

Tay Ninh, June 25, 2025

PROPOSAL
Re: Approval of the Business Plan for 2025
of Tan Bien Rubber Joint Stock Company

To: The Annual General Meeting of Shareholders 2025

Pursuant to the amended and supplemented Charter on the organization and operation of Tan Bien Rubber Joint Stock Company;

Pursuant to Official Letter No.450/HĐQTCSVN-TCKT dated June 23, 2025 of Vietnam Rubber Group concerning the consultation on certain contents for providing opinions and voting at the General Meeting of Shareholders 2025 of Tan Bien Rubber JSC.

Based on the actual needs and the business and production situation of the Company.

The Board of Directors of the Company hereby submits to the General Meeting of Shareholders of Tan Bien Rubber JSC for approval of the production-business Plan for 2025, with the following contents:

A. Volume Indicators

1.	Total Area	hectares	6,233.42
1.1.	Rubber Area	hectares	5,653.46
	<i>Of which:</i>		
	- Area of rubber in tapping	hectares	2,480.83
	+ Area of company-operated rubber tapping	hectares	1,942.21
	+ Area of rubber where tapping rights are transferred	hectares	538.62
	- Immature rubber area	hectares	2,633.32
	- Area of rubber under replanting	hectares	539.31
1.2.	Area of forestry trees, large timber forest	hectares	86.83
		hectares	493.13
1.3.	Other areas (area awaiting High-tech Agriculture cooperation, crop rotation...)		
2.	Rubber Yield	tons/hectare	1.33
	- Yield of company-operated rubber plantation	tons/hectare	1.33
	- Yield of rubber plantation with transferred tapping rights	tons/hectare	1.33
3.	Rubber Output from company-operated tapping	tons	3,300
	- Output from company-operated tapping	tons	2,584
	- Output from transferred tapping rights	tons	716



4.	Purchased Rubber Output	tons	1,000
5.	Rubber Processing	tons	3,584
	- Processing of company-operated rubber	tons	2,584
	- Processing of purchased rubber	tons	1,000
6.	Purchase of finished rubber products	tons	5,000
7.	Consumption. Of which:	tons	8,600
	- Beginning Inventory Output	tons	822.57
	- Output Consumed During the Year	tons	8,600
	+ Export & Entrusted Export	tons	2,700
	+ Domestic Consumption	tons	5,900
8.	Ending Inventory Output	tons	806.57
B.	Value Indicators		
1.	Total Revenue. Of which:	Million VND	633,693
1.1	Rubber Production and Business. Including:	Million VND	408,535
	+ Revenue from Self-Tapped Rubber	Million VND	123,760
	+ Revenue from Purchased Rubber	Million VND	284,775
1.2	Other Production and Business	Million VND	600
1.3	Financial Activities	Million VND	89,296
1.4	Other Activities. Of which:	Million VND	134,762
	+ Liquidation of Plantations	Million VND	124,539
	+ Transfer of Rubber Tapping Rights	Million VND	10,223
2.	Total Expenses	Million VND	408,929
3.	Profit Before Tax	Million VND	224,764
4.	Profit After Tax	Million VND	198,899
5.	Profit Before Tax Margin / Revenue	%	35.47
6.	Profit Before Tax Margin / Charter Capital at Report End Period	%	25.56
7.	Minimum Dividend Payout Ratio (% of share face value)	%	14.31
8.	Budget Contribution (Amount payable)	Million VND	60,404
C.	Investment Indicators		
I	Total Capital Requirement	Million VND	64,047
1.	Capital Investment for Basic Construction	Million VND	58,900
	- Construction and Installation	Million VND	43,065
	Of which: Agricultural Construction and Installation	Million VND	36,832
	- Equipment	Million VND	3,897
	- Other Basic Construction Investments	Million VND	11,031
	Of which: plantation land rent	Million VND	9,763
	- Bank Loan Interest Payment	Million VND	907
2.	Payment for prior year's capital deficit	Million VND	347
3.	Long-term Credit Debt Repayment	Million VND	4,800
II	Capital Sources	Million VND	64,047
1.	Owner's Equity	Million VND	48,109

Million VND 15,938

Above is the production-business plan for 2025 of Tan Bien Rubber JSC. The General Meeting of Shareholders is respectfully requested to review, discuss, and approve.

Recipients:

- ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

CHAIRMAN

CÔNG TY
CỔ PHẦN
CAO SU
TÂN BIÊN

H. M.S.D.N : 390... T.C.P.H.
H. AN CHAU - T. TAY NINH

Trương Văn Cừ



Tay Ninh, June 25, 2025

PROPOSAL

Re: Approval of the salary and remuneration of Managers in 2024 and the salary plan for 2025

To: The Annual General Meeting of Shareholders 2025 of
Tan Bien Rubber Joint Stock Company

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Charter of Organization and Operation (amended, supplemented) of Tan Bien Rubber Joint Stock Company;

Pursuant to Official Letter No. 335/CSVN-LĐTL dated February 06, 2023 of Vietnam Rubber Group on agreeing on the salary fund implemented in 2023 of Tan Bien Rubber Joint Stock Company;

Pursuant to Official Letter No. 450/HĐQTCSVN-TCKT dated June 23, 2025 of Vietnam Rubber Group on agreeing on certain contents to contribute opinions and vote at the 2025 General Meeting of Shareholders of Tan Bien Rubber JSC.

The Board of Directors of the Company hereby submits to the Annual General Meeting of Shareholders 2025 for consideration and approval of the salary and remuneration of Managers in 2024 and the plan for 2025, as follows:

1. Salary, remuneration of Board of Directors' members, General Director, Board of Supervisors in 2024:

Unit: VND

No.	Name	Position	Basic salary (Appendix 2, Decision 107)	Number of Working Months	Profit- based Salary Increase (20% above Planned Salary)	Total Salaries, Remuneration, and Allowances in 2024	Amount Paid in 2024	Remaining Amount in 2024	Notes
I	Salary fund for full-time managers					2,314,472,800	2,139,668,429	174,804,371	
1	Le Thi Bich Loi	Former Chairwoman of the BOD	32,000,000	11	38,400,000	422,400,000	422,400,000		Retired on December 01, 2024
2	Truong Van Cu	Chairman of the BOD	32,000,000	1	38,400,000	38,400,000	34,816,000	3,584,000	Elected to the position of Chairman of the Board of Directors on December 02, 2024
		Member of the BOD - General Director	30,000,000	11	36,000,000	396,000,000	359,170,686	36,829,314	
3	Lam Thanh Phu	Member of the BOD - General Director	30,000,000		3,272,800	3,272,800	3,272,800		Appointment of General Director Date December 30, 2024
4	Duong Tan Phong	Member of the BOD - Deputy	27,000,000	12	32,400,000	388,800,000	352,659,567	36,140,433	

No.	Name	Position	Basic salary (Appendix 2, Decision 107)	Number of Working Months	Profit- based Salary Increase (20% above Planned Salary)	Total Salaries, Remuneration, and Allowances in 2024	Amount Paid in 2024	Remaining Amount in 2024	Notes
		General Director							
5	Tran Van Toan	Deputy General Director	26,000,000	12	31,200,000	374,400,000	339,695,157	34,704,843	
6	Nguyen Van Sang	Head of the Board of Supervisors	24,000,000	12	28,800,000	345,600,000	313,595,011	32,004,989	
7	Lam Quang Phuc	Chief Accountant	24,000,000	12	28,800,000	345,600,000	314,059,208	31,540,792	
II	Remuneration fund for non-executive managers (equal to 10% of the salary of executive managers)		15,200,000			127,400,000	118,587,200	8,812,800	
1	Lam Thanh Phu	Member of the BOD	2,700,000	12		32,400,000	30,067,200	2,332,800	
2	Do Quoc Tuan	Independent members of the BOD	2,700,000	12		32,400,000	30,067,200	2,332,800	
3	Le Thi Bich Loi	Member of the BOD	5,000,000	1		5,000,000	5,000,000		
4	Hoang Quoc Hung	Member of the BOS	2,400,000	12		28,800,000	26,726,400	2,073,600	
5	Hoang Van Vinh	Member of the BOS	2,400,000	12		28,800,000	26,726,400	2,073,600	
	Total					2,441,872,800	2,258,255,629	183,617,171	

2. Plan for salary, remuneration, and allowances of Board of Directors' members, Board of Management, Board of Supervisors in 2025:

- Plan for salary of Board of Directors' members, Board of Management, Board of Supervisors for 2025: temporarily pay monthly salary and remuneration of Managers equivalent to 75% of the salary according to Appendix 02, at Decision No. 107/QĐ-HĐQTCSVN dated March 26, 2020 of Vietnam Rubber Group.

- After the Plan for salary, remuneration, and allowances of Board of Directors' members, Board of General Directors, Board of Supervisors in 2025 is agreed upon by Vietnam Rubber Group, it will be paid for the correct purpose and in accordance with regulations.

- Present to the GMS to authorize the Board of Directors to approve the Plan for salary, remuneration, and allowances of the Board of Directors, Board of General Directors, Board of Supervisors in 2025 after being agreed upon by Vietnam Rubber Group.

Sincerely submitted!

- Recipients:**
- AGM 2025;
 - Members of the BOD, BOS, General Director of the Company;
 - Archived: Administration, Secretary of the BOD (Document of AGM 2025).

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



Trương Văn Cư



Tay Ninh, June 25, 2025

PROPOSAL

Re: The selection of the audit firm for the Financial Statement for 2025

To: The Annual General Meeting of Shareholders 2025
of Tan Bien Rubber Joint Stock Company

Pursuant to Official Letter No. 1499/CSVN-TCKT dated May 14, 2021 of Vietnam Rubber Group regarding the proposal for selection of the auditor for the annual financial statements;

Pursuant to the list of audit firms eligible to provide audit services as published on the official website of the Ministry of Finance (www.mof.gov.vn) at the most recent time;

Pursuant to Article 40 of the amended and supplemented Charter on the organization and operation of Tan Bien Rubber Joint Stock Company;

Pursuant to Official Letter No. 450/HĐQTCSVN-TCKT dated June 23, 2025 of Vietnam Rubber Group regarding the agreement on several contents for commenting and voting at the Annual General Meeting of Shareholders 2025 of Tan Bien Rubber Joint Stock Company.

The Board of Supervisors requests to propose the selection of an independent audit firm to perform the service of reviewing the separate Financial Statements, consolidated Financial Statements for 6 months, and auditing the separate Financial Statements, consolidated Financial Statements for the fiscal year 2025, including the following 03 firms:

- a. AASC Auditing Firm Company Limited;
- b. NVA Auditing Company Limited;
- c. Moore AISC Auditing and Informatics Services Company Limited;

The Board of Supervisors of Tan Bien Rubber Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval regarding the selection of the audit firm as follows:

1. Authorize the Board of Directors to select 1 out of the 3 firms above to perform the service of reviewing the separate Financial Statements, consolidated Financial Statements for 6 months, and auditing the separate Financial Statements, consolidated Financial Statements for the fiscal year 2025 of the Company.

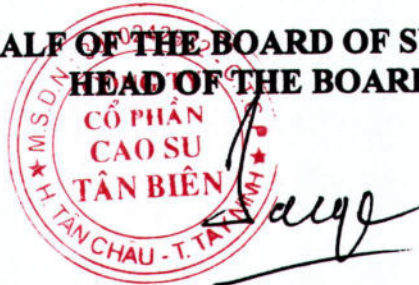
2. Authorize the General Director of the Company to carry out procedures to sign the Audit Contract with the selected audit firm according to regulations.

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

Recipients:

- AGM 2025;
 - Archived: Administration, BOS
- (Documents of AGM 2025)

**ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOARD**



Nguyen Van Sang

No.: 183/TTr-NĐDCSTB

Tay Ninh, June 25, 2025

PROPOSAL

Re: The amendment and supplement to the Company Charter

To: The Annual General Meeting of Shareholders 2025.

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to Decision No. 389/QĐ-HĐQTCSTB dated December 20, 2024 of the Board of Directors of Tan Bien Rubber Joint Stock Company regarding the issuance of the Organizational and Operational Charter (amended, supplemented) - Tan Bien Rubber Joint Stock Company;

Pursuant to Official Letter No. 477/CSVN-TCKT dated June 19, 2025 of Vietnam Rubber Group regarding the agreement on amendments to the Charter on organization and operation of Tan Bien Rubber Joint Stock Company.

Currently, the Board of Directors of Tan Bien Rubber Joint Stock Company has 4 members, including: 01 full-time Chairman of the Board of Directors and 03 Members of the Board of Directors (of which: 02 Executive Members and 01 Independent Member of the Board of Directors).

Clause 1, Article 26 of the Company's Organizational and Operational Charter stipulates as follows:

“ Article 26. Composition and Term of Members of the Board of Directors:

1. The number of members of the Board of Directors shall be 05.

Pursuant to Article 154 of the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, which stipulates the term and number of members of the Board of Directors: “The Board of Directors shall consist of between 03 and 11 members. The Company's Charter shall specify the exact number of members of the Board of Directors.”

In order to ensure compliance with the provisions of the Law on the number of members of the Board of Directors, the Board of Directors respectfully submits to the Annual General Meeting of Shareholders 2025 for consideration and approval the proposed amendment to Clause 1, Article 26 of the Charter of Tan Bien Rubber Joint Stock Company, with the following content:

Current Provision	Proposed Amendment	Legal Basis for Amendment
Article 26. Composition and Term of Members of the Board of Directors 1. The number of members of the Board of Directors shall be 05..	Article 26. Composition and Term of Members of the Board of Directors 1. The number of members of the Board of Directors of Tan Bien Rubber Joint Stock Company shall be decided by the General Meeting of Shareholders, with a minimum of 03 (three) members and a maximum of 05 (five) members.	- Article 154 of the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020

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

Recipients:

- As above;
- Members of the BOD, BOS of the Company;
- Archived: Administration;
Secretary of the BOD.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



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Trương Văn Cư

PROPOSAL

**Re: Approval of the investment policy for Industrial Clusters Planned by the Local
Authorities on rubber land areas managed by Tan Bien Rubber JSC**

To: The Annual General Meeting of Shareholders 2025.

Pursuant to the Law on Investment No. 61/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam, Legislature XIV, at its 9th session on June 17, 2020;;

Pursuant to the Law on Management and Utilization of State Capital Invested in Production and Business Activities of Enterprises No. 69/2014/QH13 adopted by the National Assembly of the Socialist Republic of Vietnam, Legislature XIII, at its 8th session on November 26, 2014;

Pursuant to Decree No. 31/2021/ND-CP dated March 26, 2021 of the Government detailing and guiding the implementation of a number of articles of the Law on Investment;

Pursuant to Decree No. 32/2024/ND-CP dated March 15, 2024 of the Government on the management and development of industrial clusters;

Pursuant to Decision No. 1736/QĐ-TTg dated December 29, 2023 of the Prime Minister approving the Master Plan of Tay Ninh Province for the 2021–2030 period, with a vision to 2050.

Pursuant to Decision No. 1863/QĐ-UBND dated September 8, 2023 of the People's Committee of Tay Ninh Province on the issuance of the Development Scheme for Industrial Clusters in Tay Ninh Province for the 2023–2030 period.

Pursuant to Official Letter No. 286/HĐQTCSVN-QLĐTXD dated May 8, 2025 of Vietnam Rubber Group regarding the registration and approval of the investment policy, concurrently approving Tan Bien Rubber Joint Stock Company as the investor in the industrial clusters located in Tan Chau District, Tay Ninh Province;

The Board of Directors of Tan Bien Rubber Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the registration of the investment policy for the development of industrial clusters on rubber land, in accordance with the local planning, on the land currently managed by Tan Bien Rubber Joint Stock Company (hereinafter referred to as the "Company"), as follows:

I. Necessity of Investment:

On December 29, 2023, the Prime Minister issued Decision No. 1736/QĐ-TTg approving the Tay Ninh Provincial Master Plan for the period 2021-2030, with a vision to 2050. According to the plan, the development approach for Industrial Clusters in Tay Ninh province is integrated and multi-sectoral, aiming for 10



industrial clusters with a total area of approximately 583 ha by 2030. This includes supplementing **the establishment of new industrial clusters**: Tan Hiep Industrial Cluster (71.55 ha) and Tan Hoa Industrial Cluster (75 ha). The locations of these 02 industrial clusters are situated within the land area currently managed and planted with rubber trees by the Company in Tan Hiep Commune and Tan Hoa Commune in Tan Chau district, Tay Ninh province.

To promote resource utilization, align with the development orientation of Vietnam Rubber Group's industries, and participate in the socio-economic development according to local planning in the coming time. Therefore, participating in the implementation of investment projects for constructing and operating the infrastructure of industrial clusters on rubber land in accordance with local planning at the Company is consistent with national and local planning and is highly necessary.

II. Investment Proposal

Tan Bien Rubber Joint Stock Company hereby reports to the General Meeting of Shareholders for consideration and approval of the policy for the Company to act as the Investor and prepare the dossier requesting approval of the investment policy for projects involving the construction and business of industrial cluster infrastructure that have been approved in the provincial master plan by the Prime Minister within Tay Ninh province for the period 2021-2030, with a vision to 2050, based on the master plan and some basic data on investment scale from similar projects as follows:

1. Basis for estimating total investment capital needs

- Based on the investment rates in Decision 816/QĐ-BXD Date August 22, 2024, of the Ministry of Construction announcing construction investment capital rates and overall construction costs for structural components in 2023, referencing market prices, similar projects, and Decree 10/2021/NĐ-CP Date February 09, 2021, of the Government on Construction Investment Cost Management.

Estimated total investment for Industrial Clusters projects, temporarily calculated for a total area of 146.55 ha, is as follows:

No.	Name of Industrial Cluster	Location	Planning 2021-2030 (ha)	Company Proposed (ha)	Total Estimated Investment Capital Requirement	Average Investment Rate per Hectare (VND/ha)
1	Industrial Cluster Tan Hiep	Tan Chau District	71.55	71.55	357,000,000,000	4,989,518,000
2	Industrial Cluster Tan Hoa	Tan Chau District	75.00	75.00	375,000,000,000	5,000,000,000
Total			146.55	146.55	732,000,000,000	

Estimated total investment capital needs (rounded): 732 Billion VND

2. Structure of capital sources for project implementation:

Total investment capital for project implementation is approximately 732 Billion VND (In words: Seven hundred thirty-two billion VND). Specifically:

- Owner's equity 20%: 146.4 Billion VND

- Loan capital 80%: 585.6 Billion VND

Projects investing in the construction and operation of Industrial Cluster infrastructure must be guaranteed by a minimum of 15% Owner's counterpart capital, with the remaining portion being credit loan capital from commercial banks and capital mobilized from other sources. Therefore, the Company proposes allocating 20% of investment capital from the Owner's counterpart capital.

3. Regarding conditions for land allocation without auction, bidding.

The project investing in the construction and operation of Industrial Cluster infrastructure is a case where the state recovers land for socio-economic development for national and public benefit as stipulated in Clause 22, Article 79 of the Land Law 2024.

- According to the regulation at Point a, Clause 1, Article 157 of the Land Law 2024: *"Exemption, reduction of land use fees, land rent shall be implemented in the following cases:*

- a) *Land use for production and business purposes in fields or areas with investment incentives according to the law on investment and relevant laws, except for land use for commercial housing construction, commercial land use, service land use;..."*

- According to the regulation at Clause 2, Article 39 of Decree No. 103/2024/NĐ-CP: *"Land rent exemption during basic construction according to a project approved by a competent authority, but not exceeding 03 years from the Date of the land lease decision for projects eligible for land rent exemption under Point a, Clause 1, Article 157 of the Land Law."*

- According to the regulation at Point e, Clause 3, Article 39 of Decree No. 103/2024/NĐ-CP: *"Exemption for the entire lease period for projects using land for production and business implementing investment projects in the List of industries and trades with special investment incentives, invested in areas with exceptionally difficult socio-economic conditions."*

Thus, the Tan Hiep and Tan Hoa Industrial Clusters projects on the land managed by the Company are listed in the industries and trades with special investment incentives, and are exempted from land rent for the entire period.

- According to the regulation at Clause 2, Article 120 of the Land Law 2024: *"The State leases land with one-time payment for the entire lease period in the following cases:*

- a) *Land use for investment projects in agriculture, forestry, aquaculture, salt production;*

- b) *Land use for industrial parks, industrial clusters, high-tech parks, workers' dormitories within industrial parks; land used for public purposes with business*

objectives; land used for commercial and service purposes for tourism activities, office business;

c) Using land for the construction of social housing for lease as stipulated by the law on housing.

- Pursuant to Clause 1, Article 124 - Land Law 2024: *"Cases of land allocation, land lease without auctioning the land lease right, without bidding for investor selection to implement projects using land:*

1. Land allocation without collection of land use fee as stipulated in Article 118 of this Law, land allocation with collection of land use fee as stipulated in Article 119 which are exempt from land use fee, land lease as stipulated in Article 120 which are exempt from land rental, except where specialized law regulates the identification of the number of interested investors..."

Pursuant to Clause 6, Article 127 - Land Law 2024, stipulating the use of land for the implementation of socio-economic development projects through agreement on the receipt of land lease right or already possessing land lease right, regulates:

"An entity already possessing land lease right that proposes an investment project, if it falls within the cases stipulated in Article 79 of this Law but is consistent with the land use plan and proposes land use purpose conversion approved by the competent state authority with simultaneous approval of the investor as stipulated by the law on investment, shall be permitted to use the land to implement the investment project without the State recovering the land as stipulated by this Law."

Tan Bien Rubber Joint Stock Company is currently the entity possessing the land lease right for the area proposed for investment, which is consistent with the land use plan of Tay Ninh province for the period 2021-2030, with a vision to 2050, according to Decision No. 1736/QĐ-TTg, Date December 29, 2023 of the Prime Minister. Thus, the Company fully meets the conditions for leasing land to implement the Industrial Cluster projects if the People's Committee of Tay Ninh province approves the investment policy and simultaneously approves the investor.

4. Regarding financial capacity meeting project implementation requirements.

According to the separate financial statements of Tan Bien Rubber Joint Stock Company audited by AASC Auditing Firm Co., Ltd., owner's equity in 2023 was recorded as 1,339.71 Billion VND and owner's equity in 2024 is 1,377.93 Billion VND. Thus, the source of owner's equity ensures it meets the owner's minimum counterpart capital of 20% of the total investment of the proposed projects. Credit capital accounts for 80% of the total investment capital, and the Company commits to working with partner banks to request the issuance of guarantees and the provision of loans meeting financial capacity requirements. Furthermore, due to phased investment, the Company will continue to manage and exploit rubber trees according to the investment progress, without leaving the land fallow, thus maximizing land efficiency. The Company commits not to violate the provisions of the law on land, meeting the conditions for being allocated land, leased land, and allowed to convert land use purpose by the State to implement the projects.

Hereby submitted to the 2025 Annual General Meeting of Shareholders for approval of Tan Bien Rubber Joint Stock Company registering as the Project Owner and preparing the application file requesting investment policy approval for the construction of technical infrastructure for the Tan Hiep and Tan Hoa Industrial Clusters to serve as a basis for carrying out subsequent procedures to submit to the competent authority for investment policy approval in accordance with regulations, and also submitting to the General Meeting of Shareholders for authorization to the Board of Directors to perform tasks related to the registration and approval procedures for files related to the investment based on the agreement of competent authorities. ./.

Recipients :

- As above;
 - Members of the BOD, BOS of the Company;
 - Archived: Administration, Secretary of the BOD.
- (Document of AGM 2025).

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Trương Văn Cự

