Extraordinary General Meeting of Shareholders must be recorded in the Minutes of the General Meeting by the General Meeting Secretariat. Minutes of the General Meeting are read and approved before closing the meeting and are archived at the Parent Company.

#### **Article 11. Effectiveness:**

This Regulation will take effect upon the implementation of all Shareholders attending the General Meeting and the Organizing Committee upon the time of the General Meeting's approval.

***Recipients:***

- All shareholders;
- Member of the Board of Directors and the Supervisory Board (e-copy);
- General Director, Finance & Human Resources Department (e-copy);
- Posted on the website (e-copy);
- Archived at: Office, Board of Directors. (H.02)

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

**Le Quang Binh**



VIETNAM NATIONAL COAL AND  
MINERAL INDUSTRIES HOLDING  
CORPORATION LIMITED  
VINACOMIN - VIET BAC MINING  
INDUSTRY HOLDING CORPORATION

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

No.: **268** /TTr – HĐQT

Hanoi, date **22** month **9** year 2025

**PROPOSAL**  
**Regarding the amendment and supplementation of the Charter of the Parent  
company**

**Attention: The 2025 Extraordinary General Meeting of Shareholders**

Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the 14th National Assembly of the Socialist Republic of Vietnam, on June 17, 2020;

Pursuant to Decision No. 104/QĐ-HĐQT dated April 26, 2024 of the Board of Directors of VINACOMIN - Viet Bac Mining Industry Holding Corporation on the promulgation of the Charter on Organization and Operation (amendment) of VINACOMIN - Viet Bac Mining Industry Holding Corporation;

VINACOMIN - Viet Bac Mining Industry Holding Corporation has been assigned by Vietnam National Coal And Mineral Industries Holding Corporation Limited as the focal unit responsible for managing the exploitation, utilization, and business of waste rock and soil during and after the mining and after the processing of coal, minerals of VINACOMIN in accordance with the Planning of areas for the exploitation and business of waste rock and soil at the waste dumps under VINACOMIN - Viet Bac Mining Industry Holding Corporation until 2030 and with projections after 2030, issued together with Decision No. 22/QĐ-TKV dated January 08, 2025.

In order to conduct business of waste rock and soil during and after the mining and processing of coal at the mines under VINACOMIN - Viet Bac Mining Industry Holding Corporation, the Board of Directors of the Corporation requests the Extraordinary General Meeting of Shareholders in 2025 to consider and approve authorization for the Board of Directors of the Corporation, after obtaining opinions from Vietnam National Coal And Mineral Industries Holding Corporation Limited, to:

1. Amend and supplement the Charter of the Corporation, specifically: Adding Clause 2, Article 4 “Business lines of the Parent company” in the Charter on Organization and Operation of VINACOMIN - Viet Bac Mining Industry Holding Corporation, issued under Decision No. 104/QĐ-HĐQT dated April 26, 2024 of the Board of Directors of the Parent company, as follows:

No.	Name of business line (already licensed for the Parent company)	Business code	Proposed content for supplementation
1	Mining of stone, sand, gravel, clay	0810	- Extraction of soil, rock, stone, sand, gravel, clay from waste rock and soil dumps generated during mining activities.
2	Wholesale of other construction materials and installation equipment	4663	- Wholesale of soil, rock, stone, sand, gravel, clay extracted and/or produced from waste rock and soil dumps generated during mining activities.

2. Carry out the necessary procedures in accordance with regulations to supplement the Parent company's business lines

Respectfully proposed to the General Meeting of Shareholders for consideration and decision./.

**Recipients:**

- Shareholders;
- Members of the BOD, General Director, Deputy General Directors (e-copy);
- Supervisory Board (e-copy);
- Affiliated units, Departments of the Parent company (e-copy);
- Archived at: Office, HR & Admin, Secretary of the Parent company

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

**Le Quang Binh**



Hanoi, October 15, 2025

**RESOLUTION OF THE 2025 EXTRAORDINARY GENERAL MEETING  
OF SHAREHOLDERS  
VINACOMIN – VIET BAC MINING INDUSTRY HOLDING  
CORPORATION**

Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the 14<sup>th</sup> National Assembly of the Socialist Republic of Vietnam, on June 17, 2020;

Pursuant to the Charter of organization and operation of VINACOMIN – Viet Bac Mining Industry Holding Corporation (amendment) issued under Decision No. 104/QD-HDQT dated April 26, 2024, of the Board of Directors of the Parent company;

Pursuant to the 2025 Minutes of the Extraordinary General Meeting of Shareholders of the Parent company dated October 15, 2025.

**RESOLVES:**

**Article 1.** Approval of Submission No. 268/TTr-HDQT dated September 22, 2025, regarding amendments and supplements to the Charter of the Parent company:

- To amend and supplement the Charter of the Parent company, specifically: Adding Clause 2, Article 4 "Business lines of the Parent company" in the Charter of organization and operation of VINACOMIN – Viet Bac Mining Industry Holding Corporation, issued under Decision No. 104/QD-HDQT dated April 26, 2024, of the Board of Directors of the Parent company, as follows:

No.	Business Line (already registered by the Parent company)	Industry Code	Supplemented Content
1	Mining of stone, sand, gravel, clay	0810	- Extraction of soil, rock, stone, sand, gravel, clay from waste rock and soil dumps generated during mining activities.
2	Wholesale of other construction materials and installation equipment	4663	- Wholesale of soil, rock, stone, sand, gravel, clay extracted and/or produced from waste rock and soil dumps generated during mining activities.

The General Meeting of Shareholders approves and assigns the Board of Directors of the Parent company to carry out the necessary procedures in accordance with regulations to supplement the Parent company's business lines (Code 0810 and

Code 4663).

**Article 2.** Approval of the dismissal of Mr. Pham Van Lo from the position of Independent Member of the Board of Directors of VINACOMIN – Viet Bac Mining Industry Holding Corporation.

**Article 3.** Implementation provisions

- This Resolution was duly voted in its entirety by the 2025 Extraordinary General Meeting of Shareholders of VINACOMIN – Viet Bac Mining Industry Holding Corporation.

- This Resolution takes effect immediately after the conclusion of the General Meeting.

- Members of the Board of Directors, the Supervisory Board, and the Executive Board shall be responsible for implementing this Resolution and organizing execution in line with their respective functions, in compliance with applicable laws and the Charter of VINACOMIN – Viet Bac Mining Industry Holding Corporation.

***Recipients:***

- All shareholders;
- As per Article 10 (e-copy);
- Departments of the Parent company (e-copy);
- Affiliated units (e-copy);
- The Parent company's website;
- Archived at: Office, Board of Directors, Secretary of the Parent company (H.08).

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

**Le Quang Binh**





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Số: 506.35./2025/GXN - BDO

Hà Nội, ngày 14 tháng 03 năm 2025

## GIẤY XÁC NHẬN

**Kính gửi: TỔNG CÔNG TY CÔNG NGHIỆP MỎ VIỆT BẮC TKV - CTCP**

Công ty TNHH Kiểm toán BDO xác nhận đã dịch chính xác nội dung tài liệu theo yêu cầu của Quý Công ty với thông tin như sau:

Tên tài liệu tiếng Việt : Tài liệu họp Đại hội đồng cổ đông bất thường  
2025

Số trang : 15 trang.

Ngôn ngữ dịch : tiếng Việt sang tiếng Anh.

Quý Công ty vui lòng xem chi tiết nội dung bản dịch sang tiếng Anh tại file pdf đính kèm (17 trang).

**Trân trọng cảm ơn!**

