

DRAFT

Nghe An, April ,2026

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS
IN 2025 AND THE OPERATIONAL PLAN FOR 2026**

The Board of Directors of Vicem Hoang Mai Cement Joint Stock Company hereby reports on the performance of its rights and duties in accordance with applicable laws and the Company's Charter, as well as on the corporate governance and production and business activities of the Company in 2025, with the following contents:

PART I: REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

I. SITUATIONAL CHARACTERISTICS

The domestic cement market in 2025 showed signs of recovery, mainly driven by public investment, particularly in transport infrastructure, irrigation, and social housing projects. However, the recovery has not been truly sustainable and has been concentrated in the Northern and Southern regions, while the Central region has remained relatively weak. The situation of oversupply persists, leading to increasingly intense competition. Although cement prices have increased, they have not been sufficient to offset rising input costs, while many companies have launched low-priced products accompanied by high discount policies, putting significant pressure on the market.

Cement and clinker exports in 2025 showed positive signals as certain markets such as Africa and Central and South America increased imports due to infrastructure development demand. In addition, the Government's policy to reduce the export tax on clinker from 10% to 5% has helped support enterprises. However, export activities still face numerous challenges, as major markets such as the Philippines, Bangladesh, Malaysia, Taiwan, and the United States have imposed safeguard duties and tightened technical and environmental standards. At the same time, competition from countries with surplus supply such as Turkey, Indonesia, and China continues to exert significant pressure on Vietnam's cement exports.

Input raw material and fuel prices for cement production in 2025 remained at high levels. Notably, the average retail electricity price was adjusted upward by 4.8% effective from May 10, 2025.

II. RESULTS OF TASK PERFORMANCE IN 2025

1. Results of the Implementation of Key Production and Business Targets in 2025

In 2025, Vicem Hoang Mai carried out its production and business activities amid numerous difficulties. However, with the support and direction of VICEM, the attention

and assistance of local authorities at all levels, and the solidarity and unity of its workforce, the Company was able to overcome these challenges and fulfill its assigned production and business plan.

The results of production and business performance in 2025 are as follows:

No	Criteria	Unit	Plan in 2025	Actual amount in 2024	Actual amount in 2025	Comparison (%)	
						Actual amount in 2025/ Actual amount in 2024	Actual amount in 2025/ Plan in 2025
1	Production						
	<i>Self-produced clinker</i>	<i>Ton</i>	<i>1.263.000</i>	<i>1.267.398</i>	<i>1.332.031</i>	<i>105,1%</i>	<i>105,5%</i>
	<i>Cement (including outsourced processing)</i>	<i>Ton</i>	<i>1.575.000</i>	<i>1.474.846</i>	<i>1.522.495</i>	<i>103,2%</i>	<i>96,7%</i>
2	Consumption	Ton	1.735.000	1.855.222	1.863.031	100,4%	107,4%
	<i>Clinker</i>	<i>Ton</i>	<i>170.000</i>	<i>354.086</i>	<i>343.500</i>	<i>97,0%</i>	<i>202,1%</i>
	<i>Cement (including outsourced processing)</i>	<i>Ton</i>	<i>1.565.000</i>	<i>1.501.136</i>	<i>1.519.531</i>	<i>101,2%</i>	<i>97,1%</i>
3	Revenue and other income	Million VND	1.566.904	1.718.319	1.695.925	98,7%	108,2%
4	Profit before tax	Million VND	20.075	(69.861)	23.320		116,2%
+	<i>Profit before tax (excluding foreign exchange d</i>	<i>Million VND</i>	<i>20.075</i>	<i>(69.734)</i>	<i>23.625</i>		<i>117,7%</i>
5	Profit after tax	Million VND	20.075	(69.861)	23.320		116,2%
+	<i>Profit after tax (excluding foreign exchange di</i>	<i>Million VND</i>	<i>20.075</i>	<i>(69.734)</i>	<i>23.625</i>		<i>117,7%</i>
6	Payment to State Budget	Million VND	40.216	36.337	42.902	118,1%	106,7%

- Total revenue and other income in 2025 reached VND 1,695.9 billion, up 8.2% compared to the 2025 plan and equivalent to 98.7% of the 2024 actual figure.

- Profit after tax in 2025 reached VND 23.3 billion, an increase of VND 93.2 billion compared to the 2024 result (a loss of VND 69.9 billion in 2024), and 16.2% higher than the 2025 plan, equivalent to an increase of VND 3.2 billion.

2. Performance of the Board of Directors

Based on the rights and duties stipulated by law and the Company's Charter, in 2025 the Board of Directors (BOD) held 10 in-person meetings and 23 meetings conducted through written resolutions. The members of the BOD performed their roles in directing, supervising, and promptly urging the activities of the Executive Board through quarterly meetings, as well as by attending and providing direction at key meetings of the Executive Board regarding the implementation of the BOD's resolutions and decisions, or the preparation of proposals and projects to be submitted to the BOD.

In 2025, the Board of Directors issued 52 Resolutions/Decisions within its authority, in which the BOD approved or decided on several key matters as follows:

- Approved the results of production and business performance and assigned quarterly targets for 2025; at the same time, evaluated and proposed solutions to ensure the fulfillment of the 2025 production and business plan.

- Approved the schedule and agenda for the 2025 Annual General Meeting of Shareholders.

- Decided on the approval of key targets of the 2025 production, business, and investment & construction plan.
- Decided on the issuance of techno-economic norms for 2025 and subsequent years.
- Decided on the approval of the Company's salary fund for 2025.
- Decided on the approval of the Internal Audit activity plan for 2026.
- Approved the results of the selection of the service provider for the semi-annual financial statement review and the preparation of the 2025 annual financial statements.
- Decided on the termination of operations of the Branch of Vicem Hoang Mai Cement Joint Stock Company – Industrial Services Enterprise.
- Decided on the issuance of the organizational structure of Vicem Hoang Mai Cement Joint Stock Company.
- Approved changes to the Company's seal of Vicem Hoang Mai Cement Joint Stock Company.
- Approved changes to the seals of two branches of Vicem Hoang Mai Cement Joint Stock Company.
- Decided on the adjustment of the enterprise minimum wage applied at Vicem Hoang Mai Cement Joint Stock Company.
- Decided to authorize the General Director of the Company to sign financial transaction contracts serving production, business, and investment & construction activities for 2026.
- Approved the results of the performance evaluation and classification for 2024 of the Managers of Vicem Hoang Mai Cement Joint Stock Company.
- Personnel matters:
 - + *Approved the reappointment of Mr. Hoang Khac Cuong – Chief of Office, and Mr. Hoang Dinh Phu – Head of the Laboratory Department of the Company.*
 - + *Decided to assign Mr. Quach Sy Thao to perform the duties of the Person in charge of Internal Audit of Vicem Hoang Mai Cement Joint Stock Company*
 - + *Decided to appoint Mr. Tran Van Duc as Chief Accountant of Vicem Hoang Mai Cement Joint Stock Company.*
 - + *Decided to relieve Mr. Mai Van Dung from the position of the Person in charge of Corporate Governance cum Company Secretary.*
 - + *Decided to appoint Mr. Nguyen Van Tuan as the Person in charge of Corporate Governance cum Company Secretary*
 - + *Decided that Mr. Le Dinh Thang would cease to hold the position of Deputy General Director of Vicem Hoang Mai Cement Joint Stock Company.*

+ *Decided to approve the list of personnel removed from the planning pool and the post-review list of planned leadership and management personnel of the Company under VICEM's management for the periods 2021–2026 and 2026–2031.*

- Decided on the issuance of the Information Disclosure Regulation of Vicem Hoang Mai Cement Joint Stock Company.

- With respect to the Company's investment and construction projects:

+ *Decided to approve the adjustment of the contractor selection plan for the Waste Heat Recovery Power Generation Project – Hoang Mai Cement Plant.*

+ *Decided to approve the investment policy for the project on converting the electrostatic precipitator (ESP) 123EP1 to a bag filter system.*

+ *Approved the policy to sign a contract with CCID for the preparation of the feasibility study report for the project on converting the electrostatic precipitator (ESP) 123EP1 to a bag filter system.*

+ *Decided to approve the project on converting the electrostatic precipitator (ESP) 123EP1 to a bag filter system.*

+ *Decided to approve the contractor selection plan for the project on converting the electrostatic precipitator (ESP) 123EP1 to a bag filter system.*

- 16 Resolutions of the Board of Directors approving the policy for entering into contracts and transactions with related parties in accordance with the law and the Company's Charter.

3. Evaluation of the Board of Directors' Performance

The Board of Directors organized, implemented, and carried out its activities in compliance with and in accordance with the provisions of the Company's Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors in a proper and effective manner.

The Board of Directors regularly exercised close supervision, provided timely support, and ensured the effective management and operation of the Board of Management. It monitored and kept track of the production and business operations in 2025 through reports and documents submitted by the Executive Board to the BOD; reviewed and supervised the financial statements of the Executive Board; and directly provided direction and feedback to the Executive Board on several important issues arising during the Company's production and business operations.

The organization of in-person meetings of the Board of Directors—from meeting notices, agendas, and documents related to matters to be decided at the meetings—as well as non-in-person meetings conducted through written resolutions, including procedures, contents, and relevant documentation, were all carried out by the Board of Directors in full compliance with the provisions of law and the Company's Charter.

All matters discussed and decided by the Board of Directors at its meetings were duly recorded in minutes; the contents approved by the Board were issued in the form of Resolutions/Decisions for implementation by the executive body and were properly archived in accordance with regulations.

On the basis of detailed and comprehensive documents prepared and submitted in advance by the executive body, together with the high sense of responsibility of each member, the Resolutions/Decisions issued by the Board of Directors closely aligned with the practical requirements of the Company's production and business activities and were approved with 100% of attending members voting in favor.

4. Preparation and Organization of the 2025 Annual General Meeting of Shareholders

On April 25, 2025, the Board of Directors organized the 2025 Annual General Meeting of Shareholders in full compliance with the provisions of law and the Company's Charter, from the preparation of meeting conditions and convening procedures to the implementation of the meeting agenda. The Board of Directors successfully conducted the 2025 Annual General Meeting of Shareholders, completing the agenda and obtaining approval for all 09 matters submitted for voting, as previously notified to shareholders, with a very high approval rate.

5. Supervision of the General Director and the Executive Board

The Board of Directors exercised its supervisory rights over the General Director and the Executive Board by evaluating and reviewing the performance of tasks assigned under Resolutions/Decisions. At BOD meetings, members of the Executive Board were required to present reports and review the results of implementing the Resolutions/Decisions related to their respective responsibilities. In 2025, the General Director and the Executive Board fully performed the functions and duties stipulated in the Company's Charter, closely following the Company's production and business plans to manage operations effectively. The executive body proposed multiple solutions to overcome difficulties, boost sales, and implement cost-saving measures in production.

PART II: OPERATIONAL PLAN IN 2026

Based on the assessment of the socio-economic situation in 2026 and the Company's capacity for production and business operations, while building on achievements and addressing shortcomings from 2025, the Board of Directors will continue to exercise supervisory authority over the General Director and the Executive Board by evaluating and reviewing the performance of tasks assigned under Resolutions/Decisions, specifically as follows:

- Closely monitor the implementation of the Company's production and business plan.

- Implement management measures in procurement, expenditures, and promote savings to prevent waste. Continue reviewing inventory items and using existing spare materials with the goal of further reducing inventory value to the maximum extent in 2026.

- Promote the use of alternative raw materials and fuels, as well as industrial waste from other sectors, in the production of clinker and cement to reduce emissions, minimize the use of fossil raw materials, and enhance production and business efficiency.

- Develop operational plans and closely control costs by process, implementing reductions in variable costs and maintenance expenses.

- Implement coordinated measures to boost bagged cement sales, while aiming to stabilize the final selling price.

- Strictly comply with regulations on financial management, expenditure control, and closely manage accounts receivable to avoid bad debts.

- Continue labor restructuring efforts to streamline the organizational structure, enhance operational efficiency, and improve labor productivity.

- Continue applying information technology in production and business operations, focusing on digitalization in production, sales, management, and corporate governance.

- Ensure proper implementation of occupational safety, security, fire prevention, and environmental protection measures to safeguard personnel and equipment.

- In 2026, the Company will continue to implement approved investment and construction projects according to plan, focusing on projects that support production and business activities, including renewable energy projects to reduce electricity costs and contribute to environmental protection.

The above constitutes the report of the Board of Directors on corporate governance activities of Vicem Hoang Mai Cement Joint Stock Company.

The Board of Directors sincerely thanks all valued shareholders.

Recipients:

- Annual General Meeting of Shareholders (AGM);
- Archives: Office, Board of Directors.

**FOR AND ON BEHALF OF BOARD
OF DIRECTORS
CHAIRMAN**

Le Trung Kien