



CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG

No.: 251 /KKMT



**SOCIALIST REPUBLIC OF VIET NAM**  
Independence – Freedom - Happiness

Da Nang, 03 / 4 / 2025

To: - Ha Noi Stock Exchange

1. Company name : Central Viet Nam Metal Corporation
2. Stock code : KMT
3. Head Office Address : 69 Quang Trung, Hai Chau Ward, Da Nang City.
4. Phone : 0236 3821 824 Fax : 0236 3823 306
5. Spokesman : Nguyen Dang Loan
6. Content of information disclosure:

Minutes of the 2026 Annual General Meeting of Shareholders, Resolution of the 2026 Annual General Meeting of Shareholders No.: 243/NQ- ĐHĐCĐ dated 02/4/2026 and accompanying documents attached to the Minutes and Resolution.

7. Website address for posting the Minutes, Resolution of the 2026 Annual General Meeting of Shareholders and accompanying documents attached to the Minutes and Resolution

<http://www.cevimental.com.vn>

We hereby certify that the disclosed information is true and take full legal responsibility for the content of the disclosed information..

Recipients:  
-As stated above  
-Archived: DC, AFD

**LEGAL REPRESENTATIVE**

**Nguyen Dang Loan**



CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG



**LIST OF DOCUMENTS FOR THE MEETING**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**  
*Da Nang, April 2<sup>nd</sup>, 2026*

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1. Agenda of the 2026 Annual General Meeting of Shareholders.
2. Rules of Procedure for the General Meeting of Shareholders.
3. Annual Report 2025.
4. Submission on the Approval of the 2026 Business and Investment Plan.
5. Report on the activities of the Board of Directors and the report of the independent member on the performance of the Board of Directors in 2025.
6. Report on the activities of the Supervisory Board in 2025.
7. Submission on the selection of the auditor for the Company's 2026 Financial Statements.
8. Submission on the approval of the audited Financial Statements for 2025.
9. Submission on profit distribution, appropriation to funds and dividend payment for 2025.
10. Report on salaries and remuneration of members of the Board of Directors and the Supervisory Board in 2025, and the plan for salaries and remuneration of members of the Board of Directors and the Supervisory Board in 2026.
11. Submission on the nomination and introduction of candidates for the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 Term..
12. Election regulations for members of the Board of Directors of the Company for the 2025–2030 term and the attached declaration forms.
13. Submission on the approval of contracts and transactions with a value of 35% or more of the total assets recorded in the most recent financial statements between the Company and the parties specified in article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government.
14. Submission on the amendment of the Company Charter, the Internal Corporate Governance Regulations, and the Operating Regulations of the Board of Directors.
15. Draft Resolution/Minutes of the 2026 Annual General Meeting of Shareholders.



**PROPOSED AGENDA**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
CENTRAL VIET NAM METAL CORPORATION  
(Morning session: 08:30AM – 12:10AM, Thursday, on 02/4/2026)**

Time	Content	Executed by
08:00 – 08:30	Reception of delegates and shareholder registration	Shareholder Eligibility Verification (SEV) Board
08:30 – 08:45	<ul style="list-style-type: none"> <li>- Opening of the meeting and introduction of delegates</li> <li>- Report on the verification of shareholder eligibility and confirmation of attending shareholders.</li> <li>- Approval of the meeting agenda and rules of procedure; introduction and nomination of members of the Presidium, the Secretariat, the Vote Counting Committee, and the Election Committee</li> </ul>	<p>Organizing Committee SEV Board</p> <p>Organizing Committee</p>
08:45 – 09:30	<ul style="list-style-type: none"> <li>- Approval of the 2025 Annual Report and the Submission on the 2025 business and investment plan.</li> <li>- Approval of the Report on the activities of the Board of Directors and the Report of the independent member on the performance of the Board of Directors in 2025</li> </ul>	Board of Directors
09:30 – 09:55	<ul style="list-style-type: none"> <li>- Approval of the Report on the review of the Company's business performance and the Report on the activities of the Supervisory Board in 2025</li> <li>- Approval of the Submission on the Selection of the Auditor for the Company's 2026 Financial Statements</li> </ul>	Supervisory Board
09:55 – 10:10	<ul style="list-style-type: none"> <li>- Approval of the audited Financial Statements for 2025</li> <li>- Approval of the submission on profit distribution, appropriation to funds, and dividend payment for 2025</li> <li>- Approval of the report on salaries and remuneration of the BOD and the SB in 2025, and the plan for salaries and remuneration of the members of the BOD and the SB in 2026</li> </ul>	Board of Directors
10:10 – 10:35	<ul style="list-style-type: none"> <li>- Approval of the submission on the introduction and nomination of candidates for the Board of Directors of the Company for the 2025–2030 term</li> <li>- Approval of the election regulations for members of the Board of Directors of the Company for the 2025–2030 term</li> <li>- Guidance on the voting procedures, introduction of the ballot papers, and conduct of the election</li> </ul>	<p>Board of Directors</p> <p>Election Committee</p> <p>Election Committee</p>
10:35 – 10:45	Approval of the Submission on the approval of transactions with a value of 35% or more of the total assets recorded in the Company's most recent financial statements between the Company and the parties specified in Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government	Board of Directors
10:45 – 11:00	Short Break	
11:00 – 11:25	Announcement of the election results for members of the Board of Directors of the Company for the 2025–2030 term.	Election Committee



11:25 – 11:45	Approval of the submission on the amendment of the Company Charter, the internal corporate governance regulations, and the operating regulations of the Board of Directors	Board of Directors
11:45 – 12:00	Approval of the Draft Resolution/Minutes of the General Meeting of Shareholders.	Secretariat
12:00 – 12:10	Closing of the Meeting	Meeting Chairperson





Da Nang, 2nd April, 2026

**MEETING MINUTES**  
**THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**CENTRAL VIET NAM METAL CORPORATION**

Company Name: CENTRAL VIET NAM METAL CORPORATION.

Address: 69 Quang Trung, Hai Chau Ward, Da Nang City.

Business Registration Certification No. 0400101605 issued by the The Business Registration Office of the Department of Planning and Investment of Da Nang City (now the Enterprise and Business Registration Division under the Department of Finance) first issued the certificate on December 28, 2005, with the 28th amendment to the business registration issued on February 11, 2026.

Today, at 8:30 am on April 2<sup>nd</sup>, 2026, at Hai Chau Ward, 69 Quang Trung District, Da Nang City, the 2026 Annual General Meeting of Shareholders was officially commenced.

**A – INTRODUCTION AND OPENING OF THE MEETING:**

**1. Shareholder eligibility verification report:**

The Shareholder eligibility verification committee consists of the following members:

- Mr Nguyen Hoan Hai : Head of Committee;
- Ms Le Thi Hong Quyen : Member;
- Ms Nguyen Thi Xuan : Member.

Mr Nguyen Hoan Hai Head of Shareholder eligibility verification committee, reports as follows:

- Total number of shareholders invited: All shareholders listed in the shareholder register as of 03/3/2026, owning 9,846,562 voting shares of Central Viet Nam Metal Corporation (according to the list provided by the Vietnam Securities Depository and Clearing Corporation);

- Number of shareholders registered to attend: 30 shareholders and shareholder representatives, holding and representing 9.178.188 / 9,846,562 voting shares, accounting for 93,21% of total shares;

- As of 8:30 am on 2/4/2026, the total number of attending shareholders and representatives is 30, holding and representing 9.178.188/ 9,846,562 voting shares, accounting for 93,21% (as detailed in the Shareholder eligibility verification report attached).

According to the Enterprise Law and the Company's Charter, with a voting ratio of 93,21%, the 2026 Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation is qualified to proceed.

**2. Approval of the Meeting Agenda and Working Regulations:**

Ms Le Thi Thanh Mai, on behalf of the Organizing Committee, presented the Agenda and the Working Regulations of the General Meeting

**3. Introduction of Guest Delegates, Presidium, Secretariat, Vote Counting Committee, Election Committee:**

Ms Le Thi Thanh Mai, on behalf of the Organizing Committee, introduced the guest representatives and proposed the Presidium, Secretariat, Vote Counting Committee, and Election Committee as follows:

**3.1. Guest Representatives:**

a) Representatives from Vietnam Steel Corporation - JSC:

- Mr Le Song Lai ; Chairman of the Board of Directors of Vietnam Steel Corporation - JSC (VNSTEEL)

- Mr Nghiem Xuan Da; General Director of Vietnam Steel Corporation - JSC (VNSTEEL)

- Mr Pham Cong Dung; Chief of Office of Vietnam Steel Corporation - JSC

b) Representatives of Central Viet Nam Metal Corporation:

- Mr. Huynh Trung Quang, Chairman of the Board of Directors;

- Ms. Nguyen Dang Loan, General Director;

Along with the members of the Board of Directors, Members of the Supervisory Board, Members of the Executive Board

**3.2. Presidium:**

In accordance with the Law on Enterprises and the Company's Charter, Mr. Huynh Trung Quang, Chairman of the Board of Directors, serves as the Chairperson of the Meeting,

**3.3. Secretariat:**

- Mr Huynh Ngoc Tuan

- Mr Le Ha Thien Tri

**3.4. Vote counting committee:**

- Ms Pham Thi Thu Ngan : Head of Committee

- Ms Nguyen Thi Lan Anh : Member

- Ms Vo Thi Le : Member

**3.5. Election committee:**

- Mr Nguyen Dinh Chinh : Head of Committee

- Ms Le Hoang Thi Xuan Thuy : Member

- Mr Nguyen Duy Huong : Member

**\* Voting results and voting method (by raising Voting Ballots):**

Total number of valid votes: 30 ballots, representing 9.178.188 shares, accounting for 100% of the total voting shares of shareholders attending the meeting, including:

- In favor: 9.178.188 shares, accounting for 10 % of the voting shares at the meeting;

- Against: 0 shares, accounting for 0 % of the voting shares at the meeting;

- Abstained: 0 shares, accounting for 0 % of the voting shares at the meeting.

The General Meeting voted to approve the Meeting Agenda, Working Regulations, members of the Presidium, the Secretariat, the Vote Counting Committee, and the Election Committee with an approval rate of 100%.

**B – AGENDA ITEMS OF GENERAL MEETING**

## **I – MATTERS SUBMITTED FOR APPROVAL BY THE GENERAL MEETING OF SHAREHOLDERS:**

1. Mr Phung Vu Anh, Member of the Board of Directors (General Director), submit to the General Meeting of Shareholders for approval :

- The Annual Report for 2025.
- Report on the activities of the Board of Directors of the Company in 2025;
- Proposal on the Company's business and investment plan for 2026.

2. Ms. Pham Thi Minh Trang, Independent Member of the Board of Directors, presented to the General Meeting the Report on the activities of the Independent Member of the Board of Directors and the Independent Member's evaluation of the performance of the Company's Board of Directors in 2025

3. Mr. Tran Nguyen Hoang Nam Thanh Tuan, Head of the Supervisory Board of the Company, presented to the General Meeting for approval the following contents:

- Report on the appraisal of the Company's business performance and the report on the activities of the Supervisory Board in 2025;
- Proposal on the selection of an auditing firm for the Company's 2026 Financial Statements.

4. Mr Pham Thanh Lam, Member of the Board of Directors (Head of Accounting and Finance Department), presented to the General Meeting for approval the following contents:

- Proposal for approval of the audited Financial Statements for 2025;
- Proposal on profit distribution, appropriation to funds, and dividend payment for 2025;
- Report on salaries and remuneration of the Members of the Board of Directors (BOD) and the Supervisory Board (SB) in 2025, and the salary and remuneration plan for Members of the BOD and SB in 2026.

5. Mr Huynh Trung Quang, Chairman of the Board of Directors, presented to the General Meeting the Proposal on the introduction and nomination of candidates to the Board of Directors of the Company for the 2025–2030 term as nominated by shareholders.

6. Mr Nguyen Dinh Chinh, Head of the Election Committee, presented to the General Meeting the Election Regulations for Members of the Board of Directors of the Company for the 2025–2030 term, and provided guidance and conducted the election.

7. Ms. Nguyen Dang Loan, General Director, presented to the General Meeting the Proposal on the approval the following contents

- Of transactions with a value of 35% or more of the total assets recorded in the most recent financial statements between Central Metal Joint Stock Company and the entities specified in Article 293 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government.

- The Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors.

## **II –SHAREHOLDERS' OPINIONS**

None

## **III – VOTING CONTENT AND APPROVAL AT THE GENERAL MEETING**

1. Approval of the 2025 Annual Report and the Proposal on the business and investment plan for 2026 (Report dated 28/3/2026 and Proposal no. 228./TTr-KKMT dated 31/03/2026).

a) *Business and investment results for 2025:*

- Revenue: VND 5.314 billion, reaching 115,5% of the plan and increasing/decreasing .....% compared to 2024;
- Total sales volume: 400.279 tons, reaching 116,3% of the plan and increasing/decreasing 4,7% compared to 2024;
- Profit before tax: VND 10,437 billion, reaching 74,5% of the plan and increasing/decreasing 30,12 % compared to 2024.

b) *Plan for 2026:*

- Total sales volume : 460.000 tons;
- Profit before tax : VND 20 billion;
- Total investment value: VND 61 billion;

**\*Voting Results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100 % of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0. shares, accounting for 0 % of the attending voting shares.

**2. Approval of the Reports on the activities of the Board of Directors, Report of the Independent Member on the operational results of the Board of Directors in 2025 (Report No. 229/BC-KKMT dated 31/3/2026 and Report dated 31/3/2026).**

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

**3. Approval of the Report the Supervisory Board in 2025 (Report no. 230/BC-KKMT dated 31/3/2026).**

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares..

**4. Approval of the Proposal on the selection of the audit firm for 2026 Financial Statements of Central Viet Nam Metal Corporation (Proposal no. 231/TTr-KKMT dated 31/3/2026).**

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

**5. Approval of the 2025 Audited Financial Statements of the Company (Proposal no. 232/TTr-KKMT dated 31/3/2026).**

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

**6. Approval of the Proposal on profit distribution, fund allocation and dividend payment for 2025 (Proposal no. 233/TTr-KKMT dated 31/3/2026).**

a) Profit for 2025:

- Profit before tax : VND 10,437,214,042;
- Corporate income tax : VND 4,188,418,355;
- Profit after tax (PAT) : VND 6,248,795,687;
- Undistributed PAT : VND 15,313,004,126;
- Total remaining PAT : VND 21,561,799,813;

b) Provision for bonus and welfare funds: VND 300,000,000

c) Agreed not to pay dividends for 2025 to focus investment capital on the office building for lease project at 16 Thai Phien, Da Nang City

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

**7. Approval of the Report on the salary, remuneration, bonus for the Board of Directors, the Supervisory Board in 2025 and approval of the remuneration and salary plan for members of the Board of Directors (BOD) and the Board of Supervisors (BOS) for 2026 (Report No. 234/BC-KKMT dated 31/3/2026).**

**7.1. Salary, remuneration for the members of BOD, BOS in 2025:**

a) Salary:

- Chairman of the BOD : VND 54,000,000/month;
- Member of BOD cum General Director : VND 50,000,000/month;
- Non – executive member of BOD : VND 21,000,000/month;
- Head of Supervisory Board : VND 25,000,000/month.

b) Remuneration:

- Member of BOD (02 persons) : VND 9,000,000/person/month;
- Member of BOS (02 persons) : VND 6,000,000/person/month.

## **7.2. Salary and remuneration plan for the members of BOD, BOS in 2026:**

### **a) Salary for the members of BOD, BOS:**

- Chairman of the BOD : VND 65,000,000/month;
- Member of BOD cum Deputy General Director : VND 44,000,000/month;
- Non – executive member of BOD : VND 25,000,000/month;
- Head of Supervisory Board : VND 30,000,000/month.

### **b) Remuneration for the members of BOD and non-executive members of BOS:**

- Member of BOD : VND 9,000,000/person/month;
- Member of BOS : VND 6,000,000/person/month.

\* For members of the Board of Directors, Executive Board, and Supervisory Board who work directly for the company and receive a monthly salary, no additional remuneration for concurrent positions will be provided. In cases where a Supervisory Board member holds a concurrent position and receives a professional salary, they will be entitled to remuneration as per regulations.

### **\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

## **8. Approval of election content at the General Meeting**

**8.1. Approve the Proposal on the introduction and nomination of candidates for membership of the Board of Directors of Central Viet Nam Metal Corporation for the term 2025–2030, nominated by shareholders/shareholder groups (Proposal No. 241/TTr-KKMT dated 02/4/2026).**

### **\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

**8.2. Approve the Regulation on the Election of Members of the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 term (Election Regulation No. 235/QC-KKMT dated 31/3/2026).**

### **\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

**8.3. Provide instructions, conduct the election, and announce the election results for the Members of the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 term.**

a) Mr Nguyen Dinh Chinh, Head of Election Committee, provided instructions on the voting regulations for electing members of the Board of Directors of Central Viet Nam Metal Corporation for the 2025-2030 term and proceeded with the distribution of voting ballots.

b) Mr Nguyen Dinh Chinh, Head of Election Committee announced the election results for the members of the Board of Directors of Central Viet Nam Metal Corporation for the term 2025-2030.

c) Election results for the member of Board of Directors:

- Total number of voting ballots issued: 30 votes, corresponding to 9.178.188 shares with voting rights;

- Total number of voting ballots collected: 30 votes, corresponding to 9.178.188 shares with voting rights;

- Total number of valid voting ballots: 30 votes, corresponding to 9.178.188 shares with voting rights;

- Total number of invalid voting ballots: 30 votes, corresponding to 9.178.188 shares with voting rights.

According to the Vote Counting Report on the election of the members for Board of Directors of Central Viet Nam Metal Corporation for the term 2025-2030 term, the results were as follows:

No.	Full Name of Board of Directors candidate	Total number of votes for candidates	Approval Rate (%)
1	Mr Huynh Nam Anh (Member of the Board of Directors )	9.185.027 votes	100,07%
2	Ms. Phan Thi Hong Ly (Independent Member of the Board of Directors)	9.171.349 votes	99,93%

*(The Minutes of Vote Counting for the election of Members of the Board of Directors of the Company for the 2025–2030 term are attached.)*

d) Pursuant to the Law on Enterprises and the Company's Charter, the following individuals have been elected as members of the Board of Directors of Central Viet Nam Metal Corporation for the term 2025-2030 (listed in descending order of votes received):

No.	List of elected members of the Board of Directors for the term 2025-2030	Voting results	
		Number of voting ballots	Approval rate (%)
1	Mr Huynh Nam Anh (Member of the Board of Directors )	9.185.027 votes	100,07%
2	Ms. Phan Thi Hong Ly (Independent Member of the Board of Directors)	9.171.349 votes	99,93%

**9. Approval of the Proposal on transactions valued at 35% or more of the total asset recorded in the latest financial statements between Central Viet Nam Metal Corporation and the entities specified in Article 293 of Decree no. 155/2020/NĐ-CP dated 31/12/2020 by the Government (Proposal no. 236/TTr-KKMT dated 31/3/2026).**

**\*Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: 30, representing 9.178.188 shares, accounting for 100% of the total voting shares of the attending shareholders, including:

- In favor: 9.178.188 shares, accounting for 100% of the attending voting shares;
- Against: 0 shares, accounting for 0 % of the attending voting shares;
- Abstain: 0 shares, accounting for 0.% of the attending voting shares.

**10. Approve the Proposal on amendments to the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors of Central Viet Nam Metal Corporation (Proposal No. 237/TTr-KKMT dated 31/3/2026).**

**a) Company Charter:** The General Meeting of Shareholders unanimously approves the amendments and supplements to several articles and clauses of the Charter of Central Metal Joint Stock Company, specifically as follows: Amend and supplement the Preamble; Amend Clause 1, Article 3; Amend Point d, Clause 2, Article 12; Amend Point s, Clause 2, Article 15; Amend Point c, Clause 4, Article 25; Add Clause 6 to Article 42, revise Points a and b of the former Clause 6 into Clause 7, and amend Clause 1 of Article 58 of the Company Charter as follows:

No.	Current Company Charter in 2025	Amended Company Charter in 2026
1	<p style="text-align: center;"><b>PREAMBLE</b></p> <p>This Charter is adopted in accordance with Resolution No. 472/NQ-ĐHĐCĐ dated August 26, 2025 of the Extraordinary General Meeting of Shareholders</p>	<p style="text-align: center;"><b>PREAMBLE</b></p> <p>This Charter is adopted pursuant to Resolution No. .../NQ-ĐHĐCĐ dated April 2, 2026 of the Annual General Meeting of Shareholders.</p>
2	<p style="text-align: center;"><b>CHAPTER II NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, DURATION OF OPERATION AND LEGAL REPRESENTATIVES OF THE COMPANY</b></p> <p><b>Article 3. Legal Representatives of the Company</b></p> <p>1. The Company has 02 (two) legal representatives, including:</p> <p style="margin-left: 20px;">a) Chairman of the Board of Directors; b) General Director.</p> <p>Each legal representative of the Company is a duly authorized representative of the Company before third parties. All legal representatives shall bear joint liability for any damage caused to the Company in accordance with the provisions of civil law and other relevant laws.</p>	<p style="text-align: center;"><b>CHAPTER II NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, DURATION OF OPERATION AND LEGAL REPRESENTATIVES OF THE COMPANY</b></p> <p><b>Article 3. Legal Representatives of the Company</b></p> <p>1. The Company has 02 (two) legal representatives, including:</p> <p style="margin-left: 20px;">a) Chairman of the Board of Directors; b) General Director.</p> <p>Each legal representative of the Company is a duly authorized representative of the Company before third parties. All legal representatives shall bear joint liability for any damage caused to the Company in accordance with the provisions of civil law and other relevant laws.</p> <p>The rights, obligations, and responsibilities of the legal representatives, namely the Chairman of</p>

		the Board of Directors and the General Director, are stipulated in the Company's Internal Management Regulations.
3	<p style="text-align: center;"><b>CHAPTER VI SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS</b></p> <p><b>Article 12. Rights of Shareholders</b></p> <p>2. A shareholder or a group of shareholders holding 5% or more of the total ordinary shares shall have the following rights:</p> <p>d) To propose matters for inclusion in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to the Company no later than three (03) working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number and types of shares held, and the matters proposed to be included in the meeting agenda;</p> <p><b>Article 15. Rights and Obligations of the General Meeting of Shareholders</b></p> <p>2. The General Meeting of Shareholders shall discuss and approve the following matters:</p> <p>s) Approval of transactions specified in Clause 4, Article 293 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, which provides detailed guidance on the implementation of a number of articles of the Law on Securities;</p>	<p style="text-align: center;"><b>CHAPTER VI SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS</b></p> <p><b>Article 12. Rights of Shareholders</b></p> <p>2. A shareholder or group of shareholders holding 5% or more of the total ordinary shares shall have the following rights:</p> <p>d) To propose matters for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company no later than five (05) working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number and types of shares held by the shareholder, and the matters proposed to be included in the meeting agenda;</p> <p><b>Article 15. Rights and Obligations of the General Meeting of Shareholders</b></p> <p>2. The General Meeting of Shareholders shall discuss and approve the following matters:</p> <p>s) Approval of transactions specified in Clause 4, Article 293 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government, which amends and supplements a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.</p>
4	<p style="text-align: center;"><b>CHAPTER VII BOARD OF DIRECTORS</b></p> <p><b>Article 25. Nomination and Candidacy for Members of the Board of Directors</b></p> <p>4. Members of the Board of Directors must satisfy the standards and conditions stipulated in Clause 1 and Clause 2, Article</p>	<p style="text-align: center;"><b>CHAPTER VII BOARD OF DIRECTORS</b></p> <p><b>Article 25. Nomination and Candidacy for Members of the Board of Directors</b></p> <p>4. Members of the Board of Directors must satisfy the standards and conditions stipulated in Clause 1 and</p>

	<p>155 of the Law on Enterprises and the Company Charter, specifically:</p> <p>c) A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors of no more than five (05) other companies.</p>	<p>Clause 2, Article 155 of the Law on Enterprises and the Company Charter, specifically:</p> <p>c) A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors or the Members' Council in no more than five (05) other companies.</p>
<p>6</p>	<p style="text-align: center;"><b>CHAPTER X</b> <b>RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE GENERAL DIRECTOR AND OTHER EXECUTIVES</b></p> <p style="text-align: center;"><b>Article 42. Duty of Loyalty and Avoidance of Conflicts of Interest</b></p> <p>6. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to these persons shall not be invalidated in the following cases:</p> <p>a) For transactions with a value less than or equal to 35% of the total assets recorded in the most recent financial statements, the key contents of the contract or transaction, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, or other executives, must have been reported to the Board of Directors and approved by a majority vote of the Board of Directors' members who have no related interests;</p> <p>b) For transactions with a value greater than 35%, or transactions that result in the total transaction value arising within twelve (12) months from the date of the first transaction reaching 35% or more of the</p>	<p style="text-align: center;"><b>CHAPTER X</b> <b>RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE GENERAL DIRECTOR AND OTHER EXECUTIVES</b></p> <p style="text-align: center;"><b>Article 42. Duty of Loyalty and Avoidance of Conflicts of Interest</b></p> <p>6. The General Director must not be a related person of the enterprise managers, supervisors, of the Company and its parent company, or of the representative of state capital or the representative of an enterprise's capital contribution in the Company and its parent company, as stipulated in Point d, Clause 46, Article 4 of the Law on Securities.</p> <p>7. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to these persons shall not be invalidated in the following cases:</p> <p>a) For transactions with a value less than 35% of the total assets recorded in the most recent financial statements, the key contents of the contract or transaction, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, or other executives, must have been reported to the Board of Directors and approved by a majority vote of the Board of Directors' members who have no related interests</p> <p>b) For transactions with a value from 35% or more, or transactions that result in the total transaction value arising within twelve (12) months from</p>

	total assets recorded in the most recent financial statements, the key contents of such transaction, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, or other executives, must have been disclosed to the shareholders and approved by the General Meeting of Shareholders by the votes of shareholders who have no related interests.	the date of the first transaction reaching 35% or more of the total assets recorded in the most recent financial statements, the key contents of such transactions, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, or other executives, must have been disclosed to the shareholders and approved by the General Meeting of Shareholders by the votes of shareholders who have no related interests.
7	<p style="text-align: center;"><b>CHAPTER XXI EFFECTIVE DATE</b></p> <p style="text-align: center;"><b>Article 58. Effective Date</b></p> <p>1. This Charter, consisting of 21 Chapters and 58 Articles, was unanimously approved by the General Meeting of Shareholders of Central Viet Nam Metal Corporation on August 26, 2025 at the Extraordinary Meeting, and the entire Charter was adopted with full effect..</p> <p>This Charter replaces the previous Charter approved by the General Meeting of Shareholders at the Annual Meeting held on March 22, 2024.</p>	<p style="text-align: center;"><b>CHAPTER XXI EFFECTIVE DATE</b></p> <p style="text-align: center;"><b>Article 58. Effective Date</b></p> <p>1. This Charter, consisting of 21 Chapters and 58 Articles, was unanimously approved by the General Meeting of Shareholders of Central Viet Nam Metal Corporation on April 2, 2026 at the Annual Meeting, and the entire Charter was adopted with full effect.</p> <p>This Charter replaces the Charter previously approved by the General Meeting of Shareholders at the Extraordinary Meeting held on August 26, 2025.</p>

**\*Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders, including:

- In favor: ..... shares, accounting for .....% of the attending voting shares;
- Against: ..... shares, accounting for .....% of the attending voting shares;
- Abstain: ..... shares, accounting for .....% of the attending voting shares.

Total invalid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders

**b) Internal Regulations on Corporate Governance:** The General Meeting of Shareholders unanimously approves the amendments and supplements to several articles and clauses of the Internal Regulations on Corporate Governance of Central Viet Nam Metal Corporation, specifically as follows: Amend and supplement the Preamble; Amend Points a and b, Clause 4, Article 2; Amend Point b, Clause 2, Article 3; Amend Point g, Clause 1, and amend Point a, Clause 2.1; Point b, Clause 2.2; and Point c, Clause 2.3 of Article 6; Amend Article 7 of the Internal Regulations on Corporate Governance, as follows:

No.	Internal Regulations on Corporate Governance in 2021	Internal Regulations on Corporate Governance in 2026
1	Pursuant to the Law on Securities dated November 26, 2019;	Pursuant to the Law on Securities dated November 26, 2019 and the Law

	<p>Pursuant to the Law on Enterprises dated June 17, 2020;</p> <p>Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, detailing the implementation of a number of articles of the Law on Securities;</p>	<p>amending and supplementing a number of articles of the Law on Securities dated November 29, 2024;</p> <p>Pursuant to the Law on Enterprises dated June 17, 2020 and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;</p> <p>Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, detailing the implementation of a number of articles of the Law on Securities; and Decree No. 245/2025/NĐ-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;</p>
2	<p><b>Article 2. General Meeting of Shareholders</b></p> <p>4. Procedures and processes for holding the General Meeting of Shareholders and approving resolutions via online meeting format:</p> <p>Online voting means electronic voting through the electronic voting system (hereinafter referred to as the System) of the Vietnam Securities Depository and Clearing Corporation (hereinafter referred to as VSD), which is the service provider contracted by Central Viet Nam Metal Corporation to provide electronic voting services.</p> <p>a) Notice of convening an online General Meeting of Shareholders:</p> <ul style="list-style-type: none"> <li>- Shareholders whose names appear on the list of shareholders entitled to attend the meeting, prepared by VSD and finalized on the record date according to the Company's notice regarding the exercise of the right to attend the meeting;</li> </ul> <p>b) Method of registration for attending the online General Meeting of Shareholders:</p> <ul style="list-style-type: none"> <li>- Shareholders registering to attend the meeting shall access the Company's online meeting and electronic voting system via the provided link and enter the shareholder information registered with VSD, and shall bear full responsibility for the registered</li> </ul>	<p><b>Article 2. General Meeting of Shareholders</b></p> <p>4. Procedures and processes for holding the General Meeting of Shareholders and approving resolutions via online meeting format:</p> <p>Online voting means electronic voting through the electronic voting system (hereinafter referred to as the System) of the Vietnam Securities Depository and Clearing Corporation (VSDC) or other entities permitted by the State Securities Commission, which are service providers contracted by Central Metal Joint Stock Company to provide electronic voting services.</p> <p>a) Notice of convening an online General Meeting of Shareholders:</p> <ul style="list-style-type: none"> <li>- Shareholders whose names appear on the list of shareholders entitled to attend the meeting, prepared by VSDC and finalized on the record date according to the Company's notice regarding the exercise of the right to attend the meeting;</li> </ul> <p>b) Method of registration for attending the online General Meeting of Shareholders:</p> <ul style="list-style-type: none"> <li>- Shareholders registering to attend the meeting shall access the Company's online meeting and electronic voting system via the provided link and enter the shareholder information registered with</li> </ul>

	<p>information, including: full name, phone number, ID number (or Citizen Identification Card, passport, enterprise code, or foreign investor code), and contact address;</p> <ul style="list-style-type: none"> <li>- Shareholders who have not registered a contact phone number with VSD will not be able to attend the online meeting, but may still attend the meeting in person (if the meeting is organized partly online);</li> <li>- In case shareholders wish to register a new phone number/change their phone number or update other identification information different from the information previously registered with VSD, they must contact the depository member where their securities account is opened to update the information before the record date in accordance with VSD regulations;</li> <li>- The Company shall not be responsible for the information that shareholders update with VSD, and shall not be responsible if shareholders fail to update their information in a timely manner with the depository member where their securities account is opened, resulting in the shareholder list provided by VSD not containing the shareholder's most updated information.</li> </ul>	<p>VSDC, and shall bear full responsibility for the registered information, including: full name, phone number, personal identification number (or passport, enterprise code, foreign investor code), and contact address;</p> <ul style="list-style-type: none"> <li>- Shareholders who have not registered a contact phone number with VSDC will not be able to attend the online meeting, but may still attend the meeting in person (if the meeting is organized partly online);</li> <li>- In case shareholders wish to register a new phone number/change their phone number or update other identification information different from the information previously registered with VSDC, they must contact the depository member where their securities account is opened to update the information before the record date in accordance with VSDC regulations;</li> <li>- The Company shall not be responsible for the information that shareholders update with VSDC, and shall not be responsible if shareholders fail to update their information in a timely manner with the depository member where their securities account is opened, resulting in the shareholder list provided by VSDC not containing the shareholder's most updated information.</li> </ul>
3	<p><b>Article 3. Board of Directors</b></p> <p>2. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors:</p> <p>b) Structure, standards and conditions of members of the Board of Directors:</p> <ul style="list-style-type: none"> <li>- The structure of the Board of Directors of the Company must ensure that at least one-third (1/3) of the total number of members of the Board of Directors are non-executive members, and that there is at least one (01) independent member of the Board of Directors;</li> </ul>	<p><b>Article 3. Board of Directors</b></p> <p>2. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors:</p> <p>b) Structure, standards and conditions of members of the Board of Directors:</p> <ul style="list-style-type: none"> <li>- The structure of the Company's Board of Directors must ensure at least one (01) non-executive member and at least one (01) independent member of the Board of Directors;</li> </ul>
4	<p><b>Article 6. Other Activities</b></p> <p>1. Coordination of activities between the Board of Directors (BOD), the Board of Supervisors (BOS), and the General Director (GD):</p> <p>g) Matters that the General Director must</p>	<p><b>Article 6. Other Activities</b></p> <p>1. Coordination of activities between the Board of Directors (BOD), the Board of Supervisors (BOS), and the General Director (GD):</p> <p>g) Matters that the General Director</p>

report and provide information on, and the method of notification to the Board of Directors and the Board of Supervisors:

- The General Director or a person authorized by the General Director must report and provide information to the Board of Directors and the Board of Supervisors immediately when the Company experiences one of the following events:

+ Transactions as stipulated in Article 299 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government.

2. Regulations on annual evaluation, rewards and disciplinary measures for members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers appointed by the Board of Directors:

*2.1. Evaluation methods:*

a) The evaluation of the performance of members of the Board of Directors, members of the Board of Supervisors, the General Director, Deputy General Directors, the Chief Accountant, the Company Secretary and other managers may be conducted using one or several of the following methods:

- Self-review and self-assessment;
- Conducting opinion polls or confidence voting
- Other methods selected by the Board of Directors from time to time..

*2.2. Performance evaluation criteria:*

b) The Board of Supervisors shall evaluate the performance results of each of its members on an annual basis, based on their functions and duties as stipulated in the Company Charter, the Operating Regulations of the Board of Directors, and the results of the assigned tasks.

c) The Board of Directors shall evaluate the qualities, capabilities, performance results

must report and provide information on, and the method of notification to the Board of Directors and the Board of Supervisors:

- The General Director (GD) or a person authorized by the GD must report and provide information to the Board of Directors (BOD) and the Board of Supervisors (BOS) immediately when the Company experiences one of the following events:

+ Transactions as stipulated in Article 299 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

2. Regulations on annual evaluation of activities, rewards and disciplinary measures for members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers appointed by the Board of Directors:

*2.1. Evaluation methods:*

a) The evaluation of the performance of members of the Board of Directors, members of the Board of Supervisors, the General Director, Deputy General Directors, the Chief Accountant, the Person in charge of Corporate Governance, the Company Secretary, and other managers may be conducted by one or several of the following methods:

- Self-assessment and evaluation;
- Conducting opinion surveys or confidence votes;
- Other methods selected by the Board of Directors from time to time.

*2.2. Evaluation criteria:*

b) The Board of Supervisors shall evaluate the performance results of each of its members annually, based on their functions and duties as stipulated in the Company Charter, the Operating Regulations of the Board of Supervisors, and the results of the assigned tasks.

c) The Board of Directors shall

	<p>and management effectiveness of the General Director, Deputy General Directors, Chief Accountant, Company Secretary and other managers appointed by the Board of Directors on a quarterly/annual basis, based on the Company's business performance results, with reference to the opinions of the Board of Supervisors.</p> <p><i>2.3. Rewards and disciplinary measures:</i></p> <p>c) The principles and forms of rewards for members of the Board of Directors, members of the Board of Supervisors, the General Director, Deputy General Directors, Chief Accountant, the Company Secretary and other managerial positions shall be implemented in accordance with the Company's current Regulations on salaries, bonuses and remuneration.</p>	<p>evaluate the qualities, capabilities, performance and effectiveness of management of the General Director, Deputy General Directors, Chief Accountant, Person in charge of Corporate Governance, Company Secretary and other managers appointed by the Board of Directors on a quarterly/annual basis, based on the Company's business performance results and with reference to the opinions of the Board of Supervisors.</p> <p><i>2.3. Rewards and disciplinary measures:</i></p> <p>c) The principles and forms of rewards for members of the Board of Directors, members of the Board of Supervisors, the General Director, Deputy General Directors, Chief Accountant, Person in charge of Corporate Governance, Company Secretary, and other managerial positions shall be implemented in accordance with the Company's prevailing Regulations on salaries, bonuses, and remuneration.</p>
5	<p><b>Article 7. Effectiveness</b></p> <p>The Internal Regulations on Corporate Governance of Central Viet Nam Metal Corporation consist of 07 Articles and shall take effect from April 16, 2021, replacing the Internal Regulations on Corporate Governance previously approved by the General Meeting of Shareholders at the Annual General Meeting held on April 12, 2018./.</p>	<p><b>Article 7. Effectiveness</b></p> <p>The Internal Regulations on Corporate Governance of Central Viet Nam Metal Corporation consist of 07 Articles and shall take effect from April 2, 2026, replacing the Internal Regulations on Corporate Governance that were approved by the General Meeting of Shareholders at the Annual General Meeting held on April 16, 2021./.</p>

**\*Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders, including:

- In favor: ..... shares, accounting for .....% of the attending voting shares;
- Against: ..... shares, accounting for .....% of the attending voting shares;
- Abstain: ..... shares, accounting for .....% of the attending voting shares.

Total invalid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders

**c) Regulations on the Operation of the Board of Directors:** The General Meeting of Shareholders unanimously approves the amendments and supplements to several articles and clauses of the Regulations on the Operation of the Board of Directors of Central Viet Nam Metal Corporation. Specifically: amendments and supplements to the Preamble (Legal Basis for Issuance); amendment to Point c, Clause 1, Article 6; and amendment to Article 23 of the Regulations on the Operation of the Board of Directors, as follows:

No.	Regulations on the Operation of the Board of Directors of the Company in 2023	Regulations on the Operation of the Board of Directors of the Company in 2026
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1	<p>Pursuant to the Law on Securities dated November 26, 2019;</p> <p>Pursuant to the Law on Enterprises dated June 17, 2020;</p> <p>Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, detailing the implementation of a number of articles of the Law on Securities;</p> <p>Pursuant to Resolution No. 195/NQ-ĐHĐCĐ dated April 19, 2023 of the General Meeting of Shareholders.</p>	<p>Pursuant to the Law on Securities dated November 26, 2019, and the Law amending and supplementing a number of articles of the Law on Securities dated November 29, 2024;</p> <p>Pursuant to the Law on Enterprises dated June 17, 2020, and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;</p> <p>Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;</p> <p>Pursuant to Resolution No. ..../NQ-ĐHĐCĐ dated April 2, 2026 of the General Meeting of Shareholders.</p>
2	<p><b>Article 6. Standards and Qualifications of Members of the Board of Directors</b></p> <p>1. Members of the Board of Directors must satisfy the following standards and conditions:</p> <p>c) A member of the Board of Directors of the Company may concurrently serve as a member of the Board of Directors of another company.</p>	<p><b>Article 6. Standards and Qualifications of Members of the Board of Directors</b></p> <p>1. Members of the Board of Directors must satisfy the following standards and conditions:</p> <p>c) A member of the Board of Directors of the Company may concurrently serve as a member of the Board of Directors or the Members' Council in no more than five (05) other companies.</p>
3	<p><b>Article 23. Effectiveness</b></p> <p>The Regulations on the Operation of the Board of Directors of Central Viet Nam Metal Corporation consist of 07 Chapters and 23 Articles and shall take effect from April 19, 2023, replacing the Regulations on the Operation of the Board of Directors issued on April 16, 2021./.</p>	<p><b>Article 23. Effectiveness</b></p> <p>The Regulations on the Operation of the Board of Directors of Central Viet Nam Metal Corporation consist of 07 Chapters and 23 Articles and shall take effect from April 2, 2026, replacing the Regulations on the Operation of the Board of Directors issued on April 19, 2023./.</p>

**\*Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: ....., representing .... shares, accounting for ....% of the total voting shares of the attending shareholders, including:

- In favor: ..... shares, accounting for .....% of the attending voting shares;
- Against: ..... shares, accounting for .....% of the attending voting shares;
- Abstain: ..... shares, accounting for .....% of the attending voting shares.

Total invalid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders

**IV – The General Meeting of Shareholders authorized the Board of Directors of Central Viet Nam Metal Corporation to carry out the following tasks:**

1. Update the amended contents of articles and clauses in the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors of Central Viet Nam Metal Corporation, as approved by the General Meeting of Shareholders, and to promulgate them in accordance with applicable regulations.

2. Approve, direct and supervise the signing and implementation of contracts and transactions between Central Viet Nam Metal Corporation and the companies/entities that have been approved by the General Meeting of Shareholders, in compliance with applicable laws and the Company Charter.

3. Decide on the selection of an auditing firm to audit the Company's Financial Statements for the year 2026, based on the proposal of the Board of Supervisors, ensuring quality, efficiency and reasonable costs in accordance with the provisions of law.

4. Decide on specific investment plans within the investment portfolio approved by the General Meeting of Shareholders, and to adjust the Company's 2026 business and investment plan in accordance with actual circumstances.

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders, including:

- In favor: ..... shares, accounting for .....% of the attending voting shares;
- Against: ..... shares, accounting for .....% of the attending voting shares;
- Abstain: ..... shares, accounting for .....% of the attending voting shares.

Total invalid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders.

**V – Mr./Ms....., a member of Secretariat:** presented the draft Minutes and Resolutions of the 2026 Annual General Meeting of Shareholders.

1. Mr./Ms. ..., on behalf of the Secretariat, presents the draft Minutes of the General Meeting.

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders, including:

- In favor: ..... shares, accounting for .....% of the attending voting shares;
- Against: ..... shares, accounting for .....% of the attending voting shares;
- Abstain: ..... shares, accounting for .....% of the attending voting shares.

Total invalid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders

2. Mr./Ms. ..., on behalf of the Secretariat, presents the draft Resolution of the General Meeting.

**\* Voting results and Voting Method (Raising Voting Ballot):**

Total valid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders, including:

- In favor: ..... shares, accounting for .....% of the attending voting shares;

- Against: ..... shares, accounting for .....% of the attending voting shares;

- Abstain: ..... shares, accounting for .....% of the attending voting shares.

Total invalid votes: ....., representing ..... shares, accounting for ....% of the total voting shares of the attending shareholders

3. The Minutes and the Resolution of the General Meeting will be sent to shareholders via the Company's website ([www.cevimetal.com.vn](http://www.cevimetal.com.vn)).

**VI– Meeting closing procedure:** Mr. Huynh Trung Quang, Chairman of the Board of Directors, on behalf of the Presidium, declares the closing of the General Meeting.

The 2026 Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation concluded at ..... :.....am on the same day./.

**SECRETARIAT**

**ON BEHALF OF THE PRESIDUM  
CHAIRPERSON**

**CHAIRMAN OF THE BOD  
Huynh Trung Quang**



## RESOLUTIONS

### 2026 Annual General Meeting of Shareholders Central Viet Nam Metal Corporation

#### GENERAL MEETING OF SHAREHOLDERS OF CENTRAL VIETNAM METAL CORPORATION

Pursuant to the Law on Securities dated November 26, 2019 and the Law amending and supplementing a number of articles of the Law on Securities dated November 29, 2024;

Pursuant to the Law on Enterprises dated June 17, 2020 and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;

Pursuant to the Charter of Central Viet Nam Metal Corporation;

Pursuant to the Minutes of the Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation dated April 2, 2026,

#### RESOLVES:

**Article 1.** Approval of the 2025 Annual Report, the 2025 business and investment results, and the 2026 business and investment plan of Central Viet Nam Metal Corporation.

**1. Business Performance Results in 2025:**

- Total revenue : VND 5,314,054,159,908, equivalent to 115.5% of the planned target and increase of 16.1% compared to 2024
- Total Sales Volume : 400,279 tons, equivalent to 116.3% of the planned target and increase of 4.7% compared to 2024
- Profit Before Tax : VND 10,437,214,042, equivalent to 74.5% of the planned target and decrease 30.12% compared to 2024

**Article 2.** Approval the Proposal on the business and investment plan for 2026 (Report no. 228./TTr-KKMT dated 31/03/2026)

**a) Business plan:**

- Total Sales Volume : 460,000 tons;
- Profit Before Tax : 20 billion VND;

**b) Investment plan : 61 billion VND, of which:**

No	Item	Total Investment (VND million)	Planned Disbursement in 2026 (VND million)	Expected Progress	Source of Investment Capital
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I	Investment plan				
1	Office Building for Lease Project at 16 Thai Phien, Da Nang City	200,000	60,000	Year 2026 - 2028	Loan capital: VND 140 billion
2	Research on the Project of a Commercial Center, Services and Apartment Building for Lease at 404 Le Van Hien, Da Nang City	1,000	1,000	Year 2026 - 2029	
	<b>Total</b>	<b>201,000</b>	<b>61,000</b>		

**Article 3.** Approval of the Report on the performance of the Board of Directors in 2025

**Article 4** Approval of the Report of the Independent Member on the performance of the Board of Directors in 2025.

**Article 5.** Approval of the Report of the Board of Supervisors on the Company's business performance and the operational results of the Board of Supervisors in 2025.

**Article 6.** Approval of the Proposal on the selection of an auditing firm to audit the Company's Financial Statements for 2026.

**Article 7.** Approval of the audited Financial Statements for the year 2025 of the Company.

**Article 8.** Approval of the Proposal on profit distribution, establishment of funds, and dividend payment for 2025.

**Article 9.** Approval of the Report on salaries, remuneration, and rewards of the Board of Directors (BOD) and the Board of Supervisors (BOS) in 2025, and the Plan for salaries and remuneration of members of the Board of Directors and the Board of Supervisors for 2026.

1. Salaries, Remuneration for the Board of Directors and the Supervisory Board in 2025:

*a) Salaries for Members of the Board of Directors and the Supervisory Board:*

- Full-time Chairman of the Board of Directors: 54,000,000 VND/month;
- Board Member cum General Director : 50,000,000 VND/month;
- Non-executive Board Member : 21,000,000 VND/month;
- Head of the Supervisory Board : 25,000,000 VND/month.

*b) Remuneration for Members of the Board of Directors and the Supervisory Board:*

- Board Member (Concurrent Position, 2 persons) :9,000,000 VND/person/month;
- SB Member (Concurrent Position, 2 persons): 6,000,000VND/person/month.

2. Salary and Remuneration Plan for Members of the Board of Directors and the Supervisory Board in 2026:

*a) Salaries for Members of the Board of Directors and the Supervisory Board:*

- Full-time Chairman of the Board of Directors : 54,000,000 VND/month;
- Board Member cum Deputy General Director : 44,000,000 VND/month;

- Non-executive Board Member : 25,000,000 VND/month;
- Full-time Head of the Supervisory Board : 30,000,000 VND/month

*b) Remuneration for Members of the Board of Directors and the Supervisory Board:*

- Board Member (Concurrent Position) : 9,000,000 VND/person/month;
- SB Member (Concurrent Position) : 6,000,000 VND/person/month

For personnel participating in the Board of Directors, the Executive Board, and the Supervisory Board who work directly and receive a monthly salary from the Company, no additional monthly remuneration for concurrent titles will be paid. In cases where a Supervisory Board member holds a concurrent position and receives a professional salary, they will be entitled to remuneration in accordance with the regulations.

**Article 10.** Approval of the list of candidates, the Election Regulations, and the election results for Members of the Board of Directors of Central Metal Joint Stock Company for the 2025–2030 term.

1. Approval of the proposal on the introduction and nomination of candidates to participate in the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 term, submitted by the shareholder group.

2. Approval of the Election Regulations for Members of the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 term.

3. Approval of the election results for Members elected to the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 term, including the following gentlemen/ladies: ...

No.	Full name	Candidacy position	Number of votes	Vote ratio (%)
1	Mr Huynh Nam Anh	Member of the Board of Directors	9.185.027	100,07
2	Ms. Phan Thi Hong Ly	Independent Member of the Board of Directors	9.171.349	99.93

**Article 11.** Approval for Central Viet Nam Metal Corporation (CEVIMETAL) to carry out transactions with a value of 35% or more, or transactions that result in the total value of transactions arising within twelve (12) months from the date of the first transaction reaching 35% or more of the total assets recorded in the most recent financial statements, between CEVIMETAL and the companies listed in the attachment to Proposal No. 236/TTr-KKMT dated 31/3/2026.

**Article 12.** Approval of the Proposal on amendments to the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors of Central Viet Nam Metal Corporation.

**Article 13.** The General Meeting of Shareholders unanimously authorizes the Board of Directors of Central Viet Nam Metal Corporation to perform the following tasks:

1. To approve, direct, and supervise the signing and implementation of contracts and transactions between Central Viet Nam Metal Corporation with Company Southern Steel One Member Ltd., Co. – VNSTEEL, Tay Do Steel Company Limited, Nine Dragons Import Export Trade Services Limited Company in compliance with the provisions of law

and the Company Charter.

2. To decide on the selection of an audit firm to audit the 2026 Financial Statements of Central Viet Nam Metal Corporation, based on the proposal of the Supervisory Board, ensuring quality and efficiency with reasonable costs and in accordance with the provisions of law.

3. To update the contents of amendments and supplements to the articles and clauses of the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors that have been approved by the General Meeting of Shareholders and to promulgate them in accordance with regulations.

**Article 14. Effectiveness**

This Resolution was adopted at the 2026 Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation with 100% of votes in favor approving the entire Resolution, and shall take effect from April 2, 2026.

The Board of Directors and the Supervisory Board of Central Viet Nam Metal Corporation shall be responsible for organizing, directing the implementation of, and supervising the execution of the contents of this Resolution./.

**ON BEHALF OF THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRPERSON**

**Recipients:**

- SSC, HNX;
- Shareholders;
- BOD, SB, EB;
- Archived: AD, BOD.

**CHAIRMAN OF THE BOARD OF DIRECTORS  
Huynh Trung Quang**



**SHAREHOLDER ELIGIBILITY VERIFICATION REPORT  
FOR ATTENDING THE 2026 ANNUAL GENERAL MEETING  
OF SHAREHOLDERS**

*Pursuant to the Enterprise Laws and the current Charter of Central Viet Nam Metal Corporation;*

Today, at 8:30 AM on April 02, 2026, at the Hall of Central Viet Nam Metal Corporation – No. 69 Quang Trung Street, Hai Chau Ward, Da Nang City,

We, the Subcommittee for Shareholder Eligibility Verification, consist of the following members:

1. Mr. Nguyen Hoan Hai: Head of the Subcommittee
2. Ms. Le Thi Hong Quyen: Member
3. Ms. Nguyen Thi Xuan: Member

We have conducted the verification of shareholder eligibility to attend the 2026 Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation, with the results as follows::

- Total number of shareholders invited to attend: All shareholders listed in the shareholder registry as of 03/3/2026, holding a total of 9,846,562 voting shares of Central Viet Nam Metal Corporation.

- Number of shareholders present and represented by proxy: A total of 30 shareholders, holding and representing 9,178,188 / 9,846,562 voting shares, accounting for 93.21% of the total voting shares.

- Number of shareholders physically attending the meeting: A total of 30 shareholders, holding and representing 9,178,188 / 9,846,562 voting shares, accounting for 93,21% of the total voting shares..

Therefore, pursuant to the provisions of the Enterprise Laws and the current Charter of the Company, with a voting ratio of 93,21%, the 2026 Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation meets the quorum requirements to proceed with the meeting (*over 50% of the total voting shares*).

The shareholder eligibility verification report was prepared at 8:30 AM on the same day and was publicly presented at the general meeting.

**ON BEHALF OF SHAREHOLDER ELIGIBILITY  
VERIFICATION SUBCOMMITTEE**  
**Head of Subcommittee**

**Nguyen Hoan Hai**



**WORKING REGULATIONS  
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
CENTRAL VIET NAM METAL CORPORATION**

Pursuant to the Enterprise Law dated June 17, 2020 and Law on amendments and supplements of the Enterprise Law dated June 17, 2020 ;

Pursuant to the Charter of Central Viet Nam Metal Corporation,

To ensure the orderly, disciplined, and legally compliant organization of the Annual General Meeting of Shareholders for 2026 of Central Viet Nam Metal Corporation, the Organizing Committee hereby presents to the General Meeting the Working Regulations as follows:

**I – VOTING ON ISSUES DURING THE MEETING**

**1. Principles:** All items on the Meeting Agenda must be approved through shareholder voting on each matter. Each shareholder attending the meeting will receive a Voting Ballot indicating their Full name, Shareholder code, and the Number of voting shares (including owned and authorized shares).

**2. Voting procedure:** After presenting each agenda item, the Chairperson will call for shareholder voting. Shareholders shall vote (“**Approve,**” “**Disapprove,**” or “**No Opinion**”) on each issue by raising their Voting Ballot. When voting, the front side of the Voting Ballot must face the Chairperson.

**3. Voting Rules:**

Every 01 (one) share is equivalent to 01 (one) voting right. Agenda items requiring a vote at the General Meeting shall only be approved if more than 50% of the total voting shares held and/or represented by shareholders attending the meeting are in favor, except for issues specified under Clause 1, Article 21 of the Company Charter, which require approval from 65% of voting shares.

**II – COMMENTS AT THE MEETING**

**1. Principles:** Shareholders who wish to express opinions must register in advance with the Secretariat and obtain approval from the Chairperson.

**2. Statement contents:** Shareholders shall summarize their statement content on the "Request to Speak Form " and submit it to the Secretariat, the Chairperson will review its relevance and arrange speeches accordingly while addressing shareholders' concerns; each shareholder's speech should not exceed 03 (three) minutes, and the content should be concise and avoid duplication.

For unregistered topics, the Chairperson may decide to terminate the speech. For matters requiring a longer presentation, shareholders are requested to submit their statements in written to the Secretariat and the Board of Directors shall review and provide a written response to shareholder separately.

**III – RESPONSIBILITIES OF THE CHAIRPERSON**

**1.** Conduct the meeting according to the Agenda and Regulations approved by the General Meeting. The Chairperson will operate based on the principle of democratic centralism , with decisions made by majority vote.





2. Guide discussions and voting on agenda items and related matters during the meeting.

3. Address arising issues throughout the meeting.

#### **IV – RESPONSIBILITIES OF THE SECRETARIAT**

1. Record the Minutes summarizing shareholders' opinions during the meeting.

2. Draft the Resolutions on issues passed at the meeting.

#### **V – RESPONSIBILITIES OF THE VOTE COUNTING COMMITTEE**

1. Accurately determine voting results on each content to be voted at the meeting .

2. Announce and report the voting results to the Secretariat for inclusion in the Minutes and Resolutions of the meeting.

#### **VI – RESPONSIBILITIES OF THE ELECTION COMMITTEE**

1. Guide the election procedures, distribute ballots, and introduce nominees;

2. Count votes, summarize results, prepare a vote-counting report, and announce the results of the additional election of Board of Directors' members of the Company for the 2025–2030 term.

#### **VII – RESPONSIBILITIES OF SHAREHOLDER ELIGIBILITY VERIFICATION COMMITTEE**

1. Report on the verification of shareholder eligibility, including the number of shareholders present as of the opening time of the Annual General Meeting of Shareholders, and preparation of the Minutes on the verification of shareholder eligibility for the General Meeting.

2. Coordinate with the Vote Counting Committee on shareholder attendance information at each point in time for each voting item during the Annual General Meeting of Shareholders.

This Working Regulation is presented at the 2026 Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation, held on 02/4/2026 and is approved when shareholders owning more than 50% of the total voting shares attending in person or by proxy vote in favor./.

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

*(signed)*

**Huynh Trung Quang**



CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG



## DRAFT ANNUAL REPORT Year 2025

To: - State Securities Commission of Vietnam  
- Stock Exchange

### I. General Information

#### 1. Overview

- Company Name: CENTRAL VIET NAM METAL CORPORATION
- Business Registration Certificate No.: 0400101605
- Charter Capital: VND 98,465,620,000
- Owner's Investment Capital: VND 98,465,620,000
- Address: 69 Quang Trung Street, Hai Chau Ward, Da Nang City
- Phone Number: 0236.3822807
- Fax Number: 0236.3823306
- Website: cevimetal.com.vn
- Stock Code: KMT
- Establishment and development process:

+ Central Viet Nam Metal Corporation was formerly known as Central Metal Company, a state-owned enterprise and a member unit of Vietnam Steel Corporation – JSC. It was established in 1995 and converted into a joint-stock company under Decision No. 3088/QĐ-BCN dated September 30, 2005, issued by the Minister of Industry (now the Ministry of Industry and Trade). The joint-stock company officially started operations on January 1, 2006;

+ Enterprise Registration Certificate No. 0400101605, first issued on 28/12/2005, by the Business Registration Division of the Department of Planning and Investment of Da Nang City (now the Enterprise and Business Registration Division of the Department of Finance of Da Nang City), and amended for the 27th time on July 21, 2025.

+ On 10/8/2009, the company's shares were registered for trading on the UPCoM stock exchange;

+ On 15/12/2010, the company's shares were officially listed on the Hanoi Stock Exchange (HNX) under the stock code "KMT";

+ Business Performance: After equitization, the company has developed steadily, enhanced its reputation and brand, improved its financial position, and gradually modernized corporate governance.

- Other events: None.

#### 2. Business Sectors and Locations:

- Business Sectors:

Trading in various types of construction steel; Import and export of metal products, steel billets, steel shape, steel plates, and sheets; Trading in general materials, construction materials, secondary materials, and metal scrap; Real estate business; Trading in various types of coke; Trading in machinery, equipment, and other spare parts; Office and warehouse

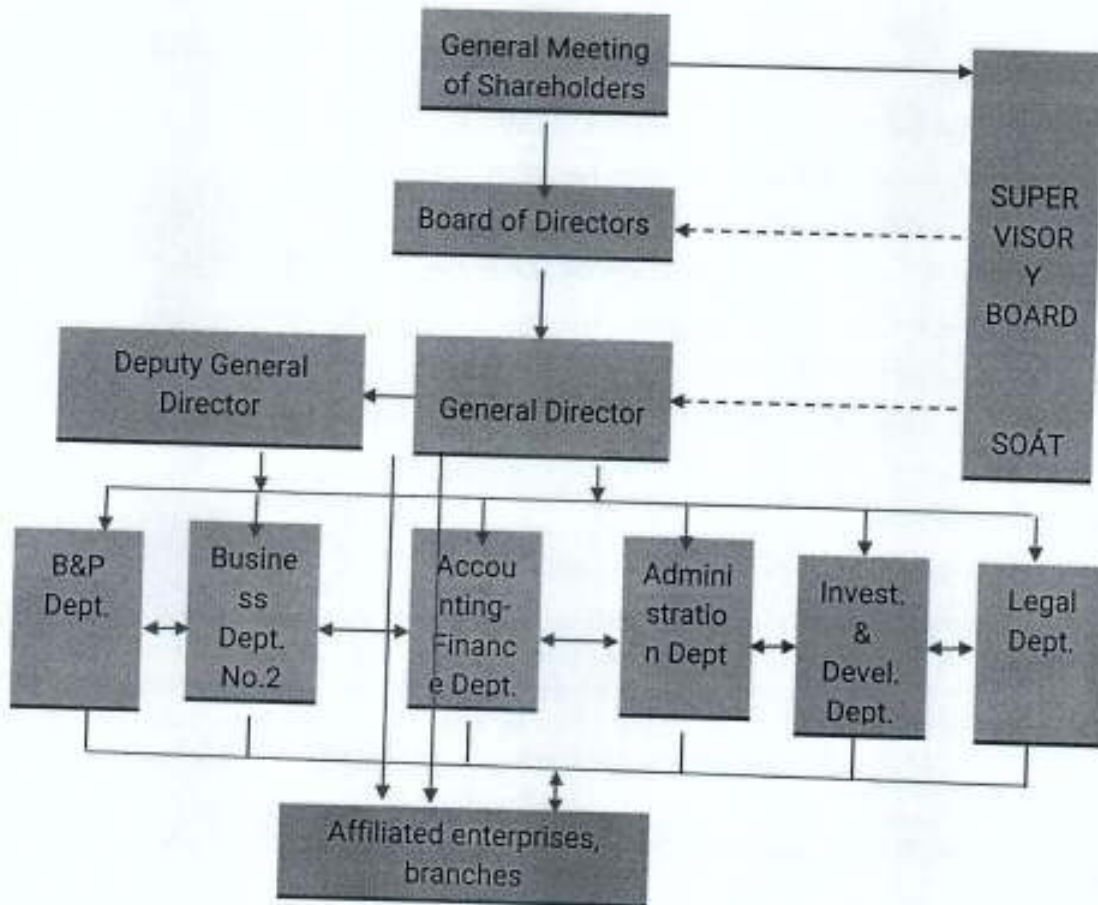


leasing services;... Product distribution agency for domestic and foreign enterprises.

- Business locations: All provinces and cities nationwide.

3. Information about governance model, business organization and managerial apparatus:

- Governance model:



Directive relationship: →  
Coordinating relationship: ↔  
Supervisory relationship: - - ->



+ *General Meeting of Shareholders:*

It is the highest authority of the Company, consisting of all shareholders (organizations/individuals) with voting rights, operating through the annual or extraordinary General Meeting of Shareholders, and having the authority to decide on matters/issues as prescribed by law and the Company's Charter, especially through the audited annual financial statements and the budget for the next fiscal year.

+ *Board of Directors:*

It is the authority with full powers to exercise the rights and obligations of the Company that do not fall under the authority of the General Meeting of Shareholders, such as: deciding on the strategy, mid-term development plans, and annual business and investment plans of the Company; appointing, dismissing, signing contracts, and terminating contracts with the General Director and other executives, as well as deciding their salary levels; determining the Company's organizational structure, deciding the establishment of subsidiaries, representative offices, and affiliated branches.

+ *Supervisory Board:*

It is the organization that represents the shareholders to supervise the activities and compliance with the law and the Company's Charter by the Board of Directors and the Executive Board in managing and operating the Company; and is responsible before the law and the General Meeting of Shareholders for carrying out the assigned rights and duties.

+ *Board of Executives:*

It is the organization that directly manages all business activities of the Company according to the policies and directions set by the General Meeting of Shareholders and the Board of Directors during each period; and is responsible to the General Meeting of Shareholders and the Board of Directors for carrying out the assigned tasks.

- *Organizational structure:*

The organizational structure of the Company includes: the Board of Directors, the Supervisory Board, the Executive Board, 06 functional departments and subsidiaries of the Company as listed below:

+ The Board of Directors for 2025-2030 term consists of 05 members, including the Chairman of the Board and 04 members (including 01 independent member), are elected by the Annual General Meeting of Shareholders on 17/4/2025 and are elected, dismissed at the Extraordinary General Meeting of Shareholders held on 26/8/2025;

+ The Supervisory Board for the 2025-2030 term consists of 03 members, including the Head of the Supervisory Board and 02 supervisors, elected by the General Meeting of Shareholders on 17/4/2025 and are elected, dismissed at the Extraordinary General Meeting of Shareholders held on 26/8/2025;

+ The Executive Board consists of 3 members, including: 01 General Director and 02 Deputy General Directors;

+ The advisory and support department consists of 06 functional Departments, Units, including: Planning and Business Department, Business Department 2, Accounting and Finance Department, Administration Department, Investment and Development Department, and Legal Department.

+ The affiliated Units include:

\* **Metal Trading Enterprise No. 1**



Address: Lot A3-7, New Urban Residential Area South of Cam Le Bridge, Hoa Xuan Ward, Da Nang City.

**\* Metal Trading Enterprise No. 2** (temporarily suspended operations)

Address: 410 2/9 Street, Hoa Cuong Ward, Da Nang City.

**\* Metal Trading Enterprise No. 7**

Address: 295-297 Kinh Duong Vuong Street, Thanh Khe Ward, Da Nang City

**\* Metal Trading Enterprise No. 10** (temporarily suspended operations)

Address: 404 Le Van Hien Street, Ngu Hanh Son Ward, Da Nang City

**\* Material Trading Enterprise**

Address: 172 Te Hanh Street, Hoa Xuan Ward, Da Nang City

**\* Ho Chi Minh Branch**

Address: Office 2.02, 2nd Floor, Van Do Apartment, 348 Ben Van Don Street, Ward 01, District 4, Ho Chi Minh City

**\* Dak Lak Branch**

Address: 29 Nguyen Chi Thanh Street, Tan An Ward, Dak Lak Province

**\* Central Branch in Khanh Hoa**

Address: 705 Le Hong Phong Street, Nam Nha Trang Ward, Khanh Hoa Province

**\* Gia Lai Branch**

Address: Group 6, Hoi Phu Ward, Gia Lai Province

**\* Quang Ngai Branch**

- Address: 239 Bich Khe Street, Cam Thanh Ward, Quang Ngai City

- *Changes in the members of the Board of Directors:*

+ Mr. Doan Cong Son ceased to serve as a member of the Board of Directors of the Company upon the expiration of the 2020-2025 term, effective from 17/4/2025 in accordance with Resolution No. 197/NQ-ĐHĐCĐ dated 17/4/2025 of the General Meeting of Shareholders;

+ Ms. Pham Thi Minh Trang was elected as an Independent Member of the Board of Directors for the 2025-2030 term, effective from 17/4/2025, in accordance with Resolution No. 197/NQ-ĐHĐCĐ dated 17/4/2025 of the General Meeting of Shareholders.;

+ Mr. Nguyen Anh Hoang ceased to serve as a Member of the Board of Directors of the Company for the 2025-2030 term, effective from 26/8/2025, in accordance with Resolution No. 472/NQ-ĐHĐCĐBT dated 26/8/2025 of the Extraordinary General Meeting of Shareholders;

+ Mr. Phung Vu Anh was additionally elected as a Member of the Board of Directors of the Company for the 2025-2030 term (replacing Mr. Nguyen Anh Hoang), effective from 26/8/2025, in accordance with Resolution No. 472/NQ-ĐHĐCĐBT dated 26/8/2025 of the Extraordinary General Meeting of Shareholders.

- *Changes in the Supervisory Board:*

+ Mr. Le Van Chau ceased to serve as a Member of the Supervisory Board of the Company for the 2025-2030 term, effective from 26/8/2025, in accordance with Resolution



No. 472/NQ-ĐHĐCĐBT dated 26/8/2025 of the Extraordinary General Meeting of Shareholders;

+ Ms. Tran Thanh Ly was additionally elected as a Member of the Supervisory Board of the Company for the 2025–2030 term (replacing Mr. Le Van Chau) , effective from 26/8/2025 , in accordance with Resolution No. 472/NQ-ĐHĐCĐBT dated 26/8/2025 of the Extraordinary General Meeting of Shareholders.

– *Changes in the State Capital Representative (Vietnam Steel Corporation – JSC):*

+ Mr. Nguyen Anh Hoang ceased to serve as the State Capital Representative of Vietnam Steel Corporation – JSC (VNS) at Central Viet Nam Metal Corporation , effective from 18/7/2025 , in accordance with Decision No. 150/QĐ-VNS dated July 18, 2025 of the Board of Directors of VNS;

+ Mr. Phung Vu Anh, Deputy Chief of Office of Vietnam Steel Corporation – JSC, was authorized to act as the State Capital Representative of Vietnam Steel Corporation – JSC (VNS) at Central Viet Nam Metal Corporation , effective from 18/8/2025 2025 , in accordance with Decision No. 166/QĐ-VNS dated 18/8/2025 of the Board of Directors of VNS.

– *Changes in Executive Board:*

+ Mr. Nguyen Anh Hoang ceased to hold the position of General Director of the Company, effective from 21/7/2025 , in accordance with Decision No. 345/QĐ-KKMT dated 18/7/2025 of the Board of Directors;

+ Mr. Doan Cong Son was appointed as General Director of the Company, effective from 21/7/2025, in accordance with Decision No. 346/QĐ-KKMT dated 18/7 2025 of the Board of Directors;

+ Ms. Nguyen Dang Loan was appointed as Deputy General Director of the Company, effective from 21/7/2025, in accordance with Decision No. 347/QĐ-KKMT dated 18/7/2025 of the Board of Directors

+ Mr. Nguyen Thanh Tuan ceased to hold the position of Deputy General Director of the Company, effective from 26/8/2025, in accordance with Decision No. 468/QĐ-KKMT dated 26/8/2025 of the Board of Directors;

+ Mr. Phung Vu Anh was appointed as Deputy General Director of the Company, effective from 1/9/2025, in accordance with Decision No. 486/QĐ-KKMT dated 29/8/2025 of the Board of Directors..

– *Changes in the organizational structure and network:*

+ On 31/7/2025 he Board of Directors issued Decision No. 400/QĐ-KKMT regarding the establishment of the Investment and Development Department of Central Viet Nam Metal Corporation, effective from 01/8/2025;

+ On 20/11/2025, the Board of Directors issued Decision No. 619/QĐ-KKMT regarding the establishment of the Legal Department of Central Viet Nam Metal Corporation , effective from 20/11/2025.

- Subsidiaries and associated companies: None.

4. *Development Orientation:*

- The Company's Key Objectives:

+ Focusing on the steel trading business as the core activity, ensuring sustainable growth;



+ Diversify product offerings, expand business sectors and industries, develop service activities, and maximize shareholder profits.

- Medium- and Long-Term Development Strategy:

Maintain sustainable growth, establish itself as a leading and reputable steel distributor in Central Vietnam and nationwide; restructure assets to optimize the utilization of existing real estate, and enhance financial capacity in alignment with the company's long-term development strategy.

- Sustainable Development Goals (Environment, Society, and Community) and Key Short- and Medium-Term Programs:

The company is always committed to and effectively implements environmental protection efforts, maintaining a green, clean, and beautiful working environment. It actively participates in poverty alleviation, charitable activities, and social and community initiatives.

#### 5. Risks:

- The complex developments in global geopolitics, rising inflation amid economic stagnation, declining demand, and unpredictable fluctuations in material and raw material prices;

- Risks related to the instability of credit, monetary, and interest rate policies, making it difficult for many businesses to adapt in time. Legal risks concerning land, real estate, investment management, and bidding....issues that have persisted for years—affect business partners and customers, impacting the company's trading activities.

In addition, the Company's business operations may be affected by force majeure risks such as wars, epidemics, natural disasters, fires, etc. Although these risks rarely occur, they may directly or indirectly impact the Company's business activities. Therefore, the management of CEVIMETAL consistently monitors information in a timely manner and ensures effective communication and awareness, while maintaining flexibility in adjusting operational policies and management practices in order to minimize the likelihood and potential impacts of such risks.

## II. Business Performance During the Year

### 1. Business Operations Performance:

- Business performance results for the year:

In 2025, Vietnam's GDP reached 8.02%, inflation was kept under control, and public investment continued to be a bright spot with 564 projects and works commenced nationwide, with a total investment of over VND 5.14 quadrillion. Of this amount, private capital accounted for VND 3.84 quadrillion (74.6%), while state capital accounted for VND 1.3 quadrillion (25.4%). Meanwhile, the steel market experienced oversupply, with intense competition in terms of pricing and market share. Manufacturers and trading companies faced numerous challenges.

The steel market remained oversupplied, demand recovered slowly, and competition for price and market share intensified. At the same time, rising input costs and increasing financial pressure reduced business efficiency and profit margins. Under these challenging market conditions, with the close leadership and direction of the Board of Directors, the Executive Board proactively organized management and business operations and implemented appropriate sales policies to ensure stable development and financial safety. As a result, key indicators such as revenue and sales volume exceeded the 2025 plan and recorded growth compared to 2024. However, the profit target did not meet the plan assigned by the Board of Directors and decreased compared to the same period in 2024. Nevertheless, employees' income and living standards continued to improve.



- Performance compared to the plan:

Indicators	Actual in 2024	Plan in 2025	Actual in 2025	Increase/decrease (+/-) compare with	
				Plan in 2025	Same period 2024
1. Total Revenue (million VND)	4,576,289	4,600,000	5,314,054	115.5%	+ 16.1%
2. Total Sales Volume (tons)	382,145	364,000	400,279	116.3%	+ 4.7%
3. Profit Before Tax (million VND)	14,937	14,000	10,437	74.5%	- 30.2%

2. Organization and Human Resources:

- List of the Executive Board and Chief Accountant:

No.	Full name	Position	Number of Shares Owned – Individual or Representative	Ownership Percentage of Charter Capital (%)
1	Nguyen Anh Hoang	General Director (to 21/7/2025)	2,262,854 shares (Representative of Vietnam Steel Corporation's Capital till 18/7/2025)	22,98%
2	Doan Cong Son	General Director (from 21/7/2025)	-	-
3	Nguyen Dang Loan	Deputy General Director (from 21/7/2025)	-	-
4	Nguyen Thanh Tuan	Deputy General Director (to 26/8/2025)	-	-
5	Phung Vu Anh	Deputy General Director (from 01/9/2025)	2,262,854 shares (Representative of Vietnam Steel Corporation's Capital from 18/8/2025, replacing Nguyen Anh Hoang)	22,98%
6	Nguyen Dang Loan	Chief Accountant (to 21/7/2025)	-	-

- Number of Employees: as of 31/12/2025, the Company had a total of 82 employees, including 29 women.

3. Investment Situation and Project Implementation Status:

a) Major Investments:

(Unit: million VND)

No.	Item	Total	Annual	Actual in Year
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		Investment Amount	Disbursement Plan 2025	2025
1	Project: Office Tower for Lease at 16 Thai Phien, Da Nang City (Investment Preparation - Market Research)	500	500	0
	<b>TOTAL</b>	<b>500</b>	<b>500</b>	<b>0</b>

In 2025, the Company initially carried out preparatory activities related to the Project, including gathering information on the land-use planning of the site, conducting a preliminary market survey, and developing initial concepts for the project development plan. However, the Company has not yet engaged a professional consulting firm to conduct a comprehensive market study, including an analysis of the land's potential and recommendations on investment plans and appropriate development models for the project. Therefore, no disbursement costs were incurred in 2025.

Currently, the project is in the preparation stage. The Company will continue to study and finalize the investment plan and develop an implementation roadmap for the coming years.

b) Subsidiaries, affiliated companies: None.

4. Financial situations:

a) Financial situations:

Unit: VND 1,000

Indicators	Year 2024	Year 2025	% increase (+) / decrease (-)
1. Total asset value	793,301,360	774,787,062	- 2.33%
2. Net revenue	4,576,289,366	5,314,054,160	+ 16.1%
3. Profit from business activities	14,927,300	10,437,689	- 30.08%
4. Other profits	9,592	- 474	
5. Profit before tax	14,936,893	10,437,215	- 30.13%
6. Profit after tax	10,724,365	6,248,795	- 41.74%
7. Ratio of dividend payout/ Charter capital	8%	0%	

Note: According to Resolution No. 197/NQ-ĐHĐCĐ dated April 17, 2025, the dividend payout ratio for 2025 approved by the Annual General Meeting of Shareholders is 6%. However, as the Company's profit in 2025 reached only 74.5% of the planned target, and the Company will require capital in 2026 to implement the Office Building for Lease Project at 16 Thai Phien, Da Nang (with an estimated total investment of VND 200 billion), the Company proposes not to distribute dividends

b) Key financial indicators:

Indicators	Unit	Year 2024	Year 2025
1. Liquidity indicators			



Current ratio	times	1.098	1.092
Quick ratio	times	1.035	1.05
<b>2. Capital structure indicators</b>			
Debt-to-Total Assets Ratio	times	0.825	0.824
Debt-to-Equity Ratio	times	4.72	4.69
<b>3. Operating capacity indicators</b>			
Inventory turnover ratio	times	90.5	275
Total asset turnover ratio	times	5.74	6.78
<b>4. Profitability indicators</b>			
Net Profit after Tax / Net Revenue Ratio	%	0.234	0.12
Net Profit after Tax / Equity Ratio (ROE)	%	7.732	4.59
Net Profit after Tax / Total Assets Ratio (ROA)	%	1.352	0.81
Operating Profit / Net Revenue Ratio	%	0.326	0.2

5. Shareholder structure, changes in owner's investment capital:

a) Shares:

- Total of shares and types of outstanding shares: 9,846,562 shares, which are common shares

- Number of freely transferable shares under legal regulations: 9,846,562 shares.

b) Shareholder structure: As of 03/3/2026, there are 239 shareholders, including:

No.	Shareholder	Share quantity	Ownership ratio / Charter capital (%)	Shareholder quantity
1	<b>Major shareholders (owning 5% or more of the share capital)</b>	<b>8,640,224</b>	<b>87.74%</b>	<b>03</b>
	- Domestic	8,640,224	87.74%	03
	- Foreign	-	-	-
2	<b>Other shareholders</b>	<b>1,206,338</b>	<b>12.26%</b>	<b>236</b>
	- Domestic	1,204,621	12.24%	234
	- Foreign	1,717	0.02%	02



<b>Total</b>	<b>9,846,562</b>	<b>100%</b>	<b>239</b>
- Domestic	9,844,845	99.98%	237
- Foreign	1,717	0.02%	02

\* Major shareholder list:

No.	Major shareholder	Address	Share quantity	Ownership ratio / Charter capital (%)
1	Vietnam Steel Corporation – JSC	91 Lang Ha, Dong Da Ward, Hanoi City, Vietnam	3,771,424	38.30%
2	Ms. Pham Huynh Thao Tran	38 Nguyen Truyen Thanh Street, Binh Thuy Ward, Can Tho City	2,444,700	24.82%
3	Ms. Nguyen Quynh Hoa	No. 01/A11, Quarter 11, Tan Trieu Ward, Dong Nai Province	2,424,100	24.62%
	<b>Total</b>		<b>8,640,224</b>	<b>87.74%</b>

\* Maximum foreign ownership ratio: 0% (according to Official Letter No. 6595/UBCK-PTTT dated October 4, 2022, from the State Securities Commission of Vietnam).

c) Changes in owner's investment capital: None.

d) Treasury stock transactions: None.

e) Other securities: Central Viet Nam Metal Corporation received 1,000,000 shares, equivalent to VND 10,000,000,000, from Hoa Binh Construction Group Joint Stock Company (stock code: HBC) for debt conversion. As of December 31, 2025, the Company has made a provision of VND 3.7 billion for this investment.

6. *Company's Environmental and Social Impact Report:*

6.1. *Water consumption:*

The company has implemented measures to handle and complete the drainage system, and has signed a contract for the supply of domestic water with a competent and reputable provider, ensuring no environmental impact. The amount of water consumed for the Cevimetal Building in 2025 was 2,286 m<sup>3</sup>, supplied by Da Nang Water Supply Joint Stock Company (Dawaco), with water quality meeting hygiene and safety standards as regulated by the Ministry of Health.

6.2. *Compliance with environmental protection laws*

a) Number of violations and penalties for non-compliance with environmental laws and regulations: None.

b) Total amount of fines for violations due to non-compliance with environmental laws and regulations: None.

- The company is committed to always complying with environmental protection laws, controlling pollution, and conserving water resources..., with the goal of promoting a greener and cleaner lifestyle. The company's staff actively participate in and support environmental initiatives organized and launched by local authorities and other levels of government;

- Priority is given to strengthening the application of new and green construction



materials in construction works and new investment projects, in a direction that is environmentally friendly.;

- Periodically monitor the consumption of water, electricity, and materials; and promote awareness of resource-saving practices among the Company's employees for proper implementation;

- Actively promote and raise awareness among the Company's employees regarding environmental protection and climate change response.

### 6.3. Labor-related policies

a) Number of employees, average salary for employees:

\* Number of employees:

No.	Classification	Quantity(person)	Ratio (%)
<b>A</b>	<b>By educational level</b>	<b>82</b>	<b>100%</b>
1	University, College	65	79%
2	<b>Intermediate, Basic-level</b>	10	12%
3	Unskilled labor	07	9%
<b>B</b>	<b>By labor contract</b>	<b>80</b>	<b>100%</b>
1	Fixed-term contract	63	79%
2	Indefinite-term contract	17	21%
<b>C</b>	<b>By gender</b>	<b>82</b>	<b>100%</b>
1	Male	53	65%
2	Female	29	35%

\* Average income:

Indicators	Year 2023	Year 2024	Year 2025
Total of employees (people)	79	85	82
Average income (VND/person/month)	15,300,000	16,500,000	16,693,000

In 2025, the company continued to implement a salary system based on employee performance (KPI), with salary principles according to the job title of each individual and department. This system aims to encourage employees to work actively and complete their assigned tasks effectively. Employees' wages and income depend on productivity, quality, job performance, and their contribution, in alignment with the company's business situation.

The income of employees includes: salary based on work performance, allowances (if any), and bonuses. Employees' salaries are within the salary grade specified, with each job position corresponding to a specific salary grade in the company's salary table. The company's salary scale and table are always adjusted and updated when there are changes in external factors (such as inflation, price fluctuations, and labor market salaries, particularly in the steel industry) or internal factors (such as business strategy, salary fund, and the company's business performance). In addition, the company also applies a performance-based bonus policy for each department/individual, based on labor productivity and the company's business results.

As of 31/12/2025, the total number of employees in the company is 82 persons



((including 29 females), an increase of 11 people and a decrease of 14 people. The average income of employees is 16.7 million VND/person/month, an increase of 1,2% compared to 2024. At the end of the year, the company has no salary arrears or outstanding social insurance contributions for employees.

b) Labor policies to ensure the health, safety, and welfare of employees include the following:

Ensuring labor safety is the top priority of the company in its daily operations. Every year, the company inspects the working conditions of employees, especially those working directly, to ensure compliance with labor safety requirements as per regulations. Employees working in particularly hazardous environments are provided with regular training on labor safety and hygiene, and are issued Occupational Safety Cards as required by the government.

In implementing the Collective Labor Agreement signed between the Employer and the Employees' Representative, in 2025 the Company organized periodic in-depth health check-ups for employees; arranged visits for employees to the Dien Ban District Cemetery and a team-building program at Whale Park Beach; participated in exchange and cooperation programs with Tay Do Steel Co., Ltd. and other units in the steel industry combined with tourism in the Mekong Delta provinces; organized the 'Trade Union Meal' program and provided cooling products during Workers' Month; celebrated employees' birthdays and offered visits and support to employees' families in cases of illness or bereavement; coordinated with the Trade Union to present rewards to employees' children who achieved outstanding academic results at the city and national levels in the 2024–2025 academic year; organized gatherings and networking events for female employees on the occasion of International Women's Day (March 8) and the anniversary of the establishment of the Vietnam Women's Union (October 20); and ensured proper care and full implementation of all regimes and policies for employees in accordance with legal regulations.

c) Employee training activities:

The Company's Management Board consistently creates opportunities for employees to participate in professional training courses and internal training programs to enhance management capacity and professional expertise, particularly in sales and marketing skills. The quality of the workforce is given special attention through recruitment, training, and retraining activities. In 2025, the Company sent its staff and employees to attend various professional training courses such as 'Construction Investment Project Management', 'Corporate Governance', 'Updates on Social Insurance Policies 2025: New Points and Implementation Guidelines', 'Building Corporate Culture and Working in a Multicultural Environment', and AI-related training programs. The Company also cooperated with Industrial Inspection Center No. 1 to organize training and issue Occupational Safety and Hygiene Certificates/Cards for staff and employees performing jobs with strict occupational safety requirements in accordance with legal regulations. In addition, the Company coordinated with the Fire Prevention and Fighting and Rescue Police Department of Da Nang City to organize communication and dissemination of legal knowledge on fire prevention and fighting, as well as to conduct fire-fighting, rescue, and evacuation drills, and provide emergency escape skills training for staff, employees, and workers working at the Cevimetal Building.

#### *6.4. Report on corporate social responsibility to the local community*

Over the years, along with promoting and developing its business operations, the Company has always paid special attention to social welfare activities. The Company's leadership and employees consider this an important mission as well as a responsibility and commitment to the community and society, contributing to the development of a civilized society.



The Company is fully aware of its responsibility to the community and strives to bring benefits to society. The spirit of solidarity and mutual support is demonstrated through the active participation of the Company's staff and employees in social welfare activities through their own efforts and contributions. The Company actively participates in charitable and social programs and poverty reduction initiatives in the local community, such as providing monthly financial support to the Da Nang Center for the Care of Agent Orange Victims and Disadvantaged Children, and joining and accompanying the program 'Spring of Love – Lunar New Year At Ty 2025...'. In 2025, the Company contributed a total of VND 299 million to social and charitable activities.

### III. Report and Evaluation by the Executive Board on Company Overall Situation in 2025

#### 1. Evaluation of Business Performance Results:

- Overview analysis of the company's performance compared to the plan:

+ Total revenue: VND 5,314 billion, achieving 115.5% of the annual plan and increasing 16.1% compared to the same period in 2024;

+ Sales volume: 400,279 tons, achieving 116.3% of the annual plan and increasing 4.7% compared to the same period in 2024 (excluding cement sales volume of 44,765 tons);

+ Profit before tax: VND 10.437 billion, achieving 74.5% of the annual plan and decreasing by 30% compared to the same period in 2024.

#### \* General assessment:

- Sales volume in 2025 recorded strong performance, particularly with significant growth in construction steel sales;

- The Company's customer base and market share across various market areas remained stable and continued to grow;

- Sales volume of Southern Steel and Vinakyoei Steel increased significantly compared to 2024, reflecting the strong relationship and effective coordination with units within the VNSTEEL system;

- Business operations of the Company's affiliated units were profitable, with revenue and sales volumes higher than the previous year. Notably, the sales of Southern Steel and Vinakyoei Steel recorded strong growth compared to 2024;

- Revenue from office, warehouse, and yard leasing services remained stable, with the occupancy rate reaching 100% from September 2025.

Overall, the Company's business operations continued to grow. Revenue and sales volume exceeded the 2025 plan and increased compared to the same period in 2024. However, the profit target did not meet the plan assigned by the Board of Directors and decreased compared to the previous year.

- Achievements made by the Company:

+ Capital and asset management in 2025 was carried out effectively, ensuring timely repayment of bank loans; financial ratios remained within safe and controllable limits;

+ The recovery of bad debts was implemented relatively well. In 2025, the Company recovered VND 1.6 billion, thereby reducing the ratio of doubtful debts to total receivables from 3% in 2024 to 2% in 2025.

#### 2. Financial situation:

a) Asset status:

(Unit: VND 1,000)



Item	Until 31/12/2024	Until 31/12/2025	Increase/Decrease (+/-)
<b>1. Total assets</b>	<b>793,301,360</b>	<b>774,787,062</b>	<b>- 18,514,298</b>
Short-term assets	718,553,988	697,569,059	- 20,984,929
Long-term assets	74,747,372	77,218,003	+ 2,470,631
<b>2. Total capital</b>	<b>793,301,360</b>	<b>774,787,062</b>	<b>- 18,514,298</b>
Liabilities	654,598,415	638,612,571	- 15,985,844
Owner's Equity	138,702,945	136,174,491	- 2,528,454

As of December 31, 2025, the Company's total assets decreased compared to the beginning of the year ( by VND 18.5 billion).

**b) Liabilities Status:**

- As of December 31, 2025, the Company's total liabilities amounted to VND 638.61 billion, of which short-term bank loans accounted for the majority at VND 597.58 billion. These liabilities are adequately supported by the Company's payment balancing sources as presented in the above analysis.;

- Analysis of overdue liabilities, the impact of exchange rate differences on the Company's business performance, and the impact of interest rate differences: None.

**3. Improvements in organizational structure, policies, and management:**

- Gradually enhance corporate governance capacity; continue maintaining and developing solutions such as the electronic office system, e-invoice software, and the Fast Business Online enterprise management software; apply the Company's brand identity system; and continue improving and upgrading the business-accounting management software as well as the Company's salary scale and payroll system in order to improve management efficiency and the overall governance and operation of the Company's activities;

- Regularly update the database of economic contracts, review debt management practices, and build a data analysis system for business operations and labor across the Company;

- Continue to adjust, supplement, and improve the quality of the workforce in order to increase productivity and efficiency, meeting the Company's future development requirements.

**4. Future Development Plan:**

- Focus on steel trading as the core business, striving for an annual growth rate of 5-10%. Ensure effective cash flow circulation and balance while enhancing the reputation, image, and brand of Cevimetal;

- Research and develop additional products and business lines to diversify the Company's product portfolio, expand business sectors and fields, and develop service activities to increase revenue in support of the core business, based on safe and efficient capital utilization, thereby contributing to the overall efficiency of the Company;

- Review the current asset structure and reallocate/rotate existing assets and facilities to ensure financial targets are met, improve efficiency, and strengthen the Company's operational capacity.

**5. Explanation of the Executive Board regarding the auditor's opinion (if any):** None



**6. Report on the company's environmental and social responsibility assessment :**

**a. Assessment of environmental indicators.:**

Environmental protection is the responsibility of every staff member, employee, and worker. The Company strictly complies with legal regulations on environmental protection and the management and treatment of domestic waste. It continuously promotes communication and awareness to enhance the sense of responsibility of staff and employees in environmental protection, maintaining the surrounding landscape of the workplace and regularly fostering a green-clean-pleasant working environment within the Company.

**b. Assessment related to labor issues:**

People are the decisive factor in the development of an enterprise. Therefore, the Company always pays close attention to the well-being of its employees so that they can work with peace of mind and maintain long-term commitment to the Company. At the same time, the Company strives to attract highly qualified human resources to meet the requirements for its sustainable development in the coming years. In 2025, the Company ensured stable employment and continued to increase employees' income. It fully implemented all policies and regimes for employees in cases of labor contract termination, retirement, illness, and health recovery. The Company had no salary arrears or outstanding payments related to employees' social insurance, health insurance, or unemployment insurance.

The Company's leadership regularly shows care and encouragement toward employees. In coordination with the Company's Trade Union and Youth Union, visits were arranged for employees or their family members in cases of illness or bereavement. Monthly birthday celebrations were organized for employees, and timely commendations and rewards were given to staff and employees who achieved outstanding performance in emulation movements and assigned tasks. In addition, the Company supports employees in participating in training programs to enhance their knowledge and professional skills. The Company also fosters a friendly and united working environment that encourages employees' initiative and creativity.

**c. Assessment related to the Company's responsibility toward the local community:**

Social and charitable activities have always been given significant attention by the Company's leadership. The Company actively participates in and supports community-oriented and social initiatives, contributing financial resources to local programs for social welfare and poverty reduction. The voluntary participation in social welfare programs at the local level demonstrates the Company's sense of responsibility toward the community and society.

**IV. The Board of Directors' assessment of the Company's operations**

**1. The Board of Directors' assessment of the Company's operations, including the evaluation of environmental and social responsibilities.**

During the past year, the Company's Board of Directors provided leadership and direction to successfully achieve the key objectives. Revenue and sales volume exceeded the targets assigned under the Resolution of the General Meeting of Shareholders and recorded growth compared to the same period in 2024, although the profit target was not achieved. Mass organizations within the Company (the Party Organization, Trade Union, and Youth Union) maintained good coordination with the Executive Management, operated actively, and participated in activities organized by higher-level authorities. At the end of the year, the Company was evaluated and classified as "Successfully Completed Assigned Tasks" and received commendation from the supervising authorities.



- Business operations: Although the domestic and global markets experienced many unpredictable fluctuations and steel supply continued to exceed demand, with the steel industry still facing difficulties, the Executive Management timely assessed and forecasted market developments. As a result, the Company was able to seize business opportunities and implement appropriate solutions to maintain operational efficiency, although the results did not fully meet expectations;

- Finance, accounting, and receivables management: These areas were given due attention, both facilitating business operations and ensuring effective control over cash flows, inventory, and receivables. However, the risk of bad debts remains, as some affiliated units have not thoroughly evaluated customers' payment capacity. In addition, several customers delayed payments beyond the agreed terms, leading to the occurrence of bad debts;

- Investment activities: Implementation has remained somewhat passive due to limited specialized human resources in certain areas;

- Other operational aspects: Certain improvements were recorded, and the material and spiritual well-being of the Company's employees continued to improve..

- Environmental and social responsibilities: The Company has proactively explored and studied the application of new technologies in line with green growth, sustainable development, and environmental protection. It has also paid attention to allocating appropriate resources to adopt energy-saving technologies, reduce emissions, and promote environmentally friendly operations.

*\* Existing shortcomings and limitations during the past year:*

- Business operations: Sales volume of structural steel, scrap steel, and steel raw materials was lower than the annual plan and lower than the same period in 2024; profit did not reach the targeted level.;

- Receivables management: Debt management did not meet expectations, with overdue and doubtful debts still remaining high, and the recovery rate of bad debts remaining low;

- Investment activities: The preparation and market research for the Office Building for Lease Project at 16 Thai Phien Street, Da Nang City (approved by the General Meeting of Shareholders) have been slow, and the planned research and project preparation steps have not been fully implemented. In the coming period, the Company needs to focus on accelerating the investment preparation process, completing the necessary research contents, and promptly implementing the project in order to effectively utilize the land resources and increase revenue for the Company;

- Organization and labor: The number of management and sales personnel remains limited and insufficient; recruitment of qualified personnel has not yet fully met job requirements.

*2. The Board of Directors' assessment of the performance of the Executive Board*

The Board of Directors supervises and directs the Executive Board in the Company's business and management activities through resolutions, decisions, and regular meetings. Several members of the Board of Directors have also participated in briefing meetings and certain important meetings of the Executive Board. In 2025, the Executive Board closely followed the resolutions of the Board of Directors and implemented the Company's business activities in accordance with the resolutions of the General Meeting of Shareholders and the resolutions and decisions of the Board of Directors. The Board of Directors highly appreciates the efforts of the Executive Board, which implemented many proactive and flexible solutions, thereby achieving relatively positive results. However, the results did not



fully meet the targets assigned by the General Meeting of Shareholders and the Board of Directors and declined compared to the same period in 2024.

The Executive Board has regularly monitored market developments and fluctuations in order to propose appropriate and flexible solutions, bringing efficiency to management and business operations. The management and leasing of office space and warehouses generated positive results. Financial management and receivables management have improved compared to 2024, with no new bad debts arising. This reflects significant efforts by the Company's Executive Board over the past year.

Nevertheless, the Executive Board should continue implementing sales policies closely linked with receivables management. Business organization should be carried out prudently, focusing on developing reputable major customers with strong payment capacity, as well as commercial customers, while expanding retail sales or direct sales to end users in order to increase sales volume and improve cash flow circulation. Priority should be given to cash sales, sales with bank guarantees, or sales secured by collateral. The Executive Board should also continue reviewing and restructuring product lines and business sectors that generate higher efficiency, lower credit risk, and faster capital recovery. At the same time, it should regularly direct and urge departments, affiliated units, and relevant individuals to concentrate resources and time on implementing strong measures and solutions for debt recovery in order to collect overdue and doubtful debts while limiting and preventing the occurrence of new bad debts.

### *3. Plans and orientations of the Board of Directors*

The global economy in 2026 is expected to remain volatile and face several risks, including escalating and widening geopolitical tensions and increasingly intense trade conflicts among major economies. Domestically, the Government continues to promote institutional and legal reforms. The economy is expected to maintain relatively stable growth, driven mainly by public investment. However, it will still be affected by rising interest rates, tighter credit control, and a steel market that continues to face oversupply, intensifying price competition, and low profit margins. In this context, the Board of Directors will continue to strengthen its activities in accordance with the authority and responsibilities prescribed by law and the Company's Charter, while formulating flexible policies in management and direction in order to achieve the set objectives. The key orientations include:

- Directing the implementation and completion of the 2026 business plan in accordance with the Resolution of the General Meeting of Shareholders.;
- Closely monitoring domestic and global economic and market developments as well as the Company's business operations, analyzing and evaluating relevant information in order to provide timely direction and guidance to the Executive Management for effective implementation of tasks;
- Continuing to research and expand business activities into new products and business sectors, alongside the trading of domestically produced steel, structural steel, and steel production materials.;
- Strengthening inspection and supervision to prevent business risks and ensure capital safety, while focusing on financial management and receivables management and reducing costs to enhance the Company's competitiveness;
- Regularly reviewing, amending, and supplementing the Company's internal governance regulations to ensure compliance with legal requirements and the Company's practical situation; gradually applying digital transformation in corporate governance and management;



- Continuing to review, evaluate, and reorganize the business network and improve workforce quality toward a lean, efficient, and productive structure;
- Directing the provision and disclosure of information in compliance with legal regulations.

#### V. Corporate governance

##### 1. Board of Directors

a) Members and structure of the Board of Directors: 05 members, including:

No.	Member	Position	Date of appointment	Date of dismissal
1	Mr.Huynh Trung Quang	Chairman of the Board	17/4/2025	-
2	Mr.Nguyen Anh Hoang	Board Member, General Director	17/4/2025	26/8/2025
3	Mr.Pham Thanh Lam	Non-executive Board Member	17/4/2025	-
4	Mr.Nguyen Van Bon	Non-executive Board Member	17/4/2025	-
5	Ms. Pham Thi Minh Trang	Independent Member of the Board of Directors	17/4/2025	-
6	Mr.Doan Cong Son	Non-executive Board Member		17/4/2025
7	Mr.Phung Vu Anh	Board Member, Deputy General Director	26/8/2025	

**- Mr. Huynh Trung Quang, Chairman of the Board of Directors:**

+ Year of birth: 1957

+ Professional qualification: Electrical Engineer

+ Number of state-owned shares: 0 shares, representing 0% of the voting shares.

+ Number of individually owned shares: 2,913 shares, accounting for 0.029% of voting shares;

+ Positions held at other organizations: General Director of Tay Do Steel Co., Ltd

**- Mr. Nguyen Anh Hoang – Member of the Board of Directors (until August 26, 2025);  
General Director (until July 21, 2025)**

+ Year of birth: 1969

+ Professional qualification: Bachelor of Economics

+ Number of state capital representative shares (Vietnam Steel Corporation – JSC, until July 18, 2025): 2,262,854 shares, representing 22.98% of the voting shares.

+ Number of individually owned shares: 0 shares, accounting for 0% of voting shares;

+ Positions held at other organizations: None.

**Mr. Phung Vu Anh – Member of the Board of Directors (from August 26, 2025);  
Deputy General Director (from September 1, 2025)::**

+ Year of birth: 1982



- + Professional qualification: Master of Business Administration
- + Number of state capital representative shares (Vietnam Steel Corporation – JSC, from August 18, 2025, replacing Mr. Nguyen Anh Hoang): 2,262,854 shares, representing 22.98% of the voting shares;
- + Number of personally owned shares: 0 shares, representing 0% of the voting shares;
- + Positions held in other companies: Member of the Board of Directors of Thach Khe Iron Joint Stock Company; Chairman of the Members' Council of Nippovina Co., Ltd.
- **Mr. Pham Thanh Lam – Non-executive Member of the Board of Directors:**
  - + Year of birth: 1978
  - + Professional qualification: Metallurgical Engineer
  - + Number of state capital representative shares (Vietnam Steel Corporation – JSC): 1,508,570 shares, representing 15.32% of the voting shares
  - + Number of personally owned shares: 0 shares, representing 0% of the voting shares
  - + Positions held in other companies: Chairman of the Board of Directors of VNSTEEL Thang Long Coated Steel Joint Stock Company; Member of the Members' Council of Viet Nhat Mechanical Co., Ltd.; Head of the Technical and Investment Department of Vietnam Steel Corporation – JSC.
- **Mr. Nguyen Van Bon – Non-executive Member of the Board of Directors:**
  - + Year of birth: 1972
  - + Professional qualification: Bachelor of Economics
  - + Number of state-owned shares: 0 shares, representing 0% of the voting shares
  - + Number of personally owned shares: 0 shares, representing 0% of the voting shares
  - + Positions held in other companies: Director of Dong Tam Paper Cooperative.
- **Ms. Pham Thi Minh Trang – Independent Member of the Board of Directors:**
  - + Year of birth: 1990
  - + Professional qualification: Master's degree
  - + Number of state-owned shares: 0 shares, representing 0% of the voting shares
  - + Number of personally owned shares: 0 shares, representing 0% of the voting shares
  - + Positions held in other companies: Deputy General Director in charge of Business at COSEVCO Ceramic Tiles Joint Stock Company.
- **Mr. Doan Cong Son – Non-executive Member of the Board of Directors (until April 17, 2025):**
  - + Year of birth: 1979
  - + Professional qualification: Bachelor of Economics
  - + Number of personally owned shares: 0 shares, representing 0% of the voting shares
  - + Positions held in other companies: Deputy Director of Central Books and Cultural Products Joint Stock Company.

b) Committees under the Board of Directors:

The Debt Recovery Committee was established under Decision No. 172/QĐ-KKMT dated May 24, 2019 and was restructured under Decision No. 399/QĐ-KKMT dated July 31,



2025. The Committee consists of seven members, with the Chairman of the Board of Directors serving as the Head of the Committee.

c) Activities of the Board of Directors:

In its role as the representative of the interests of investors and shareholders, the Board of Directors has properly fulfilled its responsibilities, authority, and the resolutions adopted by the General Meeting of Shareholders during 2025. All proposals of the Board of Directors were carefully considered and complied with applicable laws as well as the Internal Corporate Governance Regulations and the Operational Regulations issued based on the Company's Charter. In addition, the Board of Directors regularly updates new regulations under the amended Law on Enterprises, the Law on Securities, and guiding legal documents issued by relevant ministries and authorities (such as Decrees and Circulars) in order to make timely adjustments and adopt decisions in compliance with current regulations, thereby helping the Company maintain stable business operations and adapt to market fluctuations.

In 2025, the Board of Directors held 07 meetings to review, evaluate, and approve the following key matters:

No.	Content	Number of attending members	Approval rate	Date
1	Review of business results for the fourth quarter and the full year of 2024; implementation of the business plan for the first quarter of 2025	4/4	100%	14/02/2025
2	Election of the Chairman of the Board of Directors for the 2025–2030 term	5/5	100%	17/4/2025
3	Review of business results for the first quarter and implementation of the business plan for the second quarter of 2025	5/5	100%	16/5/2025
4	Review of business results for the 2 <sup>nd</sup> quarter and the first six months of 2025; implementation of the business plan for the 3 <sup>rd</sup> quarter of 2025 and approval of several other matters	5/5	100%	05/7/2025
5	Dismissal and appointment of the General Director, Deputy General Directors, and Chief Accountant of the Company	5/5	100%	18/7/2025
6	Approval of the authorization for the General Director to sign credit limit agreements and loan agreements with banks in Da Nang (Agribank, VietinBank, Techcombank, BIDV, MSB, VIB, SeABank, and Vietcombank).	5/5	100%	21/7/2025
7	Review of business results for the 3 <sup>rd</sup> quarter and the first nine months of 2025; implementation of the business plan for the 4 <sup>th</sup> quarter of 2025 and approval of several other matters.	5/5	100%	01/11/2025

In addition to regular meetings, the Board of Directors also sought written opinions from its members to approve other matters in order to support the governance and management of the Company's operations



d) Activities of Non-executive Member of the Board of Directors. Activities of subcommittees in the Board of Directors:

Non-executive members of the Board of Directors have effectively fulfilled their roles and responsibilities; actively participated in all meetings and activities of the Board, contributing critical insights and constructive feedback to other Board members and the Executive Board during meetings.

e) List of Board of Directors members with corporate governance training certifications. List of Board of Directors members participating in corporate governance programs:

Mr. Nguyen Anh Hoang, member of the Board of Directors, General Director: participated in the Corporate governance training program of Public Joint-Stock Company from 20/7/2016 to 21/7/2016 in Da Nang that was organized by the Scientific Research and Securities Training Center under the State Securities Commission. He was awarded a Certificate of Course Completion no. 13 QTCT 141/QĐ-TTNC on 9/8/2016;

- Members of the Supervisory Board, other management officer participated in corporate governance training:

+ Mr. Tran Nguyen Hoang Nam Thanh Tuan, Head of the Supervisory Board: participated in the Corporate governance training program of Public Joint-Stock Company on 31/7/2010 in Da Nang that was organized by the Scientific Research and Securities Training Center under the State Securities Commission. He was awarded a Certificate of Course Completion no.35 QTCT 40/QĐ-TTNC on 19/8/2010;

+ Mr. Huynh Ngoc Tuan, Corporate Governance Officer and Company Secretary: participated in the "Corporate governance" training program of Public Joint-Stock Company from 24/10/2013 to 25/10/2013 in Da Nang that was organized by the Scientific Research and Securities Training Center under the State Securities Commission. He was awarded a Certificate of Course Completion no.35 QTCT 285/QĐ-TTNC on 15/11/2013;

+ Ms. Nguyen Dang Loan, Deputy General Director and Person Authorized to Disclose Information, participated in the training program 'Corporate Governance' for Public Joint Stock companies from 15/05 to 16/05/2025 in Da Nang City. The program was organized by the Institute for Human Resources and Business Development – University of Economics Ho Chi Minh City, and she was awarded a Certificate of Completion under Decision No. 149/QĐ-ĐHKT-VPTNNLKD dated 24/05/2025.

*2 Supervisory Board:*

a) Members and structure of the Supervisory Board:

No.	Member	Position	Date of appointment	Date of dismissal
1	Tran Nguyen Hoang Nam Thanh Tuan	Head of the Supervisory Board	17/4/2025	
2	Nguyen Thi Huyen	Member of the Supervisory Board	17/4/2025	
3	Le Van Chau	Member of the Supervisory Board	17/4/2025	26/8/2025
4	Tran Thanh Ly	Member of the Supervisory Board	26/8/2025	

- Mr. Tran Nguyen Hoang Nam Thanh Tuan, Head of the Supervisory Board:



Number of individually owned shares: 19 shares, accounting for 0.00019% of voting shares;

- Ms. Nguyen Thi Huyen, Member of the Supervisory Board:

Number of individually owned shares: 0 shares, accounting for 0% of voting shares;

- Mr. Le Van Chau – Member of the Supervisory Board (elected at the Annual General Meeting of Shareholders on 17/04/2025 and dismissed at the Extraordinary General Meeting of Shareholders on 26/08/2025):

Number of individually owned shares: 1,000 shares, accounting for 0.010% of voting shares;

- Ms. Tran Thanh Ly – Member of the Supervisory Board (elected at the Extraordinary General Meeting of Shareholders on 26/08/2025, replacing Mr. Le Van Chau):

Number of individually owned shares: 0 shares, accounting for 0% of voting shares.

b) Activities of the Supervisory Board:

No	Content	Number of attending members	Approval rate	Date
1	Meeting to elect the Head of the Supervisory Board for the 2025–2030 term	3/3	100%	17/4/2025
2	Implementation of the 2025 supervisory plan	3/3	100%	25/4/2025
3	Proposal to select the auditing firm for 2025	3/3	100%	09/5/2025
4	Implementation of the review of the financial statements for the first six months of 2025	3/3	100%	30/6/2026
5	Approval of the reviewed financial statements for the first six months of 2025	3/3	100%	22/7/2025
6	Reassignment of responsibilities within the Supervisory Board following the election of a new member at the Extraordinary General Meeting of Shareholders on 26/8/2025	3/3	100%	03/9/2025
7	Implementation of the review of business operations for the 3 <sup>rd</sup> quarter of 2025	3/3	100%	03/10/2025
8	Implementation of the appraisal of the 2025 financial statements, business performance reports, and corporate governance activities	3/3	100%	30/12/2025

In addition, the Head of the Supervisory Board attended meetings of the Board of Directors and participated in all monthly, quarterly, and annual briefing meetings of the Company, raising questions on issues discussed at the meetings of the Board of Directors. During its operations, the Supervisory Board received cooperation and support from the Board of Directors, the Executive Board, as well as the Company's functional departments and affiliated units, enabling the Supervisory Board to fulfill the duties assigned by the General Meeting of Shareholders..

*3. Transactions, remuneration and benefits of the Board of Directors, the Executive Board, the Supervisory Board and managers.*



a) Salary, bonus, remuneration, and benefits:

(ĐVT: đồng)

No	Full name	Title	Salaries, bonuses and benefits	Remunerations
1	Huynh Trung Quang	Chairman of the Board of Directors	766,605,769	
2	Nguyen Anh Hoang	Member of BOD (from 01/01 - 26/8/2025) General Director (from 01/01 - 21/7/2025)	625,218,700	
3	Nguyen Van Bon	Non-execute member of BOD	321,858,654	
4	Pham Thanh Lam	Non-execute member of BOD	46,110,000	105,000,000
5	Doan Cong Son	Non-execute member of BOD (from 01/01 - 17/4/2025) General Director (from 21/7/2025)	312,502,738	28,500,000
6	Pham Thi Minh Trang	Independent member of BOD (from 17/4/2025)	1,000,000	76,500,000
7	Phung Vu Anh	Member of BOD (from 26/8/2025) Deputy General Director (from 01/9/2025)	114,469,924	
8	Tran Nguyen Hoang Nam Thanh Tuan	Head of Supervisory Board	373,993,078	
9	Nguyen Thi Huyen	Member of the Supervisory Board	20,500,000	70,500,000
10	Le Van Chau	Member of the Supervisory Board (to 26/8/2025) Specialist of Invest. & Devel. Depart.	132,820,430	51,500,000
11	Tran Thanh Ly	Member of the Supervisory Board (from 26/8/2025)		24,000,000
12	Nguyen Dang Loan	Deputy General Director (from 21/7/2025) Chief Accountant (to 21/7/2025)	497,240,438	
13	Nguyen Thanh Tuan	Deputy General Director (to 26/8/2025)	506,375,236	
	<b>Total</b>		<b>3,718,694,967</b>	<b>356,000,000</b>

b) Share transactions of internal persons (major shareholders): On 12/11/2025, Ms. Nguyen Thi Hong Hue, a shareholder holding 2,124,000 shares, representing 21.57% of the charter capital, sold 500,000 KMT shares, and Ms. Nguyen Quynh Hoa purchased 500,000 KMT shares, representing 5.07% of the charter capital. These transactions were carried out through the stock exchange.

c) ) Contracts or transactions between internal persons and affiliated persons of internal persons:



No.	Name of organization/ individual	Relationship with the Company	No. of Resolutions/Decisions of the GMS/BOD approved	Content, quantity, total value of transaction	Note
1	Ho Chi Minh City Metal Joint Stock Company – VNSTEEL	Subsidiary of Viet Nam Steel Corporation-JSC (Major shareholder)	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD	Steel trading; quantity: 3,978 tons; total transaction value: VND 52 billion	
2	Southern Steel One Member Limited Company – VNSTEEL	Subsidiary of Viet Nam Steel Corporation-JSC (Major shareholder)	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD	Steel trading; quantity: 40,936 tons; total transaction value: VND 615 billion	
3	Nha Be Steel Joint Stock Company – VNSTEEL	Subsidiary of Viet Nam Steel Corporation-JSC (Major shareholder)	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD	Steel trading; quantity: 2,733 tons; total transaction value: VND 45 billion	
4	VICASA Steel Joint Stock Company - VNSTEEL	Subsidiary of Viet Nam Steel Corporation-JSC (Major shareholder)	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD	Steel trading; quantity: 858 tons; total transaction value: VND 12 billion	
5	Vingal - VNSteel Industries Joint Stock Company	Subsidiary of Viet Nam Steel Corporation-JSC (Major shareholder)	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD	Galvanizing processing for steel; quantity: 118 tons; total transaction value: VND 866 million	
6	Tay Do Steel Co., Ltd	General Director of Tay Do Steel Co., Ltd is Chairman of the Board of Directors of Cevimetal	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD and Resolution No. 197/NQ-ĐHĐCĐ dated 17/4/2025 of GMS	Trading of billets, scrap, and steel; quantity: 33,645 tons; total transaction	



				value: VND 459 billion	
7	Nine Dragons Import Export Trade Services Limited Company	Affiliated party of the Chairman of the BOD of Cevimetal	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD and Resolution No. 197/NQ-ĐHĐCĐ dated 17/4/2025 of GMS	Steel trading; quantity: 25,246 tons; total transaction value: VND 377 billion	
8	Nghia Phu Co., Ltd	Affiliated party of the member of the BOD of Cevimetal	Resolution No. 122/NQ-KKMT dated 17/02/2025 of BOD	Steel trading; quantity: 7,219 tons; total transaction value: VND 109 billion	

d) Assessment of implementation of corporate governance regulations:

In 2025, the company carried out its governance in accordance with the principles and regulations applicable to publicly listed companies, ensuring that procedures and processes for organizing the Annual General Meeting of Shareholders were conducted properly. The Board of Directors has strictly implemented the resolutions of the Annual and Extraordinary General Meeting of Shareholders, safeguarding shareholders' interests in line with its functions, duties, and authority; successfully achieving its business plan targets while enhancing corporate governance practices in compliance with the established internal regulations.

The activities of the Board of Directors, the Supervisory Board, the Executive Board, and other management levels were fully reported and complied with the Enterprise Law, prevailing legal regulations, and the Company's Charter, ensuring fairness, transparency, and the protection of shareholders' legitimate rights and interests.

The Company has fully complied with corporate governance regulations, promptly reporting and disclosing information in the securities market as required by Circular No. 96/2020/TT-BTC dated 16/11/2020, and Circular No. 68/2024/TT-BTC dated 18/9/2024, issued by the Ministry of Finance, which amended and supplemented certain provisions of Circular No. 96/2020/TT-BTC on information disclosure in the securities market.

VI. Financial Statements

1. Auditor's Opinion:

In our opinion, the Financial Statements present fairly and accurately, in all material respects, the financial position of Central Viet Nam Metal Corporation as of December 31, 2025, as well as its business performance result and cash flows status for the fiscal year then ended, in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System, and relevant legal regulations on the preparation and presentation of financial statements.

2. Audited financial statements:

The audited financial statements for 2025 have been published on the Company's website at [www.cevimetal.com.vn](http://www.cevimetal.com.vn) and include the following:

- Report of the Executive Board;



CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG

- Independent Audit Report;
- Audited Financial Statements;
- Balance Sheet;
- Income Statement;
- Cash Flow Statement;
- Notes to the Financial Statements.

**Recipient :**

- SSC;
- Archived: DC, BOD .

**CONFIRMATION OF COMPANY'S LEGAL  
REPRESENTATIVE**

**GENERAL DIRECTOR  
Nguyen Dang Loan**



**PROPOSAL**  
**Approval of the 2026 Plan**

To: The General Meeting of Shareholders of Central Viet Nam Metal Corporation

Pursuant to the Charter of Central Viet Nam Metal Corporation,

The Board of Directors of Central Viet Nam Metal Corporation respectfully reports to and submits to the General Meeting of Shareholders for consideration and approval the 2026 business and investment plan and the proposed dividend payout as follows:

**1. Business plan:**

- Total sales volume : 460,000 tons;
- Profit before tax : VND 20 billion.

**2. Investment plan:**

*Unit: Million VND*

No	Item	Total Investment Capital	Disbursement Plan for 2026	Expected Implementation Schedule	Remark
<b>A</b>	<b>Newly Commenced Projects</b>				
1	Office Building for Lease Project at 16 Thai Phien Street, Da Nang City	200,000	60,000	2026-2028	Loan capital: VND 140 billion
2	Research on the Project of a Commercial Center and Rental Apartment Building at 404 Le Van Hien Street, Da Nang City	1,000	1,000	2026-2029	
	<b>TOTAL</b>	<b>201,000</b>	<b>61,000</b>		

\* Total investment capital : VND 201,000 million, including:

- Equity capital : VND 61,000 million;
- Loan capital : VND 140,000 million.

**3. Dividend Plan:**

Proposed dividend rate: It is proposed that no dividend be distributed for 2026 in order to supplement the Company's equity capital for its investment projects.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval. /.

**Recipients:**

- As above;
- Filed: AD, BOD.

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

**Huynh Trung Quang**



No.: 22/

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KIM KHÍ MIỀN TRUNG

CÔNG TY  
CỔ PHẦN  
KIM KHÍ  
MIỀN TRUNG

BC-KKMT



Da Nang, March 31<sup>th</sup>, 2026

## REPORT

### ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025 DIRECTIONS AND TASKS FOR 2026

#### I – ASSESSMENT OF THE BOARD OF DIRECTORS ON THE COMPANY’S OPERATIONAL PERFORMANCE IN 2025

##### 1. Assessment of Business Performance:

The global economy in 2025 continued to recover but still contained many potential uncertainties, including competition among major countries, prolonged inflation, rising energy prices, increasingly widespread and complex geopolitical conflicts, and the implementation of monetary tightening policies by many countries

In 2025, Vietnam’s GDP reached 8.02%, inflation was kept under control, and public investment activities continued to be a bright spot, with 564 projects and works commenced nationwide with a total investment of over VND 5.14 quadrillion. Of this amount, private capital accounted for VND 3.84 quadrillion (74.6%), while state capital accounted for VND 1.3 quadrillion (25.4%). The steel market faced oversupply, intense price competition, and fierce competition for market share. Manufacturers and trading companies faced many challenges.

Under the close leadership and direction of the Board of Directors, the General Director proactively managed organizational management, business operations, and sales policies, ensuring stable development and financial safety. As a result, key indicators such as revenue and sales volume exceeded the 2025 plan and increased compared to 2024. However, the profit target achieved only 74.5% of the plan assigned by the Board of Directors, decreasing by 30% compared to the same period in 2024. Meanwhile, employees’ income and living standards continued to improve.

##### a) Business Operations:

- Total revenue: VND 5,314 billion, reaching 115.5% of the plan and increasing by 16.1% compared to 2024;

- Total sales volume: 400,279 tons, reaching 116.3% of the plan and increasing by 18.4% compared to the same period in 2024 (excluding cement sales volume of 44,765 tons);

- Profit before tax: VND 10.437 billion, reaching 74.5% of the plan and decreasing by 30% compared to 2024;

- Average income: VND 16.7 million/person/month, an increase of 1.2% compared to the same period in 2024.

These results are commendable and worthy of recognition, reflecting the efforts and determination of the new Executive Board and the entire staff of the Company, especially in the context of significant changes in the mid- and senior-level leadership team (including the General Director, Deputy General Director, Head of Business Department 2, etc.), as well as the market fluctuations and uncertainties mentioned above.

##### b) Investment Activities:

In 2025, the Company carried out preparatory activities related to the Office Building for Lease Project at 16 Thai Phien Street, Da Nang City, including gathering information on land-use planning, conducting a preliminary market survey, and studying initial concepts for



the project development plan. However, the Company has not yet engaged a professional consulting firm to conduct a comprehensive market study and evaluation, including an analysis of the land's potential and recommendations on appropriate investment options and business models for the project. Therefore, in 2026, the Company will continue to implement the necessary tasks related to this project, with the goal of commencing construction in the 3<sup>rd</sup> quarter of 2026.

## **2. Assessment of the Activities of the Board of Directors:**

Based on the provisions of the law, the Company's Charter, and internal regulations, the Board of Directors has properly performed its functions, duties, and authority in supervising, directing, and issuing resolutions and decisions as the basis for the Executive Board to organize and implement operations.

The Company's Board of Directors held regular quarterly meetings to receive reports from the Executive Board on the results of the Company's operational activities in accordance with the resolutions assigned by the Board of Directors. Members of the Board also attended regular briefings, preliminary reviews, and annual review meetings to jointly analyze and evaluate achievements and shortcomings during each quarter and year, while setting directions and plans for the following quarter and year for the Executive Board to implement. The Board of Directors has acted proactively and flexibly in management and direction to respond to market fluctuations, while promptly updating changes in State management policies to ensure proper implementation.

In addition to regular meetings, the Board of Directors also sought written opinions from its members to evaluate the performance of tasks assigned to the Executive Board, as well as to discuss and agree on directions, tasks, and plans for the following quarter to be implemented by the Executive Board. The resolutions and decisions issued by the Board of Directors are in compliance with applicable laws and the Company's Charter.

The Company's information disclosure has always been timely and compliant with regulations on disclosure content in accordance with Circular No.96/2020/TT-BTC dated 16/11/2020 and Circular No.68/2024/TT-BTC dated 18/9/2024 of the Ministry of Finance amending and supplementing several provisions of Circular No.96/2020/TT-BTC guiding information disclosure in the securities market.

### *\* Other Key Activities:*

- Reviewing the Company's operational performance in 2024 and approving the operational plan for 2025;

- Completing and disclosing on time the Company's audited Financial statements for 2024, the reviewed semi-annual Financial statements for the first six months of 2025, and the quarterly Financial statements;

- Directing the preparation of documents and materials and successfully organizing the Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders in 2025; directing the implementation and full, timely payment of dividends to shareholders in accordance with the resolutions of the General Meeting of Shareholders;;

- Approving the signing of loan agreements with the following banks: BIDV Da Nang, Vietcombank Da Nang, VietinBank Da Nang, Techcombank Da Nang, TPBank Da Nang, Agribank South Da Nang, MSB Da Nang, SeABank, MB Bank, VIB Bank, and HDBank; authorizing the General Director to sign and implement purchase and sale contracts between CEVIMETAL and related companies, as well as goods trading contracts with outstanding balances exceeding 50% of the Company's charter capital in accordance with the Company's regulations and internal rules;



- Approving and selecting AASC Auditing Firm Co., Ltd. as the service provider for the review of the semi-annual Financial statements and the audit of the Company's 2025 annual Financial statements, based on the recommendation of the Supervisory Board;
- Coordinating with the Supervisory Board to oversee the Company's business operations and management activities, ensuring the rights and interests of shareholders.

### 3. Assessment of the Executive Board's Performance:

The Board of Directors acknowledges and highly appreciates the results achieved by the Executive Board in organizing and implementing business operations, successfully fulfilling the key targets assigned by the General Meeting of Shareholders and the Board of Directors. In 2025, the Board of Directors carried out supervision, inspection, and direction of the General Director and other management personnel in the management and operation of the Company's business through resolutions, decisions, written instructions, and regular meetings. The resolutions and decisions issued by the Board of Directors to direct the General Director were consistent with the duties and authority of the Board of Directors as stipulated in the Company's Charter, the Internal Corporate Governance Regulations, and the Regulations on the Operation of the Board of Directors.

Some members of the Board of Directors also participated in monthly, quarterly, and annual briefing meetings with the Executive Board to stay informed of the operational situation and provide timely direction and solutions to address any difficulties (if any), thereby ensuring the achievement of the objectives assigned by the General Meeting of Shareholders. The Company's Executive Board proactively and flexibly followed the directions of the Board of Directors to organize business activities in accordance with the Resolutions of the General Meeting of Shareholders and the Board of Directors, while strictly complying with corporate governance regulations, legal provisions, and the Company's Charter..

The Executive Board regularly provided and exchanged information with the Board of Directors and reported on business performance, financial status, receivables and payables, investment activities, ..... Through timely information exchange and updates, the Board of Directors gained a clearer understanding of the Company's operational situation and was able to provide timely and effective direction in line with the Company's established business orientations and strategies.

## II – ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

### 1. Members and Structure of the Board of Directors:

No	Member of Board of Directors	Position	The date becoming/ceasing to be the member of BOD	No. of attendance	Attendance rate	Reasons for absence / Remark
1	Huynh Trung Quang	Chairman	17/4/2025	7/7	100%	
2	Nguyen Anh Hoàng	Member of the BOD, GD	17/4/2025 / 26/8/2025	6/6	100%	
3	Pham Thanh Lam	Member of the BOD	17/4/2025	7/7	100%	



4	Nguyen Van Bon	Member of the BOD	17/4/2025	7/7	100%	
5	Pham Thi Minh Trang	Independent member of the BOD	17/4/2025	6/6	100%	
6	Phung Vu Anh	Member of the BOD, Deputy General Director	26/8/2025	1/1	100%	
7	Doan Cong Son	Member of the BOD	17/4/2025 (Dismissal)	0	0%	Due to unforeseen work commitments

## 2. Activities of the Board of Directors:

In 2025, the Board of Directors held 07 regular meetings and conducted several written consultations to approve matters related to the Company's operations, specifically as follows:

No.	Resolution/Decision No.	Date	Content	Approval rate
1	120/NQ-KKMT	17/02/2025	Resolution on approving the last registration date to finalize the list of shareholders attending the 2025 Annual General Meeting of Shareholders	100%
2	122/NQ-KKMT	17/02/2025	Resolution on signing Sales contracts in 2025 with related companies	100%
3	128/NQ-KKMT	19/02/2025	Resolution on signing Sales contracts in 2024 with companies that have outstanding debt of over 50% charter capital	100%
4	130/NQ-KKMT	20/02/2025	Resolution on evaluating the trading results of the 4 <sup>th</sup> quarter and year 2024. Implementing tasks and plans of the 1 <sup>st</sup> quarter 2025.	100%
5	154/NQ-KKMT	24/03/2025	Resolution on approving the contents of 2025 Annual General Meeting of Shareholders	100%
6	185/NQ-KKMT	11/04/2025	Resolution on approving the introduction and nomination of candidates for the Board of Directors and the Supervisory Board for the 2025–2030 term	100%
7	191/NQ-KKMT	14/04/2024	Resolution on signing the credit limit contract with BIDV, VCB, Techcombank, and VietinBank	100%
8	216/QĐ-KKMT	23/04/2025	Decision on the commendation of the company's Executive Board for the years 2023 and 2024	100%
9	218/NQ-KKMT	24/04/2025	Resolution on approving the election of Mr. Huynh Trung Quang as Chairman of the Board of Directors of Central Vietnam Metal Corporation for the 2025–2030 term	100%
10	219/QĐ-KKMT	24/04/2025	Decision on the reappointment of Mr. Nguyen Anh Hoang as General Director of	100%



			the company for the 2025–2030 term	
11	266/NQ-KKMT	23/05/2025	Resolution on evaluating Q1 business results and implementing the Q2/2025 action plan and the Resolution of the 2025 Annual General Meeting of Shareholders.	100%
12	267/QĐ-KKMT	23/05/2025	Decision on selecting the audit firm to conduct the financial statement review for the first six months of the year and the audit of the 2025 financial statement.	100%
13	268/NQ-KKMT	23/05/2025	Resolution on signing the credit limit contract with Southeast Asia Commercial Joint Stock Bank (SeABank) – Da Nang Branch.	100%
14	281/QĐ-KKMT	06/06/2025	Decision on assigning duties to members of the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 term	100%
15	321/NQ-KKMT	26/06/2025	Resolution on signing the credit limit contract with Bank for Agriculture and Rural Development – Southern Danang Branch.	100%
16	336/NQ-KKMT	09/07/2025	Resolution on evaluating Q2 and first-half 2025 business results and implementing the Q3/2025 action plan.	100%
17	337/NQ-KKMT	09/07/2025	Resolution on approving the record date for determining the list of shareholders entitled to attend the 2025 Extraordinary General Meeting of Shareholders.	100%
18	344/NQ-KKMT	18/07/2025	Resolution on the dismissal and appointment of the positions of General Director, Deputy General Director, and Chief Accountant of Central Vietnam Metal Corporation	100%
19	345/QĐ-KKMT	18/07/2025	Decision on the dismissal of Mr. Nguyen Anh Hoang from the position of General Director of Central Vietnam Metal Corporation	100%
20	346/QĐ-KKMT	18/07/2025	Decision on the appointment of Mr. Doan Cong Son as General Director of Central Vietnam Metal Corporation	100%
21	347/QĐ-KKMT	18/07/2025	Decision on the appointment of Ms. Nguyen Dang Loan as Deputy General Director of Central Vietnam Metal Corporation	100%
22	348/QĐ-KKMT	18/07/2025	Decision on the dismissal of Ms. Nguyen Dang Loan from the position of Chief Accountant of Central Vietnam Metal Corporation	100%
23	363/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Joint Stock Commercial Bank for Investment and Development of Vietnam - Danang Branch	100%
24	364/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Joint Stock Commercial Bank for Foreign Trade of Vietnam -Danang Branch	100%
25	365/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Vietnam Technological and Commercial J.S Bank- Danang Branch	100%
26	366/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Vietnam J.S Commercial Bank for Industry and Trade- Danang Branch	100%



27	367/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Vietnam Maritime Commercial J.S Bank -Danang Branch	100%
28	368/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Vietnam International Commercial Joint Stock Bank (VIB) – Da Nang Branch	100%
29	369/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Southeast Asia Commercial Joint Stock Bank (SeABank) – Da Nang Branch	100%
30	370/NQ-KKMT	22/07/2025	Resolution on signing the credit limit contract with Bank for Agriculture and Rural Development – Southern Danang Branch.	100%
31	399/QĐ-KKMT	31/07/2025	Decision on restructuring personnel of the Debt Collection Subcommittee of Central Vietnam Metal Corporation	100%
32	400/QĐ-KKMT	31/07/2025	Decision on the establishment of the Investment and Development Department of Central Vietnam Metal Corporation	100%
33	412/NQ-KKMT	02/08/2025	Resolution on approving the contents of 2025 Extraordinary General Meeting of Shareholders	100%
34	458/NQ-KKMT	21/08/2025	Resolution on signing the credit limit contract for fiscal year 2025-2026 with Ho Chi Minh City Development Joint Stock Commercial Bank (HDBank)	100%
35	459/NQ-KKMT	21/08/2025	Resolution on nominating Mr. Phung Vu Anh, Deputy Chief of the Office of Vietnam Steel Corporation – Joint Stock Company, to serve as a Member of the Company's Board of Directors for the 2025–2030 term	100%
36	468/QĐ-KKMT	26/08/2025	Decision on dismissal from the position of Deputy General Director of the company of Mr. Nguyen Thanh Tuan	100%
37	486/QĐ-KKMT	29/08/2025	Decision on appointing Mr. Phung Vu Anh, member of the Board of Directors, to the position of Deputy General Director of Central Vietnam Metal Corporation	100%
38	580/NQ-KKMT	28/10/2025	Resolution on amending the credit limit contract with Vietnam International Bank (VIB) – Da Nang Branch	100%
39	581/NQ-KKMT	28/10/2025	Resolution on signing Sales contracts in 2025 with companies that have outstanding debt of over 50% charter capital	100%
40	590/NQ-KKMT	01/11/2025	Resolution on evaluating the trading results of the 3 <sup>rd</sup> quarter and 9 months of year 2025. Implementing tasks and plans of the 4 <sup>th</sup> quarter 2025	100%
41	611/QĐ-KKMT	08/11/2025	Decision on assigning duties to members of the Board of Directors of Central Vietnam Metal Corporation for the 2025–2030 Term	100%
42	616/NQ-KKMT	18/11/2025	Resolution on signing the credit limit contract, the asset mortgage contract with Tien Phong Commercial Joint Stock Bank – Da Nang Branch	100%
43	619/QĐ-KKMT	20/11/2025	Decision on the establishment of the Legal Affairs Division of Central Vietnam Metal	100%



			Corporation	
44	637/NQ-KKMT	26/11/2025	Resolution on signing the credit limit contract, the asset mortgage contract with Military Commercial Joint Stock Bank (MB Bank) – Da Nang Branch	100%
45	678/NQ-KKMT	13/12/2025	Resolution on the transfer of the company's assets (Land and Buildings) located in Tan An Ward, Dak Lak Province	60%

### III – REPORT ON REMUNERATION, SALARIES AND OTHER BENEFITS OF THE BOARD OF DIRECTORS

The total remuneration, salaries, and other benefits of each member of the Board of Directors have been detailed in the Company's 2025 Annual Report and the audited Financial Statements for 2025.

### IV – REPORT ON TRANSACTIONS BETWEEN THE COMPANY AND RELATED PARTIES

In 2025, the Company conducted transactions for the purchase and sale of goods with companies related to a major shareholder (Vietnam Steel Corporation – JSC) and transactions with related persons of internal insiders. These transactions were approved by the General Meeting of Shareholders or the Board of Directors in accordance with their respective authority and are disclosed in the Corporate Governance Report and the Company's 2025 Financial Statements.

### V – ACTIVITIES OF THE SUBCOMMITTEES UNDER THE BOARD OF DIRECTORS

Pursuant to Resolution No. 122/NQ-ĐHĐCĐ dated March 28, 2019 of the General Meeting of Shareholders, the Company's Debt Recovery Subcommittee was established under Decision No. 172/QĐ-KKMT dated May 24, 2019 issued by the Board of Directors and was subsequently restructured under Decision No. 399/QĐ-KKMT dated July 31, 2025 of the Board of Directors. The Subcommittee currently consists of 07 members, with the Chairman of the Board of Directors serving as the Head of the Subcommittee. Through meetings chaired by the Chairman of the Board of Directors, tasks were assigned to relevant members to carry out debt recovery activities. However, in 2025, only VND 1.629 billion of bad debts was settled and recovered, which did not meet the target set out in the resolution of the Board of Directors.

### VI – RESULTS OF THE SUPERVISION OF THE GENERAL DIRECTOR

The Board of Directors carried out supervision and direction of the General Director through resolutions, decisions, and regular meetings. Several members of the Board of Directors also participated in briefing meetings, review meetings, and other important meetings of the Executive Board.

The General Director performed his functions and duties in accordance with the Company's regulations and internal rules, in compliance with the Law on Enterprises and the Company's Charter. He also proactively and flexibly followed the resolutions and decisions of the Board of Directors in organizing and conducting business activities in line with the resolutions of the General Meeting of Shareholders and the resolutions and decisions of the Board of Directors.

The General Director actively monitored and closely followed market developments in order to propose appropriate and effective solutions in the management and operation of business activities, financial management, and the Company's debt management.



The General Director maintained a schedule of regular briefing meetings on a weekly/monthly basis, as well as meetings when necessary. The meetings focused on resolving difficulties and issues arising in management and operations, and such matters were addressed and resolved promptly during the meetings.

In 2025, there were significant changes in the Company's Executive Board personnel (including the General Director and Deputy General Director). However, the Executive Board and the Company's employees made strong efforts to overcome difficulties and strive to exceed the targets assigned by the General Meeting of Shareholders and the Board of Directors in terms of revenue and sales volume. Nevertheless, the profit target was not achieved and declined compared to the same period in 2024.

## VII – PLAN OF THE BOARD OF DIRECTORS FOR 2026

In 2026, Vietnam will continue to face challenges from the external environment, including risks related to trade policies, competition for investment attraction within the region, and pressure to upgrade infrastructure and logistics systems. The Government prioritizes promoting economic growth while maintaining macroeconomic stability, controlling inflation, and continuing to improve institutional and legal frameworks in a synchronized manner. The economy is expected to maintain relatively strong growth momentum, with public investment serving as a key driving force. However, it will still be affected by rising interest rates, tightly controlled credit, and a slowly recovering real estate market. Domestically, the steel market will continue to face oversupply, intense price competition, low profit margins, and demand that improves only in certain segments and remains dependent on infrastructure investment. In addition to performing duties as stipulated in the Company's Charter, internal regulations, and applicable laws, the Board of Directors sets out several objectives and orientations as follows:

1. Successfully organize the 2026 Annual General Meeting of Shareholders in accordance with the planned timeline and schedule, and implement the contents of the resolutions approved by the General Meeting of Shareholders.
2. Implement the planned targets for 2026, including:
  - Total sales volume: 390,000 tons;
  - Profit before tax: VND 15 billion;
  - Dividend: It is proposed that no dividend be distributed in 2026 in order to concentrate financial resources for the Company's investment projects..

The above is the Report on the operational results of the Board of Directors of Central Viet Nam Metal Corporation in 2025 and the orientation for activities in 2026, respectfully submitted to the General Meeting of Shareholders.

Respectfully submitted./.

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

**Recipients:**

- Shareholders of the Company;
- Filed at: AD, BOD.

**Huynh Trung Quang**



## SUPERVISORY BOARD REPORT

Submitted to the 2026 Annual General Meeting of Shareholders

Pursuant to :

- The current Charter of Central Viet Nam Metal Corporation;
- The Supervisory Board's Operating Regulations approved by the General Meeting of Shareholders on April 16, 2021;
- The Supervisory Board's Control Plan No.02 dated April 25, 2025;
- The Board of Directors' Activity Report, the General Director's Report, the Company's Financial Statements as of December 31, 2025, and the Audit Report prepared by AASC Auditing Firm Co., Ltd;
- Results of the Supervisory Board's inspection and supervision in 2025;

The Supervisory Board respectfully submits to the General Meeting of Shareholders the Report of the Supervisory Board for the fiscal year 2025, with the following main contents:

### I/ Supervisory Board Activity Report:

#### 1. Structure and Meetings of the Supervisory Board in:

The Company's Supervisory Board consists of 03 members and each member was assigned specific responsibilities in accordance with the minutes of the Supervisory Board meetings dated 19/4/2025 and 3/9/2025. Meetings of the Supervisory Board were conducted under the direction of the Head of the Supervisory Board. All members participated in providing opinions on matters and tasks assigned to them. Based on the evaluation, the members have fulfilled the duties assigned to them.

#### Supervisory Board's Meetings:

No.	Members	Number of meeting attended	Attendance Rate	Voting Rate	Reason for Absence
1	Mr. Tran Nguyen Hoang Nam Thanh Tuan	08	100%	100%	
2	Ms. Nguyen Thi Huyen	08	100%	100%	
3	Ms. Tran Thanh Ly	03	100%	100%	Appointed on 26/08/2025
4	Mr. Le Van Chau	05	100%	100%	Dismissed on 26/08/2025

#### Content of the Supervisory Board Meetings in 2025:

No.	Content	Number of attendees	Agreement rate	Meeting date



1	Meeting to elect the Head of the Supervisory Board	3/3	100%	17/04/2025
2	Implementation of the Supervisory Plan for 2025	3/3	100%	25/04/2025
3	Proposal to select the auditing firm for 2025	3/3	100%	09/05/2025
4	Implementation of the review of the financial statements for the first six months of 2025	3/3	100%	30/06/2026
5	Approval of the reviewed financial statements for the first six months of 2025	3/3	100%	22/07/2025
6	Reassignment of responsibilities within the Supervisory Board following the election of a new member at the Extraordinary General Meeting of Shareholders on 26/08/2025	3/3	100%	03/09/2025
7	Implementation of the review of business operations for the 3 <sup>rd</sup> quarter	3/3	100%	03/10/2025
8	Implementation of the appraisal of the financial statements, business performance reports, and corporate governance activities for 2025	3/3	100%	30/12/2025

The Supervisory Board has fully performed its functions and duties in accordance with the Company's Charter and the Supervisory Board's Operating Regulations. Additionally, the Supervisory Board also attends Board of Directors meetings when invited. During these meetings, representatives of the Supervisory Board provide feedback to the Board of Directors and the Executive Board on management issues related to the Company's operations.

## **2. Results of the supervision of the Board of Directors' activities:**

Based on legal regulations, the Company's Charter, and Governance Regulations, the Supervisory Board finds that the Board of Directors has fully performed its functions, duties, and authority in supervising and directing the Executive Board; has issued Resolutions and Decisions in accordance with the Charter and in line with the spirit of the General Meeting of Shareholders' directives, serving as a foundation for the Executive Board to implement its tasks.

In 2025, the Board of Directors issued 45 Resolutions and Decisions related to the Company's operations; The Resolutions and Decisions issued by the Board of Directors were in compliance with legal regulations and the Company's current Charter.

The Company's Board of Directors held quarterly meetings to evaluate the Company's performance based on the issued Resolutions and to set targets for the next period. Additionally, the Board of Directors also held extraordinary meetings as required for corporate governance matters.

### *\* Other activities:*

- Successfully directed and organized the Annual and Extraordinary General Meetings of Shareholders in compliance with applicable legal regulations;



- Approved and authorized the Executive Board to sign credit limit agreements with banks, including Da Nang BIDV , Da Nang Vietcombank, Da Nang Vietinbank, Da Nang Techcombank, Da Nang TPbank, MB Bank, etc...; Granted authority to the General Director to sign and execute purchase and sale contracts between the Company and related companies, as well as goods trading contracts with outstanding balances exceeding 50% of the charter capital, in accordance with current management regulations;

- Approved the selection of AASC Auditing Firm Co., Ltd. as the entity to conduct the semi-annual financial statement review and the annual financial statement audit for 2025, as authorized by the Company's General Meeting of Shareholders and based on the recommendation of the Supervisory Board.

### **3. Assessment of the Executive Board's Performance:**

- During the year, there were significant changes in the personnel of the Executive Board; however, the Company's operations remained stable and generally fulfilled the objectives assigned by the Board of Directors and the General Meeting of Shareholders;

- Management and operations: The General Director organized regular briefing meetings to review and evaluate the implementation of planned tasks and to deploy plans for the subsequent periods. The General Director also directed the affiliated units within the system to promptly implement the orientations of the Board of Directors through the evaluation of monthly/quarterly business results;

- The Executive Board periodically reported to the Board of Directors on business performance, financial status, debt management, investment activities, etc., thereby enabling the Board of Directors to fully grasp the Company's operational situation and provide timely direction as well as appropriate business orientations;

- The Executive Board complied with regulations on information disclosure, ensuring accuracy and timeliness in accordance with Circular No. 96/2020/TT-BTC and Circular No. 68/2024/TT-BTC of the Ministry of Finance guiding information disclosure in the securities market.

### **4. Coordination between the Board of Directors, the General Director, and the Supervisory Board:**

- The Board of Directors provided the Supervisory Board with full information on its resolutions and decisions so that the Supervisory Board could keep track of the Board of Directors' directions regarding the Company's activities during the year;

- The results of inspections and reviews conducted by the Supervisory Board were submitted to the Board of Directors and the General Director for consultation prior to issuance;

- Representatives of the Supervisory Board were invited to attend important meetings of the Board of Directors and the Executive Board regarding the Company's business and production activities. The Board of Directors and the General Director created favorable conditions for the Supervisory Board to successfully fulfill its duties in 2025.

## **II. Report on the appraisal of the Company's business performance and financial situation**

### **1. Business Performance Results:**

<b>Key Indicators</b>	<b>Plan 2025</b>	<b>Actual 2025</b>	<b>Plan</b>
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	(million VND)	(million VND)	Completion Rate (%)
<b>1. Revenue</b>		<b>5,314,054</b>	
- Commercial Revenue		5,301,193	
- Service Revenue		12,861	
<b>2. Sales Volume (tons)</b>	<b>364,000</b>	<b>445,000</b>	<b>122.2%</b>
<b>3. Profit Before Tax</b>	<b>14,000</b>	<b>10,437</b>	<b>74.5%</b>
- Profit from Commercial Business Activities:		7,135	
- Profit from Service Activities:		3,302	
<b>4. Profit After Tax</b>		<b>6,248</b>	
<b>5. Dividends</b>	<b>6%</b>		

**2. Financial Situation:** The consolidated financial statements of the Company for the fiscal year ended 31/12/2025, have been audited by AASC Auditing Firm Co. Ltd.,. After reviewing the reports, the Supervisory Board agrees with the audited figures, specifically as follows:

Key Indicators	31/12/2024 (Million VND)	31/12/2025 (Million VND)	Increase (+), decrease(-) (Million VND)
<b>A. Total Assets</b>	<b>793,301</b>	<b>774,787</b>	<b>- 18,514</b>
<b>1. Current assets</b>	<b>718,554</b>	<b>697,569</b>	<b>- 20,985</b>
1.1 Cash & Cash Equivalents	10,275	12,981	
1.2 Short-term Financial Investments	8,347	8,694	
1.3 Current Receivables:	658,026	648,159	
<i>Of which:</i>	651,266	636,828	
- Receivables from Sales	(18,502)	(17,179)	
- Provision for debts			
1.4 Inventories	41,308	27,118	
1.5 Other current assets	598	617	
<b>2. Non-current assets</b>	<b>74,747</b>	<b>77,218</b>	<b>+ 2,471</b>
<b>B. Resources</b>	<b>793,301</b>	<b>774,787</b>	<b>- 18,514</b>



1. Owner's Equity	138,703	136,174	- 2,529
2. Liabilities	654,598	638,613	-15,985
<i>Of which:</i>			
- Payables to Banks	583,208	597,577	
- Payables to Suppliers	1,766	1,890	
- Other Payables	69,624	39,146	
<b>C. Earnings/Share</b>	<b>1089</b>	<b>635</b>	<b>-454 đ/cp</b>

### 3. Overall Assessment of Business Performance Result and Financial Situation:

#### 3.1 Business Performance Result:

- Against the backdrop of continued instability in the global economy, the domestic economy has nevertheless maintained relatively strong growth momentum. However, the steel industry still faces many difficulties and intense competition, with profit margins increasingly narrowing. The Company has made efforts to adapt to these conditions by seeking business opportunities, flexibly implementing sales policies, and promoting immediate cash sales. These measures have helped ensure cash flow circulation, increase capital turnover, and balance the payment of due debts, thereby maintaining operational efficiency, although the results have not fully met the planned targets. Specifically as follows:

+ Profit before tax: VND 10.4 billion, reaching approximately 75% of the plan.

#### 3.2 Financial Situation:

- Total assets: The total asset value decreased compared to the beginning of the year (down by VND 18.5 billion), mainly due to a reduction in inventory value.;

- Debt repayment situation: The Company ensured proper cash flow circulation and balanced its financial resources to repay due debts in a timely manner, with no overdue liabilities arising;

- Accounts receivable situation:

Trade receivables: As of December 31, 2025, the outstanding balance was VND 636.8 billion, a decrease of VND 14.4 billion compared to the beginning of the year. However, upon review, the ratio of overdue receivables remained higher than that of the same period.

Regarding the outstanding balances of trading contracts with related parties, the Company should comply with the resolutions of the Board of Directors concerning the approved revolving credit limits.

- Bad debts ,according to the report of the Company's Debt Settlement Council:

+ Outstanding balance as of December 31, 2025: VND 17.179 billion, a decrease of VND 1.629 billion compared to the beginning of the year, which has not yet met the targeted objective.

+ Provision for doubtful debts as of December 31, 2025: VND 17.179 billion, equivalent to 100% of the total bad debts.

However, according to the assessment of the Supervisory Board, several overdue receivables show signs of deterioration and require appropriate recovery measures as well as a plan for provisioning in 2026, including:

+ Phu Le Huy Co., Ltd.: VND 4.510 billion



+ Nhat Tran Trading and Service Co., Ltd.: VND 7.530 billion

+ 620 Infrastructure Investment and Development JSC.: VND 2.024 billion

### III. Recommendations:

1. The Company should develop a plan to supplement its business capital in order to enhance financial autonomy and gradually reduce dependence on loans from credit institutions;

2. The Company should restructure its asset portfolio, particularly real estate assets acquired through debt offset arrangements, and develop plans to either exploit or dispose of these assets to recover capital and supplement funding for the Company's operations.

### IV. Supervisory Board's Operational Plan for 2026

1. Assign specific responsibilities to each member to effectively carry out the supervisory duties assigned by the General Meeting of Shareholders;

2. Supervise the activities of the Board of Directors and the Executive Board regarding compliance with applicable laws and the Charter of CEVIMETAL;

3. Conduct reviews and appraisals of the quarterly, semi-annual, and annual financial statements in accordance with the approved supervisory program;

4. Supervise the Company's information disclosure in compliance with current regulations;

5. Perform other tasks related to corporate governance.

The above is the Supervisory Report for 2025 and the Operational Plan for 2026 of the Supervisory Board of Central Viet Nam Metal Corporation. Respectfully submitted to the General Meeting of Shareholders./.

**FOR AND ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF BOARD**

**Recipients:**

- Shareholders of CEVIMETAL;
- BOD, EB
- Members of SB
- Filed at: AD, SB

**Tran NHN Thanh Tuan**





CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG

No.: 231

TT-BKS

Da Nang, March 31, 2026



## PROPOSAL

### Selection of auditing firms for Financial Statements in 2026

To: General Meeting of Shareholders of Central Viet Nam Metal Corporation

Pursuant to the Law on Securities dated November 26, 2019, and the Law amending and supplementing a number of articles of the Law on Securities dated November 29, 2024;

Pursuant to the Law on Enterprises dated June 17, 2020, and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;

Pursuant to Circular No. 183/2013/TT-BTC dated December 4, 2013 of the Minister of Finance on independent auditing for public interest entities;

Pursuant to The Charter of Central Viet Nam Metal Corporation,

The Supervisory Board of Central Viet Nam Metal Corporation respectfully submits to the General Meeting of Shareholders for consideration and approval of "Authorization for the Board of Directors to select one of the auditing firms from the list announced and authorized by the State Securities Commission to audit listed companies, based on the recommendation of the Supervisory Board, to conduct the audit of the 2026 Financial Statements".

1. AASC Auditing Firm Company Limited (AASC).
2. AAC Auditing and Accounting Company Limited (AAC).

Respectfully submitting to the General Meeting of Shareholders for consideration and approval./.

**Recipients:**

- As above;
- Archived: AD, SB.

**FOR AND ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF BOARD**

**Tran Nguyen Hoang Nam Thanh Tuan**



CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG

No.: 232

TTr-KKMT

Da Nang, March 11<sup>th</sup>, 2026

## PROPOSAL

### Approval of the 2025 Audited Financial Statements

To: General Meeting of Shareholders of Central Viet Nam Metal Corporation

Pursuant to the Law on Enterprises dated June 17, 2020, and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;

Pursuant to the Charter of Central Viet Nam Metal Corporation;

Pursuant to the 2025 Financial Statements of Central Viet Nam Metal Corporation audited by AASC Auditing Firm Company Limited,

The Board of Directors of Central Viet Nam Metal Corporation respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2024 Financial Statements of the Company audited by AASC Auditing Firm Company Limited, including:

- Executive Board Report;
- Independent Auditor Report;
- Audited Financial Statements;
- Balance Sheet;
- Income Statement;
- Cash Flow Statement;
- Notes to the Financial Statements.

The details of the 2025 Audited Financial Statements of Central Viet Nam Metal Corporation have been disclosed in accordance with legal regulations and published on the website: <https://cevimetal.com.vn/quanhecodong/baocaotaichinh>.

Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

**Recipients:**

- As above;
- Archived: AD, BOD.

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

**Huynh Trung Quang**



**REPORT**

**Salaries and Remuneration of the members of the Board of Directors and the Supervisory Board in 2025**

**Salary and Remuneration Plan for the members of the Board of Directors and the Supervisory Board in 2026**

Pursuant to the Charter of Central Viet Nam Metal Corporation;

Pursuant to Resolution No. 197/NQ-ĐHĐCĐ dated April 17, 2025 of the General Meeting of Shareholders regarding the approval of the 2025 plan;

Pursuant to the 2025 business performance of Central Viet Nam Metal Corporation, as audited by AASC Auditing Firm Company Limited,

The Board of Directors of Central Viet Nam Metal Corporation respectfully reports and submits to the General Meeting of Shareholders for consideration of the payment of salaries, remuneration, and bonuses for the member of the Board of Directors (BOD) and the Supervisory Board (SB) in 2025, as well as the proposed salary and remuneration plan for BOD and SB members in 2026, as follows:

**1. Salaries and Remuneration of the BOD and the SB in 2025:**

a) Salaries and Remuneration of the BOD and the SB: (According to Resolution No.197/NQ-ĐHĐCĐ dated 17/4/2025, of the General Meeting of Shareholders)

No	Position	Unit	Salary	Remuneration
<b>A</b>	<b>Board of Directors</b>			
1	Chairman	VND/month	54,000,000	
2	Board Member cum General Director	VND/month	50,000,000	
3	Full-time Board Member	VND/month	21,000,000	
4	Concurrent Board Member	VND/person/month		9,000,000
<b>B</b>	<b>Supervisory Board</b>			
1	Head of SB	VND/month	25,000,000	
2	Concurrent Board Member	VND/person/month		6,000,000

**2. Salary and Remuneration Plan for the BOD and the SB Members in 2026:**

No	Position	Unit	Salary	Remuneration
<b>A</b>	<b>Board of Directors</b>			
1	Chairman	VND/month	54,000,000	
2	Board Member cum General Director	VND/month	50,000,000	
3	Full-time Board Member	VND/month	21,000,000	
4	Concurrent Board Member	VND/person/month		9,000,000



<b>B</b>	<b>Supervisory Board</b>	<b>Unit</b>	<b>Salary</b>	<b>Remuneration</b>
1	Head of SB	VND/month	25,000,000	
2	Concurrent Board Member	VND/person/month		6,000,000

Note: For personnel participating in the Board of Directors, Executive Board, or Supervisory Board who work directly and receive a monthly salary from the Company, no additional remuneration is provided for concurrent positions. In cases where a Supervisory Board member holds a concurrent role and receives a salary for professional duties, they will receive remuneration according to regulations.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval./.

**Recipients:**

- Shareholders of CEVIMETAL;
- Archived: AD, BOD.

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

**Huynh Trung Quang**





**ELECTION REGULATIONS  
FOR BOARD OF DIRECTORS MEMBERS OF CENTRAL VIET NAM METAL  
CORPORATION FOR THE TERM 2025-2030 AT THE 2026 ANNUAL GENERAL  
MEETING OF SHAREHOLDERS**

Pursuant to the Law on Securities dated November 26, 2019, and the Law amending and supplementing a number of articles of the Law on Securities dated November 29, 2024;

Pursuant to the Law on Enterprises dated June 17, 2020, and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities; and Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Charter of Central Viet Nam Metal Corporation;

The 2026 Annual General Meeting of Shareholders of Central Viet Nam Metal Corporation organized the election of the members of Board of Directors for the term 2025-2030 with the following details:

**Article 1. Subjects eligible to participate in the election**

Shareholders owning voting shares and authorized representatives of shareholders holding voting shares presented at the General Meeting (*according to the shareholder list finalized by the Vietnam Securities Depository and Clearing Corporation - VSDC as of 03/3/2026*).

**Article 2. Standards and conditions for Members of the Board of Directors (BOD), Independent members of the Board of Directors**

**1. Standards for BOD members:** Members of the Board of Directors must meet the following standards and conditions:

- Not subject to the provisions in Clause 2 of Article 17 of the Law on Enterprise;
- Having professional qualifications and experience in business administration or in the Company's industry, business sector or field, and not necessarily being a shareholder of the Company;
- A member of the Board of Directors may concurrently be a member of the BOD in up to 05 (five) other companies.

**2. Standards for independent BOD members:** Independent members of the Board of Directors must meet the following standards and conditions:

- Not a person currently working for the Company, its parent company or subsidiaries; not a person who has worked for the Company, its parent company or subsidiaries for at least the previous 03 (three) consecutive years;
- Not a person receiving salary or remuneration from the company, except for allowances that members of the Board of Directors are entitled to according to regulations;
- Not a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or younger sibling is a major shareholder of the Company; is the manager of the Company or a subsidiary of the Company;



d) Not a person who directly or indirectly owns at least 1% of the company's total voting shares;

e) Not a person who has previously served as a member of the Board of Directors or Supervisory Board of the Company for at least the previous 05 (five) consecutive years, except for cases of being continuously appointed for two (2) consecutive terms.

### **Article 3. Nomination, Candidacy for the BOD members, and number of elected members**

1. Shareholders or groups of shareholders holding 10% or more of the total ordinary shares have the right to nominate candidates to the Board of Directors in accordance with the provisions of the Law on Enterprises and the Company's Charter. Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares are entitled to nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

In cases where the number of candidates nominated or self-nominated for the Board of Directors is still insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders conducts the voting for the election of members of the Board of Directors, in accordance with applicable laws.

#### **2. Number of members of the Board of Directors to be elected:**

The number of members of the Board of Directors to be elected is two (02), including one (01) Independent Member of the Board of Directors.

#### **3. Term of the Board of Directors:**

The term of the Board of Directors is five (05) years;

### **Article 4. Guidance on Submission of Nomination and Self-Nomination Dossiers and Selection of Candidate**

Candidates who meet the standards and conditions for nomination or self-nomination to the Board of Directors of Central Metal Joint Stock Company for the 2025–2030 term shall submit their Nomination/Self-Nomination Form to:

**Central Viet Nam Metal Corporation**

**Address: 69 Quang Trung Street, Hai Chau Ward, Da Nang City**

Phone: 02363.565.484

Fax: 0236.3823306

**Recipient:** Mr. Huynh Ngoc Tuan, Company Secretary. Mobi: 0905168757.

\* Deadline for submission of dossiers: before the date of **30/3/2026**.

\* The dossier shall include: Nomination/Self-nomination Form for a Member of the Board of Directors; Commitment Letter of the Board of Directors candidate; Information Form of the Board of Directors candidate; Curriculum Vitae certified by the relevant organization (if the candidate is affiliated with an organization) or by the local authority (if the candidate is an individual); Certified copies of the nominee's/candidate's diplomas and professional certificates (if any)

## **Article 5. Election Method**

Members of the Board of Directors of Central Viet Nam Metal Corporation for the 2025–2030 term shall be elected by secret ballot.

## **Article 6. Election of Members of the Board of Directors and Principles for Determining Elected Members of the Board of Directors**

The election of members of the Board of Directors shall be conducted using the cumulative voting method. Accordingly, each shareholder shall have a total number of votes equal to the number of shares owned multiplied (x) by the number of members of the Board of Directors to be elected. Shareholders may allocate all or part of their total votes to one (01) or several candidates.

### **\* Principles for determining elected candidates:**

- Candidates elected as members of the Board of Directors shall be determined based on the number of votes received, ranked from highest to lowest, starting from the candidate with the highest number of votes until the required number of members specified in Clause 2, Article 3 of this Regulation is reached;

- In the event that two (02) or more candidates receive the same number of votes for the final position on the Board of Directors, the candidate who owns or represents ownership of a greater number of shares shall be selected. If the number of shares owned or represented is also equal, a re-election among those candidates shall be conducted to determine the selected candidate.

## **Article 7. Election committee, voting and vote counting procedures**

### **1. Election committee**

- Election committee is nominated by the Chairperson and approved by the General Meeting;

- Responsibilities of Election committee:

- + Introduce and distribute voting ballots;
- + Conduct vote counting;
- + Announce results at the General Meeting.

- Members of the Election Committee shall not be included in the list of nominees and candidates for the BOD member.

### **2. Voting and vote counting principles**

- Ballot boxes are inspected publicly by the Election committee in the presence of the Shareholders;

- The voting process is commenced once the distribution of voting ballots is completed and ended when the last shareholder has cast their vote into the ballot box.

- The vote counting is conducted immediately after voting ends;

- The vote counting results are recorded in a written report and announced by the Head of the Election Committee before the General Meeting.

## **Article 8. Preparation and announcement of the vote counting report**

After vote counting, the Election Committee must prepare a Voting counting report. The content of the Voting counting report must clearly specify: Time, location of vote counting, members of the Vote counting committee; Total number of attending shareholders; Total number of voting shares present at the General Meeting; Total voting ballots issued and collected; Total valid or invalid voting ballots; Total votes in favor, against, or abstaining;



CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG

Number of shares voted for each candidate for BOD; List of elected candidates and signatures of the Vote Counting Committee members.

The full text of the Vote counting report must be presented before General Meeting.

**Article 9.** Any complaints regarding the election and vote counting shall be resolved by the Chairperson of the meeting and recorded in the Minutes of the General Meeting of Shareholders.

These regulations consist of 09 articles, read publicly at the Annual General Meeting on 02/4/2026 and take effect immediately upon approval by Shareholders owning over 50% of the total voting rights of all attending shareholders./.

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

**Huynh Trung Quang**





CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG

No.: 236/TTr-KKMT

Da Nang, March 31<sup>th</sup>, 2026

## PROPOSAL

**Approval of transactions valued at 35% or more of the total assets recorded in the latest financial statements between the company and the entities specified in Article 293 of Decree No. 155/2020/NĐ-CP on 31/12/ 2020 by the Government**

To: The General Meeting of Shareholders of Central Viet Nam Metal Corporation

Pursuant to the Law on Securities dated November 26, 2019, and the Law amending and supplementing a number of articles of the Law on Securities dated November 29, 2024;

Pursuant to the Law on Enterprises dated June 17, 2020, and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities; and Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Central Viet Nam Metal Corporation;

Pursuant to the Company's 2026 Business Plan,

The Board of Directors of Central Viet Nam Metal Corporation (Cevimetal) respectfully submits to the General Meeting of Shareholders for consideration as follows:

In 2026, the Company expects to enter into contracts and transactions with long-standing and loyal customers. These transactions will mainly involve the purchase and sale of construction steel, steel billets, scrap steel, and related products. These customers have consistently made full and timely payments, ensured efficient cash flow circulation, and generated positive business results for the Company. In order to proactively implement transactions between Central Viet Nam Metal Corporation (CEVIMETAL) and its traditional customers in 2026 in accordance with Article 293 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government, the Board of Directors of CEVIMETAL respectfully requests the General Meeting of Shareholders to consider :

1. Approve for Central Viet Nam Metal Corporation (CEVIMETAL) to enter into contracts/transactions with a value of 35% or more, or transactions that result in the total value of transactions arising within twelve (12) months from the date of the first transaction reaching 35% or more of the total assets recorded in the most recent financial statements, between CEVIMETAL and the customers listed in the attached schedule.

2. Authorize the Board of Directors of CEVIMETAL to direct and supervise the General Director in signing and implementing contracts/transactions between CEVIMETAL and its customers, in compliance with applicable laws and the Company's Charter.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval./.

**Recipients::**

- As above;
- Archived: AD, BOD.

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

**Huynh Trung Quang**



CÔNG TY CỔ PHẦN  
KIM KHÍ MIỀN TRUNG

No: 237 / TT-KKMT

Da Nang, March 31, 2026



## PROPOSAL

### **Amendments to the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors of Central Viet Nam Metal Corporation**

To: The General Meeting of Shareholders of Central Viet Nam Metal Corporation

Pursuant to the Law on Securities dated November 26, 2019, and the Law amending and supplementing a number of articles of the Law on Securities dated November 29, 2024;

Pursuant to the Law on Enterprises dated June 17, 2020, and the Law amending and supplementing a number of articles of the Law on Enterprises dated June 17, 2025;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities; and Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Central Viet Nam Metal Corporation,

The Board of Directors of Central Viet Nam Metal Corporation (CEVIMETAL) respectfully reports and submits to the 2026 Annual General Meeting of Shareholders for consideration as follows:

The Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors of CEVIMETAL were developed based on the guidance provided in Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance, which provides guidance on certain provisions regarding corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and were approved by the General Meeting of Shareholders at its annual meetings. On September 11, 2025, the Government issued Decree No. 245/2025/NĐ-CP, which amends and supplements a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities dated November 26, 2019, and the Law amending and supplementing a number of articles of the Law on Securities dated November 29, 2024, and this Decree took effect from the date of its signing.

According to the current Charter of CEVIMETAL, the Company has two legal representatives, namely the Chairman of the Board of Directors and the General Director. However, the Company's Charter and Internal Regulations have not clearly defined the delegation of authority, duties, and responsibilities of each legal representative. Therefore, the Company needs to amend and supplement several articles and clauses of the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors to align with the new management mechanism and to





comply with the provisions of Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government, which amends and supplements a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, specifically as follows:

**1. Regarding the Company Charter:**

It is proposed to amend and supplement the following provisions: amend the Preamble; amend Clause 1, Article 3; amend Point d, Clause 2, Article 12; amend Point s, Clause 2, Article 15; amend Point c, Clause 4, Article 25; add a new Clause 3 to Article 27; add a new Point e to Clause 3, Article 29; add new Points i, k, and l to Clause 5, Article 35; add a new Clause 6 and amend Points a and b of Article 42; and amend Clause 1, Article 58 of the Company Charter (details are provided in the attached draft).

**2. Regarding the Internal Regulations on Corporate Governance:**

It is proposed to amend and supplement the following provisions: amend the legal basis section; amend Clause 4, Article 2; amend Point b, Clause 2, Article 3; amend Point g, Clause 1 and Points a, b, and c of Sub-clauses 2.1, 2.2, and 2.3 of Article 6; and amend Article 7 of the Internal Regulations on Corporate Governance (details are provided in the attached draft).

**3. Regarding the Regulations on the Operation of the Board of Directors:**

It is proposed to amend and supplement the following provisions: amend the legal basis section; amend and supplement Point c, Clause 1, Article 6; and amend Article 23 of the Regulations on the Operation of the Board of Directors (details are provided in the attached draft).

4. It is proposed that the General Meeting of Shareholders authorize the Board of Directors to update, amend, and supplement the contents of the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors of CEVIMETAL after they have been approved by the General Meeting of Shareholders and promulgated in accordance with regulations..

Respectfully submitted to the Annual General Meeting of Shareholders for consideration and approval./.

**Recipients:**

- As above;
- Archived: AD, BOD.

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



**Huynh Trung Quang**