

Tay Ninh, June, 2025

DRAFT

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. /HĐQTCSVN-TCKT dated / /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
	+ <i>Revenue from Self-Tapped Rubber</i>	Million VND	123,760
	+ <i>Revenue from Purchased Rubber</i>	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
	+ <i>Liquidation of Plantations</i>	Million VND	124,539
	+ <i>Transfer of Rubber Tapping Rights</i>	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
	<i>Of which: Agricultural Construction and Installation</i>	Million VND	36,832
	- Equipment	Million VND	3,897
	- Other Basic Construction Investments	Million VND	11,031
	<i>Of which: plantation land rent</i>	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
2.	Domestic Loans	Million VND	15,938

In case the production-business Plan changes or requires adjustment, the General Meeting of Shareholders is requested to authorize the Board of Directors to adjust and approve the production-business Plan for 2025 to suit the actual situation.

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.

Respectfully submitted!

Recipients:

- As above;
 - BOD, BOS, BOM of the Company;
 - Archived: Office, BOD's secretary.
- (Document of AGM 2025).

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



VIETNAM RUBBER GROUP

TAN BIEN RUBBER
JOINT STOCK COMPANY

No.: /TTr-HĐQTCSVB

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Tay Ninh, June..., 2025

PROPOSAL

Re: Approval of the salary and remuneration of Managers in 2024 and the salary plan for 2025To: 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-LDTL 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./HĐQTCSVN-TCKT dated / ..., 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

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
4	Duong Tan Phong	Member of the BOD - Deputy General Director	27,000,000	12	32,400,000	388,800,000	352,659,567	36,140,433	
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**



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. ___/HDQTCSVN-TCKT dated / /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**

No.: /TTr-NĐDCSTB

Tay Ninh, June, 2025

DRAFT

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-HĐQTCTB 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
<p>Article 26. Composition and Term of Members of the Board of Directors</p> <p>1. The number of members of the Board of Directors shall be 05..</p>	<p>Article 26. Composition and Term of Members of the Board of Directors</p> <p>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.</p>	<p>- Article 154 of the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020</p>

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**

**TAN BIEN RUBBER
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No.: /TTr- ĐQTCTB

Tay Ninh, June ..., 2025

DRAFT

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**



**TAN BIEN RUBBER
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No.: /TTr- ĐQTCSTB

Tay Ninh, June ..., 2025

DRAFT

PROPOSAL

Re: Approval of the investment policy for the Tan Hoa construction stone mine mineral exploitation project (in Tan Hoa commune, Tan Chau district, Tay Ninh province)

To: The Annual General Meeting of Shareholders 2025.

Pursuant to the Law on Minerals No. 60/2010/QH12 dated November 17, 2010;

Pursuant to Decree No. 158/2016/ND-CP dated November 29, 2016 of the Government detailing the implementation of a number of articles of the Law on Minerals

Pursuant to Decision No. 1736/QĐ-TTg dated December 29, 2023 of the Prime Minister on approving the Planning of Tay Ninh province for the period 2021-2030, with a vision to 2050;

Pursuant to Decision No. 1782/QĐ-UBND dated September 24, 2024 of the People's Committee of Tay Ninh province on approving the Project on exploration, exploitation and use of minerals as common construction materials and peat in Tay Ninh province until 2030, with a vision to 2050. Pursuant to Document No. 158/HĐQTCSVN-KHDT dated March 16, 2021 of the Vietnam Rubber Industry Group on the agreement in principle to implement the project of exploiting stone for construction materials of Tan Bien Rubber Joint Stock Company.

According to Decision No. 1782/QĐ-UBND dated September 24, 2024, the People's Committee of Tay Ninh province has included the construction stone quarry in Tan Hoa commune, Tan Chau district, Tay Ninh province (in table No. I-2, Appendix I, symbol on the map: No. 28, mineral type: Construction stone), area: **77.50** ha, reserves: **15.5** million m³ in the zoning area for exploration and exploitation of minerals for common construction materials in Tay Ninh province until 2030.

The entire location of the above quarry resource area belongs to the land area that Tan Bien Rubber Joint Stock Company is managing and using in Tan Thuan Hamlet, Tan Hoa Commune, Tan Chau District, Tay Ninh Province, specifically as follows:

No.	Area that Tan Bien Rubber Joint Stock Company is managing and using				Tay Ninh Provincial People's Committee plans mineral exploration and exploitation until 2030			
	Lot location	Rubber area (ha)	Year of planting	Location	Planning area (ha)	Mineral type	Total reserves - resources (million ³)	Note
1	M89	22.54	1996	at Suoi Ngo		Construction stone		According to

No.	Area that Tan Bien Rubber Joint Stock Company is managing and using				Tay Ninh Provincial People's Committee plans mineral exploration and exploitation until 2030			
	Lot location	Rubber area (ha)	Year of planting	Location	Planning area (ha)	Mineral type	Total reserves - resources (million ³)	Note
				Production Team (Tan Hoa commune, Tan Chau district, Tay Ninh province)	22.54		15.5	<i>Decision No. 1782/QĐ-UBND dated September 24, 2024 of Tay Ninh Provincial People's Committee</i>
2	M90	24.16	1996		14.24			
3	N89	23.39	1996		23.39			
4	N90	25.95	1996		17.34			
Total		96,04			77.51		15.5	

According to the actual market demand for construction stone in Tay Ninh province in recent years, there has always been a shortage of construction stone supply. Most of the quarries in the province have stopped operating or are about to expire, construction stone suppliers have to transport stone from neighboring provinces to serve the construction needs of projects in Tay Ninh province, including key projects of the province such as: roads, projects serving new rural areas, resettlement areas, industrial parks... In addition, according to the forecast, the demand for construction stone in Tay Ninh province by 2030 is 16.370 million m³, of which: the period 2024-2025 is 4.37 million m³, and the period 2026-2030 is 12 million m³.

Through studying the feasibility and effectiveness of the stone mining project to meet the demand for common construction materials to serve the socio-economic development needs of Tay Ninh province in the coming time.

The Board of Directors of Tan Bien Rubber Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the following contents:

1. Approval in principle for Tan Bien Rubber Joint Stock Company to explore and exploit Tan Hoa construction stone minerals, area 77.50 ha (*in table No. I-2, Appendix I, symbol on map: No. 28, mineral type: Construction stone according to Decision No. 1782/QĐ-UBND dated September 24, 2024, Tay Ninh Provincial People's Committee*) with the following main contents:

- **Objective:** Exploring and exploiting construction stone resources as common construction materials to meet the demand for construction materials, contributing to the socio-economic development of Tay Ninh province and neighboring areas.

- **Exploration location:** in Tan Hoa commune, Tan Chau district, Tay Ninh province. (Note: at lots M89, M90, N89, N90 of Suoi Ngo Production Team - Tan Bien Rubber Joint Stock Company)

- **Area requested for exploration:** 77.5 ha, limited by corner points 1, 2, 3 and 4 with coordinates determined on the map of the area requested for exploration policy (according to the attached map)

2. Approve the policy for Tan Bien Rubber Joint Stock Company to implement the above-mentioned Tan Hoa construction stone mine mineral exploitation project.

The project scale is as follows:

* **Project name:** Tan Hoa construction stone mine mining project.

* **Investment objective:** Exploiting construction stone raw materials as common construction materials to meet the demand for construction materials, contributing to the socio-economic development of Tay Ninh province and neighboring areas for the period up to 2030 and vision to 2050.

* **Investor:** Tan Bien Rubber Joint Stock Company.

* **Project location and scale:**

- **Project points:**

+ Location: At lot M89, M90, N89, N90 - at Suoi Ngo Production Team under Tan Bien Rubber Joint Stock Company.

+ Location: Tan Hoa commune, Tan Chau district, Tay Ninh province.

- **Project scale:**

+ Mining area: **77.5 ha.**

+ Mineral type: Construction stone.

+ Total estimated reserves - resources (m3): **15.5 million m3**

* **Preliminary total investment:** over 500 billion VND. (Note: Total investment is re-examined based on approval by competent authority).

* **Implementation plan:** Due to the large volume of the quarry (with area: 77.50 ha, reserves: 15.5 million m3) and large total investment (over 500 billion VND). On the other hand, the Company has no experience in exploration and exploitation and in case the above quarry is put up for auction by the locality for mineral exploitation rights, it is not eligible to participate in the auction, so the Company will look for partners with sufficient capacity and experience to jointly implement the above project.

* **Project effectiveness:**

- Providing construction materials for infrastructure projects, especially developing new rural areas; serving the socio-economic development needs of Tay Ninh province and neighboring areas in the coming time.

- Creating products for society, increasing budget revenue, social welfare values.

- Solving employment for the local labor force

Tan Bien Rubber Joint Stock Company commits to comply with the provisions of law on mineral exploration and exploitation, environmental protection, security and order, and implement the exploitation project in accordance with regulations.

Respectfully submit to the Annual General Meeting of Shareholders 2025 for approval and authorization for the Board of Directors of the Company to carry out procedures related to the investment in the Tan Hoa construction stone mine mineral exploitation project based on the agreement between the Vietnam Rubber Industry Group and the local authorities./.

Recipients :

- Annual GSM 2025;
- Members of the BOD, BOS of the Company;
- Archived: Administration, Secretary of the BOD.

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

**GENERAL MEETING OF SHAREHOLDERS
TAN BIEN RUBBER
JOINT STOCK COMPANY**

No.: 01 /BB-ĐHĐCĐCSTB

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Tay Ninh, June, 2025

DRAFT

MINUTES
of the Annual General Meeting of Shareholders 2025

Name of company: TAN BIEN RUBBER JOINT STOCK COMPANY

Address: Hamlet 2, Thanh Phu Village - Tan Hiep Commune - Tan Chau District – Tay Ninh Province

Business Registration Certificate number 3900242832 issued by the Department of Planning and Investment of Tay Ninh Province for the first time on December 21, 2009, seventh amendment on April 29, 2016.

Time: 08:00 A.M. , Wednesday, June 25, 2025.

Venue: Tan Bien Rubber Joint Stock Company, Hamlet 2, Thanh Phu Village - Tan Hiep Commune - Tan Chau District – Tay Ninh Province.

PART I: MEETING OPENING REMARKS

I. Introduction of attendees.

The Organizing Committee for the Annual General Meeting of Shareholders 2025 of Tan Bien Rubber Joint Stock Company conducted the procedures, stated the reasons, introduced the delegates and participants, including:

On behalf of Tan Bien Rubber Joint Stock Company:

- Mr. Truong Van Cu - Chairman of the Board of Directors of the Company.
- Mr. Lam Thanh Phu - Board of Directors' members, General Director of the Company.
- Mr. Duong Tan Phong - Board of Directors' members, Deputy General Director of the Company.
- Mr. Do Quoc Tuan - Independent Board of Directors' members.
- Mr. Nguyen Van Sang - Head of the Board of Supervisors.
- Along with delegates who are members of the Board of Supervisors, Heads of functional departments, heads of subordinate units, shareholders, and invited guests of Tan Bien Rubber Joint Stock Company.

II. Report on shareholder eligibility verification:

- Reporter: Mr. Nguyen Van Sang – Position: Head of the Board of Supervisors.
- Report content:
 - Total number of invited shareholders: All 469 shareholders listed in the shareholder list as of 04:00 P.M., May 27, 2025, holding 87,945,000 voting shares of Tan Bien Rubber Joint Stock Company.

- Shareholders attending the Meeting: shareholders and shareholder representatives, owning and representing ownership for voting shares, accounting for % of the total voting shares of the Company.
- In accordance with the Law on Enterprises and the Company's Charter, the Annual General Meeting of Shareholders 2025 of Tan Bien Rubber Joint Stock Company is eligible to proceed.

III. Election of the Presidium, Secretariat, and Counting Committee.

1. Presidium:

Mr. Truong Van Cu Chairman of the BOD.
 Mr. Lam Thanh Phu BOD' members - General Director of the Company.
 Mr. Duong Tan Phong BOD' members - Deputy General Director of the Company.

2. Secretariat:

Mr. Tran Nguyen Duy Sinh Deputy Head of Finance and Accounting Department
 Mr. To Minh Tai Company Secretary to the Board of Directors

3. Counting Committee:

Mr. Lam Quang Phuc Chief Accountant of the Company.
 Ms. Nguyen Nhu Nguyet Head of Administration and Human Resources Department
 Mr. Huynh Duy Hien Head of Planning and Investment Department
 Mr. Pham Van Khanh Head of Technical Department
 Ms. Nguyen Tran Thien Phuc Staff of Finance and Accounting Department

The General Meeting of Shareholders unanimously approved the list of the Presidium, Secretariat, and Counting Committee.

IV. Introduction of the Meeting Agenda

Presenter: Mr. Duong Tan Phong – Position: Member of the Presidium

The General Meeting unanimously approved the Agenda of the Annual General Meeting of Shareholders 2025.

V. Approval of the Working Regulation of the Annual General Meeting of Shareholders 2025

Presenter: Mr. Truong Van Cu – Position: Head of the Presidium.

The General Meeting unanimously approved the Working Regulations of the Annual General Meeting of Shareholders 2025.

PART II: CONTENT OF THE GENERAL MEETING

1. Approval of the Report on Corporate Governance, results of the Board of Directors' operations, duties of the Board of Directors' members in 2024, and direction and duties of the Board of Directors for 2025 - Presenter: **Mr. Truong Van Cu** – Chairman of the Board of Directors.

After hearing the content of the Reports and Proposals, the General Meeting of Shareholders discussed and unanimously voted to approve the following contents:

Content 1: Approval of the Report on Corporate Governance, results of the Board of Directors' operations, duties of the Board of Directors' members in 2024, and direction and duties of the Board of Directors for 2025:

Voting Section: Vote by filling in the Ballot Paper

- Approve:.....shares, accounting for.....% of the shares with voting rights.
- Not Approve:.....shares, accounting for.....% of the shares with voting rights.
- Abstain:.....shares, accounting for.....% of the shares with voting rights.

Content 2: Approval of the report on operational situation of the Board of Supervisors in 2024, and direction and duties for 2025.

Voting Section: Vote by filling in the Ballot Paper

- Approve:.....shares, accounting for.....% of the shares with voting rights.
- Not Approve:.....shares, accounting for.....% of the shares with voting rights.
- Abstain:.....shares, accounting for.....% of the shares with voting rights.

Content 3: Approval of the Report of the General Director on the results of 2024 production-business activities and direction and tasks for the 2025 production-business plan

Voting section: Vote by filling in the Ballot Paper

- Approve:.....shares, accounting for.....% of voting shares.
- Not Approve:.....shares, accounting for.....% of voting shares.
- Abstain:.....shares, accounting for.....% of voting shares.

Content 4: Approval of the Proposal for approval of the audited separate and consolidated Financial Statement and 2024 Profit Distribution Plan

a. Separate and Consolidated Financial Statements for 2024: The Company's audited Separate and Consolidated Financial Statements for 2024 have been published on the Company's website at www.tabiruco.vn and disclosed information in accordance with regulations.

Voting section: Vote by filling in the Ballot Paper

- Approve:.....shares, accounting for.....% of voting shares.
- Not Approve:.....shares, accounting for.....% of voting shares.
- Abstain:.....shares, accounting for.....% of voting shares.

b. 2024 Profit Distribution Plan

Voting section: Vote by filling in the Ballot Paper

- Approve:.....shares, accounting for.....% of voting shares.
- Not Approve:.....shares, accounting for.....% of voting shares.
- Abstain:.....shares, accounting for.....% of voting shares.

Content 5: Approval of the Proposal for approval of the 2025 production-business plan

The 2025 production-business plan with key targets is as follows:

A. Quantity indicators

1.	Total area	ha	6,233.42
1.1.	Rubber area	ha	5,653.46
	<i>Of which:</i>		
	- Exploited rubber area	ha	2,480.83
	+ Company's self-exploited rubber area	ha	1,942.21
	+ Rubber area with exploitation rights transferred/leased	ha	538.62
	- Rubber area under basic development	ha	2,633.32
	- Replanted rubber area	ha	539.31
1.2.	Area of forest trees, large timber forests	ha	86.83
1.3.	Other areas (areas awaiting high-tech agricultural cooperation, rotation cropping, etc.)	ha	493.13
2.	Rubber yield	tons/ha	1.33
	- <i>Yield of Company's self-exploited rubber gardens</i>	tons/ha	1.33
	- <i>Yield of rubber gardens with exploitation rights transferred/leased</i>	tons/ha	1.33
3.	Self-exploited rubber production volume	tons	3,300
	- Company's self-exploited production volume	tons	2,584
	- Production volume from transferred/leased exploitation rights	tons	716
4.	Purchased rubber production volume	tons	1,000
5.	Rubber processing	tons	3,584
	- Processing of self-exploited rubber	tons	2,584
	- Processing of purchased rubber	tons	1,000
6.	Purchased finished rubber products	tons	5,000
7.	Sales. Of which:	tons	8,600
	- Beginning-of-year inventory volume	tons	822,57
	- Sales volume during the year	tons	8,600
	+ Export & Authorized export	tons	2,700
	+ Domestic sales	tons	5,900
8.	End-of-period inventory volume	tons	806,57

B. Value indicators

1.	Total Revenue. Of which:	Million VND	633,193
1.1	Rubber production and business. Including:	Million VND	408,535
	+ <i>Revenue from self-exploited rubber</i>	Million VND	123,760
	+ <i>Revenue from purchased rubber</i>	Million VND	284,775
1.2	Other production and business activities	Million VND	600
1.3	Financial activities	Million VND	89,296
1.4	Other activities. Of which:	Million VND	134,762
	+ <i>Liquidation of plantations</i>	Million VND	124,539
	+ <i>Transfer/Lease of rubber latex exploitation rights</i>	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/revenue ratio	%	35.47
6.	Profit before tax/equity ratio at end of reporting period	%	25.56
7.	Minimum dividend payout ratio (% of stock par value)	%	14.31
8.	State budget contribution (Amount payable)	Million VND	60,404

C. Investment targets

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
	<i>Of which: Agricultural construction and installation</i>	<i>Million VND</i>	<i>36,832</i>
	- Equipment	Million VND	3,897
	- Other capital expenditures	Million VND	11,031
	<i>Of which: land lease for plantation</i>	<i>Million VND</i>	<i>9,763</i>
	- Bank loan interest payment	Million VND	907
2.	Payment for prior year's capital deficit	Million VND	347
3.	Long-term credit loan repayment	Million VND	4,800
II	Funding sources	Million VND	64,047
1.	Owner's equity	Million VND	48,109
2.	Domestic borrowings	Million VND	15,938

The General Meeting of Shareholders authorizes the Company's Board of Directors to approve the 2025 production plan after the official plan is agreed upon and assigned by Vietnam Rubber Group.

Voting section: Vote by filling in the Ballot Paper

- Approve:.....shares, accounting for.....% of voting shares.
- Not Approve:.....shares, accounting for.....% of voting shares.
- Abstain:.....shares, accounting for.....% of voting shares.

Content 6: Approval of the Proposal for approval of the salary and remuneration of Managers in 2024 and the 2025 salary plan.

1. Compensation and remuneration of Managers in 2024:

No.	Name	Position	Basic Salary (Appendix 2, Decision 107)	Number of working months	Profit-based salary increase (increase of 20% compared to planned salary)	Implemented salary fund and remuneration , allowances in 2024	Implemented salary fund and remuneration, allowances in 2024 paid	Remaining implemented salary fund and remuneration, allowances in 2024	Note
I	Salary fund for full-time managers					2,314,472,800	2,139,668,429	174,804,371	
1	Le Thị Bích 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

No.	Name	Position	Basic Salary (Appendix 2, Decision 107)	Number of working months	Profit-based salary increase (increase of 20% compared to planned salary)	Implemented salary fund and remuneration, allowances in 2024	Implemented salary fund and remuneration, allowances in 2024 paid	Remaining implemented salary fund and remuneration, allowances in 2024	Note
		Member of the BOD - General Director	30,000,000	11	36,000,000	396,000,000	359,170,686	36,829,314	Chairman of the Board of Directors on December 02, 2024
3	Lam Thanh Phu	Member of the BOD - General Director	30,000,000		3,272,800	3,272,800	3,272,800		Appointed General Director on December 30, 2024
4	Duong Tan Phong	Member of the BOD - Deputy General Director	27,000,000	12	32,400,000	388,800,000	352,659,567	36,140,433	
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 BOS	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 part-time managers (equal to 10% of the salary of full-time 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 Member 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. 2025 Compensation and remuneration plan for Managers:

- 2025 compensation plan for Members of the Board of Directors, General Director, Board of Supervisors: temporarily disbursed monthly at 75% of the compensation determined according to Appendix 02 issued together with Decision No. 107/QD-HDQTCSVN dated March 26, 2020, of Vietnam Rubber Group.

Note:

- Monthly, the Company temporarily disburses the remuneration and concurrent duty allowances for the Board of Directors and Board of Supervisors for 2025 at 75% of the remuneration and allowances determined in Appendix 02 issued together with Decision No. 107/QD-HDQTCSVN dated March 26, 2020.

- After the 2025 compensation, remuneration, and allowances plan for Members of the Board of Directors, General Director, and Board of Supervisors is agreed upon by Vietnam Rubber Group, it will be disbursed for the correct purpose and in accordance with regulations.

- The General Meeting of Shareholders authorizes the Board of Directors to approve the Salary, Remuneration, and Allowance Plan for the Board of Directors, the General Director, and the Board of Supervisors for 2025 after reaching an agreement with Vietnam Rubber Group.

Voting Section: Voting shall be conducted by filling in the Voting Ballot

- Approved:.....shares, accounting for.....% of shares with voting rights.
- Not Approved:.....shares, accounting for.....% of shares with voting rights.
- Abstain:.....shares, accounting for.....% of shares with voting rights.

Content 7: Approval of the Proposal for the selection of the audit firm for the 2025 Financial Statement

The General Meeting of Shareholders authorizes the Board of Directors to select 01 audit firm from the following 03 firms to review the 6-month financial statements and audit the 2025 financial statements of Tan Bien Rubber Joint Stock Company:

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

Simultaneously, authorize the General Director of the Company to carry out procedures for signing the Contract with the selected audit firm in accordance with regulations.

Voting Section: Voting shall be conducted by filling in the Voting Ballot

- Approved:.....shares, accounting for.....% of shares with voting rights.
- Not Approved:.....shares, accounting for.....% of shares with voting rights.
- Abstain:.....shares, accounting for.....% of shares with voting rights.

Content 8: Approval of the Proposal for the amendment and supplement to the Company Charter.

Old content	Adjusted to	Basis adjustment
Article 26. Composition and term of the Member of the Board of Directors 1. The number of Members of the Board of Directors is 05.	Article 26. Composition and term of the Member of the Board of Directors 1. The number of Board of Directors' members of Tan Bien Rubber Joint Stock Company is determined by the General Meeting of Shareholders to be a minimum of 03 (three) and a maximum of 05 (five).	- Article 154 of Enterprise Law No. 59/2020/QH14 dated June 17, 2020.

Voting Section: Voting shall be conducted by filling in the Voting Ballot

- Approved:.....shares, accounting for.....% of shares with voting rights.
- Not Approved:.....shares, accounting for.....% of shares with voting rights.

- Abstain:.....shares, accounting for.....% of shares with voting rights.

Content 9. Approval of the Proposal for approval of the investment policy for industrial clusters in accordance with local planning on rubber land areas managed by Tan Bien Rubber Joint Stock Company:

Estimated total investment for Industrial Cluster projects calculated based on a total area of 146.55 hectares is as follows:

No.	Industrial Cluster Name	Location	Planning 2021-2030 (ha)	Company Proposed (ha)	Total estimated investment capital requirement (VND)	Average investment rate (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	

Total estimated investment capital requirement (rounded): VND 732,000,000,000

Capital structure for implementing projects:

Total investment capital for implementing projects is approximately VND 732,000,000,000 (In words: Seven hundred thirty-two billion Vietnamese Dong). Of which:

- Owner's equity 20%: VND 146,400,000,000
- Borrowed capital 80%: VND 585,600,000,000.

Voting Section: Voting shall be conducted by filling in the Voting Ballot

- Approved:.....shares, accounting for.....% of shares with voting rights.
- Not Approved:.....shares, accounting for.....% of shares with voting rights.
- Abstain:.....shares, accounting for.....% of shares with voting rights.

Content 10. Approval of the Submission on requesting approval of investment policy to implement the project of exploiting construction stone mines, with the main contents as follows:

No	Area that Tan Bien Rubber Joint Stock Company is managing and using				Tay Ninh Provincial People's Committee plans mineral exploration and exploitation until 2030			
	Lot location	Rubber area (ha)	Year of planting	Location	Planning area (ha)	Mineral type	Total reserves - resources (million ³)	Note
1	M89	22.54	1996	at Suoi Ngo Production Team (Tan Hoa	22.54	Construction stone	15.5	According to Decision No. 1782/QĐ-UBND dated

No	Area that Tan Bien Rubber Joint Stock Company is managing and using				Tay Ninh Provincial People's Committee plans mineral exploration and exploitation until 2030			
	Lot location	Rubber area (ha)	Year of planting	Location	Planning area (ha)	Mineral type	Total reserves - resources (million ³)	Note
2	M90	24.16	1996	commune, Tan Chau district, Tay Ninh province)	14.24			September 24, 2024 of Tay Ninh Provincial People's Committee
3	N89	23.39	1996		23.39			
4	N90	25.95	1996		17.34			
Total		96,04			77.51		15.5	

* **Preliminary total investment:** over 500 billion VND.

* **Implementation plan:** Given the large scale of the quarry (with an area of 77.50 hectares and a reserve of 15.5 million cubic meters) and the investment capital exceeding VND 500 billion, the Company currently lacks experience in exploration and mining and does not meet the eligibility requirements to participate in the auction. Therefore, the Company will seek a partner with sufficient capacity and experience to form a consortium to participate in the bidding process.

Voting Section: Voting shall be conducted by filling in the Voting Ballot

- Approved:.....shares, accounting for.....% of shares with voting rights.
- Not Approved:.....shares, accounting for.....% of shares with voting rights.
- Abstain:.....shares, accounting for.....% of shares with voting rights.

PART V: APPROVAL OF MEETING MINUTES AND RESOLUTION

Presenter: Mr. To Minh Tai read the meeting minutes and resolution.

The General Meeting voted and unanimously approved the full text of the Minutes of the Annual General Meeting of Shareholders 2025 with % of shares with voting rights.

This minutes is prepared in 04 copies, publicly disclosed as regulated, and stored at Tan Bien Rubber Joint Stock Company.

The Meeting concluded at _ : _ on the same day.

SECRETARY

**ON BEHALF OF THE PRESIDIUM
CHAIRMAN**

No: /NQ-ĐHĐCĐCSTB

Tay Ninh, June ..., 2025

DRAFT

CÔNG TY
CỔ PHẦN
CAO SU
TÂN BIÊN

RESOLUTION

**The Annual General Meeting of Shareholders 2025
Of Tan Bien Rubber Joint Stock Company**

**THE GENERAL MEETING OF SHAREHOLDERS OF
TAN BIEN RUBBER JOINT STOCK COMPANY**

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

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

*Pursuant to the Minutes of the Annual General Meeting of Shareholders 2025
of Tan Bien Rubber Joint Stock Company dated June 25, 2025.*

RESOLVES:

Article 1. Approval of the Report on Corporate Governance, results of the Board of Directors' operations, duties of the Board of Directors' members in 2024, and direction and duties of the Board of Directors for 2025. Approval of the report on operational situation of the Board of Supervisors in 2024, and direction and duties for 2025. Approval of the Report of the General Director on the results of 2024 production-business activities and direction and tasks for the 2025 production-business plan.

Article 2. Approval of the Proposal for approval of the audited separate and consolidated Financial Statement and 2024 Profit Distribution Plan of Tan Bien Rubber Joint Stock Company.

a. Separate and Consolidated Financial Statements for 2024: The Company's audited Separate and Consolidated Financial Statements for 2024 have been posted on the Company's website www.tabiruco.vn and information has been disclosed in accordance with regulations.

b. 2024 Profit Distribution Plan:

No.	Content	Amount
1	Undistributed profits from previous years as of December 31, 2024	15,118,261,325
2	Profit after tax in 2024	237,252,541,379
3=1+2	Total profit distributed	252,370,802,704
4	Profit Distribution	239,572,358,276

No.	Content	Amount
4.1	Allocation to Investment and Development Fund (27,7%)	65,675,802,704
4.2	Dividend (20%/charter capital)	175,890,000,000
4.3	Bonus and welfare fund (2 months of employee salary)	10,612,000,000
a	Bonus fund (10%)	2,122,400,000
b	Welfare fund deduction (90%)	8,489,600,000
4.4	Manager bonus fund	193,000,000
5	Remaining profit	0

Article 3. Approval of the Proposal for approval of the 2025 production-business plan of Tan Bien Rubber Joint Stock Company, specifically as follows:

A. Volume index

1.	Total area	hectares	6,233.42
1.1.	Rubber area	hectares	5,653.46
	<i>In there:</i>		
	- Rubber exploitation area	hectares	2,480.83
	+ Rubber area exploited by the Company itself	hectares	1,942.21
	+ Rubber area for sale of exploitation rights	hectares	538.62
	- Immature rubber area (New planting/Replanting)	hectares	2,633.32
	- Area of replanted rubber	hectares	539.31
1.2.	Forestry plantation area, large timber forest area	hectares	86.83
1.3.	Other areas (areas awaiting High-Tech Agriculture cooperation, intercropping...)	hectares	493.13
2.	Rubber yield	tons/hectare	1.33
	- Yield of Company's self-tapped rubber plantations	tons/hectare	1.33
	- Yield of outsourced tapping rubber plantations	tons/hectare	1.33
3.	Self-tapped rubber output	tons	3,300
	- Company's self-tapped output	tons	2,584
	- Outsourced tapping output	tons	716
4.	Purchased rubber output	tons	1,000
5.	Rubber processing	tons	3,584
	- Processing of self-tapped rubber	tons	2,584
	- Processing of purchased rubber	tons	1,000
6.	Purchased finished rubber	tons	5,000
7.	Consumption. Of which:	tons	8,600
	- Beginning inventory	tons	822.57
	- Consumption during the year	tons	8,600
	+ Export & Export Entrustment	tons	2,700
	+ Domestic consumption	tons	5,900
8.	Ending inventory	tons	806.57

B. Value indicators

1.	Total revenue. Of which:	Million VND	633,693
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1.1	Rubber production and business. Including:	Million VND	408,535
	+ <i>Self-tapped rubber revenue</i>	Million VND	123,760
	+ <i>Purchased rubber revenue</i>	Million VND	284,775
1.2	Other production and business	Million VND	600
1.3	Financial activities	Million VND	89,796
1.4	Other activities. Of which:	Million VND	134,762
	+ <i>Plantation liquidation</i>	Million VND	124,539
	+ <i>Sale of rubber tapping rights</i>	Million VND	10,223
2.	Total cost	Million VND	408,929
3.	Profit before tax	Million VND	224,764
4.	Profit after tax	Million VND	198,899
5.	Percentage of pre-tax profit/revenue	Percentage	35.47
6.	Percentage of pre-tax profit/reporting period-end working capital	Percentage	25.56
7.	Minimum dividend payment percentage (% of par value)	Percentage	14.31
8.	Payments to state budget (Amount payable)	Million VND	60,404
C.	Investment indicators		
I	Total capital needs	Million VND	64,047
1.	Construction and investment capital	Million VND	58,900
	- Construction	Million VND	43,065
	<i>Of which: Agricultural construction</i>	Million VND	36,832
	- Equipment	Million VND	3,897
	- Other Basic Construction Investment	Million VND	11,031
	<i>Of which: orchard land lease fee</i>	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 loan repayment	Million VND	4,800
II	Funding Sources	Million VND	64,047
1.	Equity	Million VND	48,109
2.	Domestic borrowed capital	Million VND	15,938

Should the 2025 production-business plan be amended or adjusted, the General Meeting of Shareholders authorizes the Company's Board of Directors to approve the 2025 production plan after reaching agreement with Vietnam Rubber Group.

Article 4. To approve the remuneration and salaries of Management for 2024 and the remuneration and salary plan for 2025.

a. Remuneration and Salaries of Management for 2024

No.	Name	Position	Basic Salary (Appendix 2, Decision 107)	Num- ber of work- ing month s	Salary increase based on profit (increase compared to planned salary 20%)	Actual salary fund and remuneration , allowances in 2024	Actual salary fund and remuneration, allowances in 2024 disbursed	Remaining actual salary fund and remuneration, allowances in 2024	Note
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- Monthly, the Company temporarily disburses the remuneration and concurrent duty allowances for the Board of Directors and Board of Supervisors for 2025 at 75% of

Note:

Board of Supervisors: temporarily disbursed monthly at 75% of the compensation determined according to Appendix 02 issued together with Decision No. 107/QĐ-HDQTCVN dated March 26, 2020, of Viet Nam Rubber Group - Joint Stock Company.

b. 2025 Compensation plan for Members of the Board of Directors, General Director, and Remuneration plan for Managers:

No.	Name	Position	Basic Salary (Appendix 2, Decision 107)	Number of working months	Salary increase based on profit (increase compared to salary 20%)	Actual salary and remuneration fund in 2024	Actual salary and remuneration fund disbursed 2024	Remaining actual salary and remuneration in 2024	Note
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	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	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			Appointed General Director on December 30, 2024
4	Duong Tan Phong	Member of the BOD - Deputy General Director	27,000,000	12	32,400,000	352,659,567	36,140,433		
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 BOS	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 part-time managers (equal to 10% of the salary of full-time 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 Member 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				
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	

the remuneration and allowances determined in Appendix 02 issued together with Decision No. 107/QĐ-HĐQTCSVN dated March 26, 2020.

- After the 2025 compensation, remuneration, and allowances plan for Members of the Board of Directors, General Director, and Board of Supervisors is agreed upon by Viet Nam Rubber Group - Joint Stock Company, it will be disbursed for the correct purpose and in accordance with regulations.

- The General Meeting of Shareholders authorizes the Board of Directors to approve the Salary, Remuneration, and Allowance Plan for the Board of Directors, the General Director, and the Board of Supervisors for 2025 after reaching an agreement with Viet Nam Rubber Group - Joint Stock Company.

Article 5. The General Meeting of Shareholders authorizes the Board of Directors to select 01 audit firm from the following 03 firms to review the 6-month financial statements and audit the 2025 financial statements of Tan Bien Rubber Joint Stock Company:

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

At the same time, authorize the General Director of the Company to carry out procedures to sign an Audit Contract with the selected Auditing Company according to regulations.

Article 6. Approval of the Proposal for the amendment and supplement to the Company Charter, with the main contents as follows:

Old Content	Adjusted to	Basis Adjustment
Article 26. Composition and term of the Member of the Board of Directors 1. The number of Members of the Board of Directors is 05.	Article 26. Composition and term of the Member of the Board of Directors 1. The number of Board of Directors' members of Tan Bien Rubber Joint Stock Company is determined by the General Meeting of Shareholders to be a minimum of 03 (three) and a maximum of 05 (five).	- Article 154 of Enterprise Law No. 59/2020/QH14 dated June 17, 2020.

Article 7. Approval of the Proposal for approval of the investment policy for industrial clusters in accordance with local planning on rubber land areas managed by Tan Bien Rubber Joint Stock Company, with the main contents as follows:

Estimated total investment of temporary Industrial Cluster projects with a total area of 146.55 hectares is as follows:

No.	Industrial Cluster Name	Location	Planning 2021-2030 (ha)	Company Proposed (ha)	Total estimated investment capital requirement (VND)	Average investment rate (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	

Total estimated investment capital requirement (rounded): 732,000,000,000 VND

- Capital structure for implementing projects:

Total investment capital for implementing projects is approximately VND 732,000,000,000 (In words: Seven hundred thirty-two billion Vietnamese Dong). Of which:

+ Owner's Equity 20%: 146,400,000,000 VND

+ Borrowed capital 80%: 585,600,000,000 VND

The General Meeting of Shareholders authorizes the Board of Directors to carry out tasks related to registration procedures and approve documents related to investment implementation based on the agreement of competent authorities.

Article 8. Approval of the Submission on requesting approval of investment policy to implement the project of exploiting construction stone mines, with the main contents as follows:

No	Area that Tan Bien Rubber Joint Stock Company is managing and using				Tay Ninh Provincial People's Committee plans mineral exploration and exploitation until 2030			
	Lot location	Rubber area (ha)	Year of planting	Location	Planning area (ha)	Mineral type	Total reserves - resources (million ³)	Note
1	M89	22.54	1996	at Suoi Ngo Production Team (Tan Hoa commune, Tan Chau district, Tay Ninh province)	22.54	Construction stone	15.5	According to Decision No. 1782/QĐ-UBND dated September 24, 2024 of Tay Ninh Provincial People's Committee
2	M90	24.16	1996		14.24			
3	N89	23.39	1996		23.39			
4	N90	25.95	1996		17.34			

No	Area that Tan Bien Rubber Joint Stock Company is managing and using				Tay Ninh Provincial People's Committee plans mineral exploration and exploitation until 2030			
	Lot location	Rubber area (ha)	Year of planting	Location	Planning area (ha)	Mineral type	Total reserves - resources (million ³)	Note
	Total	96,04			77.51		15.5	

*** Preliminary total investment:** over 500 billion VND.

*** Implementation plan:** Given the large scale of the quarry (with an area of 77.50 hectares and a reserve of 15.5 million cubic meters) and the investment capital exceeding VND 500 billion, the Company currently lacks experience in exploration and mining and does not meet the eligibility requirements to participate in the auction. Therefore, the Company will seek a partner with sufficient capacity and experience to form a consortium to participate in the bidding process.

The General Meeting of Shareholders authorizes the Board of Directors of the Company to carry out procedures related to the investment in the Tan Hoa construction stone quarry mineral exploitation project based on the agreement between the Vietnam Rubber Industry Group and the local government.

This Resolution was read in full before the Annual General Meeting of Shareholders 2025 of Tan Bien Rubber Joint Stock Company on June 25, 2025 and took effect from the date of signing.

The Company's Board of Directors is responsible for directing the implementation of the contents approved by the Annual General Meeting of Shareholders 2025 in this Resolution and disclosing information in accordance with regulations./.

Recipients:

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

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
PRESIDING COMMITTEE**