

TỔNG CÔNG TY KHOÁNG SẢN - TKV
VINACOMIN - MINERALS HOLDING COMPANY
CÔNG TY CỔ PHẦN GANG THÉP CAO BẰNG
CAO BANG CAST IRON AND STEEL
JOINT STOCK COMPANY

Số: 234 /CISCO-CBTT
No.: 234 /CISCO-CBTT

V/v công bố thông tin Báo cáo tình hình quản trị
Công ty năm 2025/ *disclosure of corporate
governance report for 2025*

CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM
THE SOCIALIST REPUBLIC OF VIETNAM
Độc lập - Tự do - Hạnh phúc
Independence - Freedom - Happiness

Cao Bằng, ngày 27 tháng 1 năm 2026
Cao Bang, January 27, 2026

CÔNG BỐ THÔNG TIN ĐỊNH KỲ
ORDINARY INFORMATION DISCLOSURE

Kính gửi:

- Ủy ban Chứng khoán Nhà Nước;
- *State Securities Committee;*
- Sở Giao dịch Chứng khoán Hà Nội
- *HNX Stock Exchange.*

1. Tên tổ chức/ *Name of organisation:* Công ty cổ phần Gang thép Cao Bằng/ *Cao Bang Cast Iron and Steel Joint Stock Company*

- Mã chứng khoán/ *Stock Code:* CBI

- Địa chỉ/ *Address:* Tổ dân phố Chu Trinh 1, phường Tân Giang, tỉnh Cao Bằng/ *Chu Trinh 1 residential area, Tan Giang ward, Cao Bang Province.*

- Số điện thoại/ *Telephone:* 0206 3953 369

- E-mail: gangthepcb@gmail.com

2. Nội dung thông tin công bố/ *Contents of information Disclosure:* Báo cáo tình hình quản trị Công ty năm 2025/ *Report on corporate governance year 2025*

3. Đại chỉ Website đăng tải thông tin/ *Websites address:* <https://gtcb.com.vn>

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/ *We hereby certify that the above information is accurate and we are fully responsible before the law regarding the information disclosed.*

Nơi nhận/Place of receipt:

- Như kính gửi/ *As addressed;*
- Lưu VT/ *Save in the archives.*

Tài liệu đính kèm/Attached documents:

- Báo cáo tình hình quản trị Công ty năm 2025/ *Report on corporate governance year 2025.*

NGƯỜI ĐẠI DIỆN THEO PHÁP LUẬT
GIÁM ĐỐC

LEGAL REPRESENTATIVE
DIRECTOR



Nguyễn Văn Phương

No.: 233 /BC-CISCO

Cao Bang, January 27, 2026

**REPORT ON
CORPORATE GORVERNANCE YEAR 2025**

Dear:

- State Securities Committee;
- HNX Stock Exchange.

- Name of Company: Cao Bang Cast Iron and Steel Joint Stock Company.
- Head office address: No. 052 Kim Dong Street, Thuc Phan Ward, Cao Bang Province.
- Contact Address: Chu Trinh 1 residential area, Tan Giang ward, Cao Bang Province.
- Phone: 0206 3953 369.
- E-mail: gangthepcb@gmail.com
- Charter capital: 430.063,66 million VND
- Stock code: CBI
- Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, and Director.
- Internal audit function: Implemented.

I. Activities of the General Meeting of Shareholders

On June 24, 2025, Cao Bang Cast Iron and Steel Joint Stock Company held its 2025 Annual General Meeting of Shareholders at the 2nd floor auditorium - Cao Bang Steel Complex - Km7, National Road 4A, Tan Giang Ward, Cao Bang Province. Based on the reports, submissions, and discussions, the 2025 Annual General Meeting of Shareholders of Cao Bang Cast Iron and Steel Joint Stock Company approved the following main contents:

No.	Resolution Number	Date	Contents
1	No.: 1062/NQ-CISCO-DHDCD	24/6/2025	At the 2025 Annual General Meeting of Shareholders, the following were approved: (1) Report on Business Performance in Implementation of the 2024 Resolution of

No.	Resolution Number	Date	Contents
			<p>General Meeting of Shareholders and the 2025 Production and Business Plan.</p> <p>(2) Report on the activities of the Board of Directors (BOD) in implementing the 2024 Resolution of General Meeting of Shareholders and the 2025 activity plan.</p> <p>(3) Report on the activities of the Supervisory Board in 2024 and the 2025 activity plan.</p> <p>(4) Proposal on the Selection of the Auditing Firm for the 2025 Financial Statements.</p> <p>(5) The 2024 Financial Statements have been audited.</p> <p>(6) Proposal for approval of the 2025 investment and construction plan.</p> <p>(7) Proposal on the remuneration payment plan for the Board of Directors and the Supervisory Board in 2024 and the remuneration plan for 2025.</p> <p>(8) Approval of the Economic Contract for Purchasing/Selling Steel Billets for 2025–2026 with Vinacomin – Minerals Holding Corporation.</p> <p>(9) Approval of the Economic Contract for Purchasing/Selling Metallurgical Coke for 2025–2026 with Vinacomin – Minerals Holding Corporation.</p> <p>(10) Approval of the capital plan for implementing the production and mining plan at the Northern area of Na Rua Iron Mine for the period 2025-2026.</p> <p>(11) Decision on the investment policy for the project: Investment in a steel rolling line at Cao Bang Iron and Steel Integrated Complex.</p>

II. Board of Directors (Annual Report):

1. Information about Board of Directors members (BOD):

No.	BOD members	Position	Start Date/End Date of BOD Membership	
			Appointment Date	Dismissal Date
1	Ngo Quoc Trung	Chairman of BOD	24/4/2024	
2	Nguyen Van Phuong	BOD member	18/6/2019	
3	To Xuan Thanh	BOD member	29/4/2020	
4	Trinh Van Tuan	BOD member	22/4/2011	
5	Pham Thanh Do	BOD member	04/6/2013	

2. Board of Directors Meetings:

No.	BOD members	Number of Meetings Attended by BOD	Attendance Rate	Reasons for Not Attending Meetings
1	Ngo Quoc Trung	9/9	100%	
2	Nguyen Van Phuong	9/9	100%	
3	To Xuan Thanh	9/9	100%	
4	Trinh Van Tuan	9/9	100%	
5	Pham Thanh Do	9/9	100%	

3. Supervision activities of the Board of Directors for Board of Directors:

Summarized the production and business activities in 2025 and implemented the production and business plan in 2025.

Periodically held BOD meetings to issue resolutions on operational solutions for production and business activities, evaluated implementation results for timely adjustments.

Inspected and supervised the management of production and business activities to align with the economic objectives set by the BOD's resolutions.

The BOD directed the Management Board to develop the 2025 production and business plan, along with solutions to implement the plan, to be submitted to the 2025 Annual General Meeting of Shareholders.

The BOD successfully led the organization of the 2025 Annual General Meeting of Shareholders, where key matters related to the Company's production and business activities were approved.

Manage the implementation of the 2025 production and business plan as approved at the 2025 Annual General Meeting of Shareholders.

Supervisory activities were conducted by BOD members in compliance with legal regulations and the Charter of Cao Bang Iron and Steel Joint Stock Company.

4. Activities of sub-committees under the Board of Directors

The Board of Directors of the Company has not established any sub-committees. The activities of the Board of Directors are assigned to its members.

5. Resolutions/Decisions of the Board of Directors in 2025:

(Appendix 01 attached)

III. Board of Supervisors (Annual Report):

1. Information about Board of Supervisors members (BOS):

No	Member of the Supervisory Board	Positions	Start Date/End Date of Supervisory Board Membership		Professional qualification
			Appointment Date	Dismissal Date	
1	Hoang Van Sang	Head of the Supervisory Board	22/6/2020		Bachelor of Economics
2	Le Van Luong	Member of the Supervisory Board	27/4/2018		Bachelor of Economics, Bachelor of Laws
3	Dao Thi Van Anh	Member of the Supervisory Board	25/6/2021		Bachelor of Economics

2. Meetings of the Supervisory Board:

No	Member of the Supervisory Board	Positions	Number of Meetings Attended	Attendance Rate	Voting rate	Reasons for Not Attending Meetings
1	Hoang Van Sang	Head of the Supervisory Board	3/3	100%	100%	
2	Le Van Luong	Member of the Supervisory Board	3/3	100%	100%	
3	Dao Thi Van Anh	Member of the Supervisory Board	3/3	100%	100%	

3. Supervisory activities of the Supervisory Board (SB) over the Board of Directors (BOD), Executive Board (EB), and shareholders:

- The Supervisory Board fully participates in Board of Directors' meetings to stay promptly informed about the Company's situation.

- It inspects and supervises the implementation of the General Meeting of Shareholders' resolutions by the Board of Directors and the Management Board.

- It reviews the appropriateness of decisions made by the Board of Directors and the Management Board in their management activities.

- In 2025, the Supervisory Board conducted periodic inspections and supervision of the Company's production and business activities, participated with the Board of Directors in approving production and business plans, and inspected and supervised financial reports before their public disclosure.

- The Board of Directors, the Director, and shareholders have fulfilled their rights and duties as assigned in accordance with the Enterprise Law, relevant legal regulations, the Company's Charter, and resolutions of the General Meeting of Shareholders, ensuring the legitimate interests of the Company and its shareholders.

- The Board of Directors and the Management Board have fully complied with legal regulations in management and operations, and have properly performed their assigned functions and duties.

4. Coordination of activities between the Supervisory Board (SB) and the Board of Directors (BOD), the Executive Board (EB), and other management personnel:

- The Supervisory Board reviewed documents and participated in regular BOD meetings, joint briefings between the BOD and the EB, and several specialized meetings. Through this, the BOD's resolutions were implemented seriously, promptly, and effectively.

- Monitored the activities of the BOD by overseeing the implementation of the General Meeting of Shareholders' resolutions, the BOD meeting resolutions, and the Company's policies and regulations on operations in specific areas.

- Supervised the activities of the Company's Director by monitoring the execution of the plans approved by the General Meeting of Shareholders, the implementation of the BOD's resolutions, and the Director's compliance with regulations within their authority as stipulated in the Company's Charter and related documents.

- All documents related to the Company's activities were sent to the SB. Information exchange and coordination between the SB and shareholders were conducted in compliance with the Company's Charter.

5. Other activities of the Supervisory Board:

- Collaborated with the Executive Board in selecting an independent auditing firm to audit the semi-annual and annual financial statements for 2025; monitored reports on investment in construction projects, procurement of materials, and product sales...

- Inspected and supervised the Company's compliance with legal obligations (including tax duties, social insurance, health insurance, and other financial obligations...).

- Monitored the implementation of the salary fund, labor management, income distribution, employee benefits, and compliance with the minutes and resolutions approved by the Annual General Meeting of Shareholders.

- Conducted other activities in accordance with the Company's Charter.

IV. Executive Board:

No.	Executive Board Members	Date of birth	Professional qualification	Appointment Date
1	Nguyen Van Phuong	19/01/1976	Mining Engineer; Business Management Engineer	18/6/2019
2	Hoang Minh Ngoc	02/08/1985	Metallurgical Engineer	28/7/2019
3	Ly The Phi	03/02/1986	Mechanical Engineer	16/01/2025
4	Nguyen Hoai Nam	03/02/1977	Master's in Underground Construction Engineering	15/9/2022

V. Chief Accountant of the Company:

Full name	Date of birth	Professional qualification	Appointment/Assignment Date
Nguyen Van Hung	05/12/1983	Bachelor of Economics	15/5/2024

VI. Corporate Governance Training:

In 2025, the Board of Management, managerial staff, and the Company Secretary participated in professional training courses organized by higher authorities.

VII. List of Related Parties of the Public Company (Annual Report) and Transactions of Related Parties with the Company:

1. List of the Company's related parties: *(Appendix 02 attached)*

2. Transactions between the company and its related parties, or between the company and major shareholders, insiders, and their related parties: *(Appendix 03 attached)*.

3. Transactions between insiders of the listed company, their related parties, and subsidiaries or companies controlled by the listed company: *(None)*

4. Transactions between the company and other entities:

4.1. Transactions between the company and a company where a member of the Board of Directors, Supervisory Board, Executive Director (General Director) has been or is a founding member or a member of the Board of Directors, Executive Director (General Director) in the last three (03) years (as of the report date). *(None)*

4.2. Transactions between the company and a company where a related party of a member of the Board of Directors, Supervisory Board, Executive Director (General Director) is a member of the Board of Directors, Executive Director (General Director). *(None)*

4.3. Other transactions of the company (if any) that may bring material or non-material benefits to members of the Board of Directors, Supervisory Board, Executive Director (General Director). *(None)*

VIII. Transactions of shares by insiders and their related parties: *(None)*

IX. Other issues to note: *(None)*

Cao Bang Cast Iron and Steel Joint Stock Company respectfully reports to the State Securities Commission and the Hanoi Stock Exchange./.

Recipients:

- SSC, HNX;
- BOD, BOS;
- Company's website;
- Archive (Internal Records).

**CHAIRMAN OF THE BOARD OF
DIRECTORS**



Ngo Quoc Trung

RESOLUTIONS OF THE BOARD OF DIRECTORS

(Attached to Report No: 233 /BC-CISCO, dated 27/01/2026)

Appendix 01

No	Resolution No.	Date	Content	Approval rate
1	96/NQ-CISCO	2/2/2025	Regarding the approval of the plan to implement the appointment process for the position of Deputy Director of the Company.	100%
2	99/NQ-CISCO	14/1/2025	Regarding the approval of the results of the appointment process for the position of Deputy Director of the Company.	100%
3	128/NQ-CISCO	14/1/2025	Regarding the appointment of personnel (Deputy Director of the Company).	100%
4	233/NQ-CISCO	18/2/2025	Regarding the finalization of the shareholder list for attending the 2025 Annual General Meeting of Shareholders.	100%
5	423/NQ-CISCO	25/3/2025	Regarding the approval of the settlement of investment capital for the completed project: Construction of an automatic and continuous emission monitoring system at the Cao Bang Steel Complex.	100%
6	424/NQ-CISCO	25/3/2025	Regarding the approval of transactions/contracts with related parties (Iron ore concentrate purchase/sale contract).	100%
7	425/NQ-CISCO	25/3/2025	Regarding the approval of transactions/contracts with related parties (Scrap material purchase/sale contract).	100%
8	426/NQ-CISCO	25/3/2025	Regarding the extension of the deadline for holding the 2025 Annual General Meeting of Shareholders.	100%
9	427/NQ-CISCO	25/3/2025	Regarding the approval of the settlement of the 2024 implemented salary fund.	100%
10	831/NQ-CISCO	21/5/2025	Regarding the approval of the technical construction plan and cost estimate for mine and explosive ordnance clearance. Project: Investment in open-pit mining of the Nà Rùa iron mine by Cao Bang Steel Joint Stock Company - Vinacomin Mineral Corporation, with a capacity of 350,000 tons/year.	100%
11	832/NQ-CISCO	21/5/2025	Regarding the approval of the contractor selection plan (1st supplement) for the Project: Investment in open-pit mining of the Nà Rùa iron mine by Cao Bang Steel Joint Stock Company - Vinacomin Mineral Corporation, with a capacity of 350,000 tons/year.	100%

No	Resolution No.	Date	Content	Approval rate
12	833/NQ-CISCO	21/5/2025	Regarding the approval of the consumption of stockpiled coke with particle size of 5÷25mm.	100%
13	834/NQ-CISCO	21/5/2025	Regarding the approval of the voting contents at the 2025 Annual General Meeting of Shareholders.	100%
14	875/NQ-CISCO	28/5/2025	Regarding the approval of the technical-economic report and contractor selection plan for the Project: Investment in equipment to support production at Cao Bang Steel Joint Stock Company in 2025.	100%
15	988/NQ-CISCO	11/6/2025	Regarding the borrowing of working capital to support production and business activities in 2025.	100%
16	1113/NQ-CISCO	2/7/2025	Regarding the authorization/delegation for the Company Director to sign contracts.	100%
17	1771/NQ-CISCO	30/9/2025	Regarding the establishment of a team to appraise cost estimates for tender packages/items/works/projects and a team to review final project settlement reports for investment projects serving production under the approval authority of the Company's Board of Directors.	100%
18	1695/NQ-CISCO	14/10/2025	Regarding the collateral and credit conditions for the short-term loan of Cao Bang Iron and Steel Joint Stock Company from BIDV.	100%

[illegible]

No	Name of organization/individual	Securities trading account (if any)	Position at the Company	NSH Type	NSH No.*	date of issue	place of issue	Address	Time of starting	Time of ending to be affiliated person	Reasons	Relationship with the Company
2.12	TKV - minerals holding corporation		Holding Company									TKV - minerals holding corporation was appointed as a member of the BOD member
3	To Xuan Thanh		BOD member						29/4/2020			
3.1	Pham Thi Hoe											Mother
3.2	Ngo Thi Thai											Mother-in-law
3.3	Pham Hoai Thu											Wife
3.4	To Hai Lam											Son
3.5	To Thuc Quyen											Daughter
3.6	To Xuan Manh											Brother
3.7	To Thi Tuyet											Sister
3.8	Pham Van Nam											Brother-in-law
3.9	Duong Thi Nhu											Sister-in-law
3.10	Dao Duy Tu											Brother-in-law
3.11	TKV - minerals holding corporation		Holding Company									TKV - minerals holding corporation was appointed as a member of the BOD member
4	Trinh Van Tuan		BOD member						22/4/2011			
4.01	Trinh Van Han											Father
4.02	Le Thi Thoi											Wife
4.03	Trinh Ngoc Anh											Son
4.04	Trinh Khanh Linh											Daughter
4.05	Trinh Manh Hung											Brother
4.06	Trinh Tien Dung											Brother
4.07	Trinh Thi Hanh											Sister
4.08	Trinh Van Huyen											Brother
4.09	Pham Thi Thuy											Sister-in-law
4.10	Nguyen Thi Hong Lien											Sister-in-law
4.11	Vu Thi Thu Trang											Sister-in-law
4.12	PC1 Group Joint Stock Company											Chairman of the board of directors
4.13	Tan Phat Minerals Joint Stock Company											Chairman of the board of directors

No	Name of organization/individual	Securities trading account (if any)	Position at the Company	NSH Type	NSH No.*	date of issue	place of issue	Address	Time of starting	Time of ending to be affiliated person	Reasons	Relationship with the Company
4.14	Dong Anh Steel tower Co., Ltd.											Chairman of the board of directors
4.15	Western Pacific Joint Stock Company											BOD member
4.16	Industrial Park Development Company Japan - Hai Phong											Chairman of the board of directors
5	Pham Thanh Do		BOD member						4/6/2013			
5.01	Pham Van Hoi											Father
5.02	Le Thi Thao											Mother
5.03	Pham Thu Hien											Sister
5.04	Duong Thanh Huyen											Wife
5.05	Duong Trung Quoc											Father-in-law
5.06	Nguyen Thi Thu Hang											Mother-in-law
5.07	Pham Quoc Anh											Son
5.08	Pham Thanh An											Daughter
5.09	Ha Giang Mineral and Mechanics Joint Stock Company											Chairman of the board of directors
5.10	Dak Lak Tourist Joint Stock Company											BOD member
6	Hoang Van Sang		Head of the Supervisory Board						22/6/2020			
6.1	Hoang Minh Giam											Father
6.2	Tran Thi Luu											Mother
6.3	Hoang Minh Lap											Brother
6.4	Cao Thi Ha											Wife
6.5	Hoang Son											Son
6.6	Cao Van Hai											Father-in-law
6.7	Le Thi Thuy											Mother-in-law
7	Le Van Luong		Member of the Supervisory Board						27/4/2018			
7.01	Le Van Lich											Father
7.02	Pham Thi Xuan											Mother

No	Name of organization/individual	Securities trading account (if any)	Position at the Company	NSH Type	NSH No.*	date of issue	place of issue	Address	Time of starting	Time of ending to be affiliated person	Reasons	Relationship with the Company
7.03	Vuong Thi Huong											Wife
7.04	Le Tuan Anh											Son
7.05	Pham Thi Hoa											Mother-in-law
7.06	Le Thi Sang											Sister
7.07	Nguyen Huy Thanh											Brother-in-law
7.08	Le Van Kien											Brother
7.09	Doan Thi Huyen											Sister-in-law
7.10	Le Van Quang											Brother
7.11	Chu Thi Lan											Sister-in-law
	TKV - minerals holding corporation		Holding Company									TKV - minerals holding corporation was appointed as a member of the Supervisory Board
8	Dao Thi Van Anh		Member of the Supervisory Board									
8.01	Dao Quang Hoa											Father
8.02	Nguyen Thi Chinh											Mother
8.03	Nguyen Khac Kiem											Father-in-law
8.04	Nguyen Thi Thoa											Mother-in-law
8.05	Nguyen Khac Tung											Husband
8.06	Nguyen Khac Tung Duong											Son
8.07	Nguyen Khac Tung Lam											Son
8.08	Dao Tuan Anh											Brother
8.09	Dang Thu Thuy											Sister-in-law
8.10	Dao Thi Mai Anh											Sister
8.11	Nguyen Duc Anh											Brother-in-law
8.12	TKV - minerals holding corporation		Holding Company									TKV - minerals holding corporation was appointed as a member of the Supervisory Board
9	Hoang Minh Ngoc		Deputy Director of the Company						28/7/2019			
9.1	Hoang Van Hung											Father
9.2	Duong Thi Diep											Mother
9.3	Nguyen Thi Minh											Wife

[illegible]

No	Name of organization/individual	Securities trading account (if any)	Position at the Company	NSH Type	NSH No.*	date of issue	place of issue	Address	Time of starting	Time of ending to be affiliated person	Reasons	Relationship with the Company
12.4	Nguyen Thi Nhan											Mother-in-law
12.5	Nguyen Phuong Thu											Wife
12.6	Nguyen Bao Quyen											Daughter
12.7	Nguyen Xuan Truong											Son
12.8	Nguyen Thi Thuy Nhung											Sister
12.9	Nguyen Tien Dat											Brother-in-law
13	Le Thi Linh Da		Company Secretary, Company Administrator						1/11/2020			
13.1	Le Tien Dung											Father
13.2	Du Thi Nga											Mother
13.3	Lo Quang Tuan											Husband
13.4	Lo Quang Vinh											Son
13.5	Lo Minh Chinh											Son
13.6	Ha Thi Mieu											Mother-in-law
13.7	Le The Sa											Brother
13.8	Luong Thi Ly											Sister-in-law

**Transactions between the Company and its affiliated persons or between
the Company and its major shareholders, internal persons and affiliated persons**
(Attached to Report No.: 233 /BC-CISCO, dated 27/01/2026)

Appendix: 03

No	Name of organization/ individual	Relationship with the Company	No.* date of issue, place of issue	Address	ime of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction (million Vietnam dongs)	Note
1	TKV - minerals holding corporation	Holding Company	0100103087 Date of issue: 28/4/2021 Address: Department of Planning and Investment of Hanoi City	No. 193, Nguyen Huy Tuong, Thanh Xuan, Ha Noi	5/2025	Resolution No. 424/NQ-HDQT	139.950.000.000	Iron ore concentrate purchase and sale contract 210/VIMICO-CISCO/2025 dated May 7, 2025
2					4/2025	Resolution No. 425/NQ-HDQT	196.000.000.000	Scrap material purchase and sale contract 183/VIMICO-CISCO/2025 dated April 8, 2025
3					6/2025	Resolution No. 1062/NQ-CISCO-ĐHĐCĐ	1.100.000.000.000	Coke Sales Contract 244/VIMICO-CISCO/2025 dated July 8, 2025
4					6/2025	Resolution No. 1062/NQ-CISCO-ĐHĐCĐ	2.145.000.000.000	Steel billet sales contract 239/VIMICO-CISCO/2025 dated July 2, 2025