



VIETNAM NATIONAL CEMENT CORPORATION

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Nghe An

2026

DRAFT

REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

Vicem Hoàng Mai Cement Joint Stock Company

To: The General Meeting of Shareholders of
Vicem Hoàng Mai Cement Joint Stock Company

The Independent Member of the Board of Directors (BOD) hereby presents the report and assessment of the Board's activities in 2025 as follows:

1. Independent Board Member, Remuneration, and Expenses

- The Board of Directors consists of a total of 05 members, including 01 independent member.

- In 2025, the Independent Board Member attended meetings and participated in discussions in accordance with the assigned functions and duties.

- The remuneration for the Independent Board Member was paid in accordance with the Resolution of the General Meeting of Shareholders (GMS) for 2025, as duly approved. No additional operational expenses were incurred by the Independent Board Member during the year.

2. Board of Directors' Activities in 2025

In accordance with the authority and responsibilities prescribed by law and the Company's Charter, the Board of Directors (BOD) conducted 10 in-person meetings and 23 remote meetings through written consultation in 2025. The BOD issued a total of 52 Resolutions/Decisions within its jurisdiction, including:

- 04 Resolutions for the quarterly BOD meetings;
- 01 Resolutions/Decisions on amendments, supplements, and issuance of 01 internal regulations;
- 09 Resolutions/Decisions on personnel matters;
- 05 Resolutions/Decisions on investment and construction projects;
- 14 Resolutions/Decisions approving the signing of contracts and transactions with related parties of the Company;
- 01 Resolutions/Decisions on salary matters;
- 18 Resolutions/Decisions on other corporate activities.

3. Overall Assessment of the Board of Directors' Performance

- The Board of Directors (BOD) has effectively organized, implemented, and carried out activities in compliance with the provisions of the Company's Charter, internal corporate governance regulations, and the BOD's operational procedures.

- The BOD has successfully fulfilled its role in directing, supporting, and overseeing the Executive Board in executing the resolutions approved by the General Meeting of Shareholders (GMS) and the BOD. This has ensured compliance with legal regulations while balancing the interests of the Company and its shareholders.

- The Resolutions/Decisions and official documents issued by the BOD were approved based on a high level of consensus among its members through direct meetings or written consultations. All decisions adhered to current regulations and aligned with the Company's strategic goals and development orientation.

4. Operational Plan of the Independent Board Member for 2026

- Supervise the management and operational execution of the Board of Directors (BOD) and the Executive Board.

- Review the reasonableness, legality, transparency, and prudence in business management and operations, ensuring the consistency and appropriateness of accounting, statistical processes, and financial reporting.

- Assess the completeness, legality, and accuracy of business performance reports, quarterly and annual financial statements, and the BOD's management evaluation reports.

- Examine and evaluate the effectiveness of the internal control system, risk management, and early warning mechanisms by overseeing the revision and improvement of internal regulations, as well as the issuance of executive documents for business operations.

This report presents the assessment of the Independent Board Member on the Company's performance in 2025 and is respectfully submitted to the General Meeting of Shareholders./.

Recipients::

- General Meeting of Shareholders (GMS);
- Board of Directors (for reporting);
- Executive Board;
- Archive: Office, Company Secretary.

**INDEPENDENT BOARD
MEMBER**

Dau Duc Son