

DAP CAU GLASS JOINT STOCK COMPANY

DRAFT

**REPORT ON ACTIVITIES OF THE BOARD OF DIRECTORS  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
DAP CAU GLASS JOINT STOCK COMPANY**

No.	Target	Unit	Forecast 2024	Actual 2024	% Forecast/Actual
1	Revenue	Million VND	10,000	10,000	100%
2	Profit before tax	Million VND	1,000	1,000	100%
3	Net profit	Million VND	800	800	100%
4	Operating cash flow	Million VND	1,500	1,500	100%
5	Capital expenditure	Million VND	1,000	1,000	100%
6	Dividend payment	Million VND	500	500	100%

Bac Ninh, month 4 year 2025

Bac Ninh, Date .... month 04 year 2025

**REPORT ON ACTIVITIES OF THE BOARD OF DIRECTORS  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: Annual General Meeting Of Shareholders

Pursuant to the provisions of the Law on Enterprises, the Law on Securities and documents guiding their implementation;

Pursuant to the Charter of organization and operation of Dap Cau Glass Joint Stock Company, the company's internal governance regulations.

The Board of Directors of the company would like to report on the activities in 2024 and the operation plan in 2025 to the 2025 General Meeting of Shareholders..

**I. Overview of Board of Directors' activities in 2024:**

**1. Characteristics, general situation:**

The socio-economic situation in 2024 continued its stable growth, but the real estate market showed little change. Demand for construction materials remained weak, and in September 2024, the northern provinces suffered significant impact and damage from Typhoon Yagi.

The glass sector and the manufacturing of processed glass products continued to be adversely affected by the real estate market. Construction projects experienced delays, postponements, and schedule extensions, leading to a decrease in processing orders and intense price competition. Most projects opted for low-cost processed glass products. Glass processing plants operated below capacity, with many operating at a reduced level..

**2. Evaluation of production and business results in 2024**

The 2024 business performance results have been audited by AASC Auditing Company Limited as follows::

No	Target	Unit	Planned 2024	Executed 2024	% Executed/Planned
1	<b>Consolidated profit before tax</b>	<b>Million Vnd</b>	<b>-9.434</b>	<b>-18.649</b>	
-	Dap Cau Glass Joint Stock Company	Million Vnd	-9.877	-9.445	
-	Viglacera Glass Installation Company Limited	Million Vnd	443	-9.204	
2	<b>Consolidated revenue</b>	<b>Million Vnd</b>	<b>104.940</b>	<b>46.082</b>	<b>44%</b>
-	Dap Cau Glass Joint Stock Company	Million Vnd	3.543	3.103	88%
-	Viglacera Glass Installation Company Limited	Million Vnd	101.397	42.979	42%
3	<b>Depreciation of fixed assets</b>	<b>Million Vnd</b>	<b>9.600</b>	<b>9.600</b>	<b>100%</b>
-	Dap Cau Glass Joint Stock Company	-	4.802	4.802	100%
-	Viglacera Glass Installation Company Limited	-	4.798	4.798	100%
4	<b>Labor and income</b>				

No	Target	Unit	Planned 2024	Executed 2024	% Executed/Planned
4.1	<b>Average labor</b>	<b>Person</b>	<b>118</b>	<b>74</b>	<b>63%</b>
-	Dap Cau Glass Joint Stock Company	-	9	7	78%
-	Viglacera Glass Installation Company Limited	-	109	67	61%
4.2	<b>Average income</b>	<b>1000Vnd/ person/month</b>	<b>12.125</b>	<b>8.887</b>	<b>73%</b>
5	<b>Customer receivable account 131</b>	<b>Million Vnd</b>	<b>19.794</b>	<b>24.183</b>	<b>122%</b>
-	Dap Cau Glass Joint Stock Company	-	13.485	14.106	105%
-	Viglacera Glass Installation Company Limited	-	6.309	10.077	160%
6	<b>Investment value</b>	<b>Million Vnd</b>	<b>0</b>	<b>0</b>	

Consolidated Profit Before Tax: Loss of VND 18.649 billion / Planned loss of VND 9.434 billion; The 2024 production and business plan was not completed as assigned by the General Meeting of Shareholders. The parent company incurred a loss of VND 9.445 billion / Planned loss of VND 9.877 billion. The subsidiary company incurred a loss of VND 9.204 billion / Planned profit of VND 443 million.

*Subjective Reasons:*

- Situation of production and business of processed glass products: Low consumption volume did not meet the plan, thus the production has not maximized the capacity of machinery and equipment of the energy-saving glass processing plant. Consolidated revenue reached: VND 46.082 billion, equal to 44% of the plan.
- The capacity of business and management staff is still limited, the market share of consumption and commercial sales has not been expanded, and access to providing glass products to projects and residential houses is limited.
- Installation field: In 2024, a synchronous aluminum and glass processing and installation department was formed. However, the market has not been expanded, the capacity is still weak, and the consumption volume of processed glass as well as the installation volume are low, affecting the overall revenue and business efficiency.
- Inventory Sales: Slow consumption of remaining rolled glass products due to decreased market demand..

*Objective reasons:*

- The demand for patterned laminated glass has decreased, only a few agents buy according to actual needs.
- Due to the impact of the real estate market, low consumption demand, fierce competition in the market on selling price and orders, it has adversely affected the company's production and business results.
- After the impact of storm No. 3 Yagi, the market in the last months of the year has changed for the better.

3. Board of Directors Activities in 2024

In 2024, the company's Board of Directors operated in strict compliance with legal regulations, the company's charter, and the Board of Directors' regulations.

The Board of Directors conducts monthly evaluations of the production and business performance of the Executive Board of the parent company and its subsidiaries. It also develops operational plans for the following month, serving as a basis for the Executive Board to organize and implement.

Organize extraordinary meetings at the request of the executive board to resolve urgent and timely issues of the company related to production and business activities under the authority of the board of directors.

In 2024, the members of the Board of Directors (BOD) actively directed and coordinated with the Executive Board to implement solutions promoting the company's production and business activities. The BOD consistently monitored the company's actual situation to discuss and democratically and unanimously agree on policies, resolutions, and decisions, providing timely guidance and creating favorable conditions for the Executive Board to fulfill its production and business tasks. All resolutions and decisions issued by the BOD were based on the consensus and approval of its members.

The company's Board of Directors operated and strictly adhered to the regulations regarding the full and transparent disclosure of information for public companies, providing shareholders and investors with updates on the quarterly and annual production and business performance. They urged the Executive Board to conduct timely, accurate, truthful, and objective audits of the semi-annual and annual financial statements..

Up to now, the Board of Directors consists of the following members::

No	Full name	Position	Note
1.	Mr. Hoang Kim Bong	Chairman of the Board	Director of Brick and Tile Department, Viglacera Corporation-JSC
2.	Mr. Tran Huy Thong	Board Member	General Director and Director of Subsidiary
3.	Mr. Nguyen The Chinh	Board Member	Director of Real Estate Department, Viglacera Corporation-JSC
4.	Mr. Nguyen Huu Luat	Board Member	Subsidiary staff
5.	Mr. Nguyen Anh Tuan	Board Member	Deputy Director of the company (subsidiary)

## II. Supervision of operational activities of the Executive Board and other management staff:

### 2.1. Production and business activities

- In 2024, the Executive Board strictly adhered to the promulgated internal regulations. The Board of Directors developed monthly production and business plans. At the end of each month, the Executive Board evaluated the implementation of the previous month's plan, and formulated targets and solutions for the following month.
- The Executive Board strictly complied with corporate governance regulations.
- Implemented quality control measures for raw material inputs and product quality; implemented solutions to streamline the organization, reduce staff, minimize costs at

subsidiary companies, and thoroughly implement performance-based management for all departments..

- Monthly review and assessment of the implementation of the parent company's and subsidiaries' production and business plans against assigned targets, analysis of objective and subjective causes, and identification of subsequent solutions.

- The parent company's executive board has made efforts to implement solutions for selling off inventory, balancing finances, and reducing losses compared to the assigned annual plan.

- For many months, the subsidiary's executive board has not met the assigned targets, and the progress of implementing production and business solutions assigned by the Board of Directors has fallen short of many targets. In November 2024, the Board of Directors reassigned personnel at the subsidiary, with the parent company's General Director also taking on the role of director of the subsidiary, replacing the former director..

## 2.2. Investment and development activities

In 2024, the Company will continue to closely follow the work to implement land procedures on the existing 12.5 ha plot. At the same time, it will disassemble and relocate the laminated glass production line from Dap Cau to Yen Phong to rationalize production and reduce costs.

## 2.3. Financial activities

- The management board has promoted work progress, balanced financial resources, urged reconciliation, and recovered debts to maintain operating expenses for the parent company.

- Payments were made on some social insurance and tax debts to resolve policies for employees and comply with tax regulations. However, due to an imbalance in cash flow, the debt repayment plan did not meet commitments to some customers, the state budget, social insurance, etc., therefore still posing potential legal risks affecting the company's production and business activities in the coming years.

- The management board was directed to negotiate and discuss the extension of some outstanding debts with customers..

## 2.4. Debt Recovery:

Although the company has aggressively implemented debt recovery efforts, the plan has not been achieved, especially with some customers having large outstanding balances that are difficult to recover. The Company has made provisions for doubtful debts in accordance with regulations.

## 2.5. Organizational and Personnel Activities:

In 2024, based on the actual situation, the Board of Directors unanimously agreed to arrange for staff reductions, replacements, and reassignments of personnel in the subsidiary company in accordance with regulations and the Company's Charter.

## 2.6. Labor and Salary Activities:

Salaries are paid and policies are implemented for employees in accordance with the provisions of law and the collective labor agreement.;

## 2.7. The Board of Directors oversees several other tasks.

Security and order, occupational safety, fire prevention and fighting, flood and storm prevention, and environmental protection are implemented in accordance with legal

regulations. Timely rectification of existing issues related to security, order, occupational safety and health.

Through monitoring of management activities in 2024, the Board of Directors assessed that the company's operating apparatus has complied with the regulations under the company charter; resolutions and decisions of the Board of Directors, and state law. However, the operating results of the subsidiary company did not complete the assigned plan for 2024..

### III. Remuneration of the Board of Directors and Supervisory Board in 2024.

Based on the resolution of the 2024 General Meeting of Shareholders, the company's 2024 business results were losses, so no remuneration was paid to the Board of Directors and Supervisory Board.

### IV. Board of Directors' Operational Plan for 2025

#### 2025 Objectives:

- The parent company maximizes existing resources and continues to implement procedures to convert to mixed residential land on the 12.5 ha plot of land in accordance with the law.
- Viglacera Glass Installation Company Limited does not incur losses, its production and business activities are profitable. Operate 100% of the glass processing factory's capacity.

4.1. Production, business and investment plan for 2025, with main targets *(Based on the production, business and investment development plan targets for 2025 approved by Viglacera Corporation - JSC in Decision No. 493/TCT-HDQT dated December 25, 2024)*

No	TARGET	Unit	Executed 2024	Planned 2025	% Planned 2025/ Executed 2024
1	Consolidated profit before tax	Million Vnd	-18.649	-6.772	
-	Dap Cau Glass Joint Stock Company	Million Vnd	-9.445	-6.871	
-	Viglacera Glass Installation Company Limited	Million Vnd	-9.204	99	
2	Consolidated revenue	Million Vnd	46.082	88.391	191%
-	Dap Cau Glass Joint Stock Company	Million Vnd	3.103	4.269	137%
-	Viglacera Glass Installation Company Limited	Million Vnd	42.979	84.122	196%
3	depreciation of fixed assets	Million Vnd	9.600	6.151	64%
-	Dap Cau Glass Joint Stock Company	-	4.802	1.376	29%
-	Viglacera Glass Installation Company Limited	-	4.798	4.775	99%
4	Labor and income				
4.1	Average labor	Person	74	105	142%
-	Dap Cau Glass Joint Stock Company	-	7	9	128%

-	Viglacera Glass Installation Company Limited	-	67	96	143%
4.3	Average income (1000 VND/person/month)	1000đ	8.887	13.386	150%
5	Customer receivable account 131	Million Vnd	24.183	21.535	89%
-	Dap Cau Glass Joint Stock Company	-	14.106	13.808	98%
-	Viglacera Glass Installation Company Limited	-	10.077	7.727	77%
6	Investment value (Subsidiary)	Billion Vnd	0	0	

4.2. Continue implementing land procedures for the company's existing land plot in Vu Ninh Ward, Bac Ninh City, Bac Ninh Province, and proceed with phase 2 of the TKNL glass processing factory project in Yen Phong Industrial Park - Bac Ninh.

- The company's Board of Directors assigns the Executive Board to continue implementing land procedures for the company's existing land plot in Vu Ninh Ward, Bac Ninh City, Bac Ninh Province, in accordance with legal regulations and the company's charter, and to carry out investment/sale/liquidation/disposal transactions for assets that are no longer needed/are of poor or lost quality/have been fully depreciated, to make capital contributions for joint ventures and partnerships and other forms, and to lease out assets, factories, machinery and equipment that are not required.

- Continue implementing phase 2: Relocate the glass processing lines from Dap Cau to the factory in Yen Phong at a suitable time when the necessary conditions allow, in order to reduce costs and streamline production.

4.3. Remuneration payment plan for the Board of Directors and the Supervisory Board in 2025:

Implemented according to the regulations on management of representatives of Viglacera Corporation-JSC at other enterprises.

- 2024: Due to the company's loss, remuneration of the Board of Directors and the Supervisory Board will not be paid.

- 2025 plan: Implemented according to the regulations on management of representatives of Viglacera Corporation-JSC at other enterprises.

4.4. Financial work:

Continue to balance monthly and quarterly financial resources to maintain the company's operations, and strictly implement the rules and regulations of Viglacera Corporation-JSC.

4.5. Key Tasks and Implementation Solutions:

- Organize the 2025 Annual General Meeting of Shareholders, approving key content regarding the 2025 production, business, and development investment plan, and other content as a basis for implementation.

- Direct the executive board to implement the resolutions/decisions of the General Meeting of Shareholders/Board of Directors on a monthly and quarterly basis regarding the production and business plan. Emphasize decisive action in market and sales activities to resolve the bottleneck

in production and business, ensuring sufficient orders for each day, week, and month to facilitate 100% utilization of the glass processing plant's capacity.

- Enhance consumption activities, expand the market for processed glass products, especially energy-saving glass, new glass products, shower enclosures, fire-resistant glass, and decorative glass, etc. Maximize the capacity of existing glass processing equipment lines.
- Promote the development of the glass structure installation sector, participating in external construction projects and projects of the Corporation.
- Actively reconcile and expedite debt recovery to ensure sufficient capital for production and business needs.
- Recruit and train human resources, primarily focusing on personnel for sales, design, estimation, glass installation, and import-export operations.
- Rationally organize labor, improve labor productivity, and stabilize the living standards of employees.
- Intensify efforts to sell existing inventory of rolled glass products.
- Develop monthly production and business plans, evaluate monthly production and business performance to guide the production and business plan for the following month.
- Finalize the performance-based compensation system for all departments.
- Closely monitor the actual situation of the company's production and business activities to promptly issue resolutions, decisions, and related documents within the authority of the Board of Directors for the Management Board to implement tasks ensuring progress and set objectives.
- Implement and strictly comply with the regulations of the Enterprise Law, Securities Law, and other regulations applicable to public companies.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval.

Sincerely thank you./.