

THONG NHAT RUBBER COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No: ~~13.8~~/CBTT-TRC

Ba Ria, January 22, 2025.

PERIODIC INFORMATION DISCLOSURE

To: - Ho Chi Minh Stock Exchange
- State Securities Commission

1. Name of the Organization: **THONG NHAT RUBBER JOINT STOCK COMPANY**

- Stock Code: **TNC**

- Address: No. 256, 27/4 Street, Phuoc Hung Ward, Ba Ria City, Ba Ria-Vung Tau Province

- Telephone: 02543.823119

Fax: 02543.823120

- E-mail: thongnhat.trc@gmail.com

2. Information to be disclosed:

Report on Corporate Governance 2024

3. This information is disclosed on company's website on January 22, 2025 at the link: <http://trc.com.vn/quanhecodong.html>

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

Attached file:

Report No. ~~13.8~~/BC-TRC

Dated January 22, 2025

**ORGANIZATIONAL REPRESENTATIVE
AUTHORIZED PERSON FOR DISCLOSE INFORMATION**



Nguyễn Nhật Thành Lâm

No: ~~197~~/BC-TRC

Ba Ria, January 22, 2025.

**REPORT ON CORPORATE GOVERNANCE
(Year 2024)**

To: - State Securities Commission
- HoChiMinh Stock Exchange

- Listed Company Name: **THONG NHAT RUBBER JOINT STOCK COMPANY**
- Head Office Address: *No 256, 27/4 Street, Phuoc Hung Ward, Ba Ria City, Ba Ria – Vung Tau Province.*
- Telephone: 0254 3823119 Fax: 0254 3823120 Email: thongnhat.trc@gmail.com
- Charter Capital: 192,500,000,000 VND
- Stock Code: TNC.
- Corporate Governance Model:
 - + General Meeting of Shareholders, Board of Directors, General Director, and an Audit Committee under the Board of Directors.
 - Regarding the implementation of the internal audit function: Implemented.

I. Activities of the General Meeting of Shareholders:

On June 7, 2024, Thong Nhat Rubber Joint Stock Company held the 2024 Annual General Meeting of Shareholders.

On November 9, 2024, Thong Nhat Rubber Joint Stock Company held an Extraordinary General Meeting of Shareholders in 2024 with the following contents:

No.	Resolution/Decision	Date	Content
1	Resolution No. 01/NQ-ĐHĐCĐ of the 2024 Annual General Meeting of Shareholders	07/6/2024	Approval of the Board of Directors' Activity Report for 2023 and Operational Directions for 2024.
			Approval of the Report of the Independent Member of the Board of Directors in the Audit Committee for 2023.
			Approval of the audited 2023 Financial Statements, the 2023 profit distribution plan; and ratification of the 2023 salary and bonus fund.

			<p>Approval of the 2024 Production and Business Plan and profit distribution plan; the 2024 salary plan and capital construction investment plan.</p> <p>Approval of the 2023 non-executive or concurrent management remuneration payment and the 2024 remuneration payment plan.</p> <p>Approval of authorizing the Board of Directors to execute a contract with the Ho Chi Minh City Branch of BDO Audit Limited Liability Company to audit the 2024 Financial Statements.</p> <p>Approval of the Restructuring Plan as approved by the BRVT Provincial People's Committee in document No. 14202/UBND-VP dated 16/10/2023.</p> <p>This Resolution takes effect from the date of signing. Shareholders, members of the Board of Directors, Audit Committee, and the General Director of Thong Nhat Rubber Joint Stock Company are responsible for implementing this Resolution according to their functions, in accordance with the law and the Company's Charter.</p>
2	<p>Resolution No. 02/NQ-ĐHĐCĐ of the 2024 Extraordinary General Meeting of Shareholders</p>	09/11/2024	<p>Approval of adding the content "<i>Focus on the main business lines; save costs, improve the quality of goods and services, prestige and brand in the market; divest from Baria Joint Stock Company Of Services For Import Export Of Agro-Forestry Products And Fertilizers</i>" to the Restructuring Plan of Thong Nhat Rubber Joint Stock Company for the period 2021-2025 according to directive No. 11904/UBND-VP dated 22/08/2024 of the People's Committee of Ba Ria - Vung Tau province.</p> <p>This Resolution takes effect from the date of signing. Shareholders, members of the Board of Directors, Audit Committee, and the General</p>



			Director of Thong Nhat Rubber Joint Stock Company are responsible for implementing this Resolution according to their functions, in accordance with the law and the Company's Charter.
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II. Board of Directors (Year 2024):

1. Information on Members of the Board of Directors (BOD):

No.	BOD Member	Position	Start Date/End Date as BOD Member/Independent BOD Member	
			Appointment Date	Dismissal Date
1	Nguyen Huu Manh Nhuong	Chairman of the Board of Directors	30/9/2021	
2	Nguyen Nhat Thanh Lam	Member of the Board of Directors cum General Director	30/9/2021	
3	Do Khac Tung	Non-executive Member of the Board of Directors	30/9/2021	
4	Nguyen Thanh Binh	Independent Member of the Board of Directors	30/9/2021	
5	Phan Van Phu	Independent Member of the Board of Directors	30/9/2021	
6	Pham Anh Son	Non-Executive Member of the Board of Directors	30/9/2021	
7	Le Trung Duc	Non-Executive Member of the	26/9/2024	

		Board of Directors		
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2. BOD Meetings:

No.	Member of the Board of Directors	Number of Board Meetings Attended	Board Meeting Attendance Rate	Reason for Absence
1	Nguyen Huu Manh Nhuong	11/11	100%	
2	Nguyen Nhat Thanh Lam	11/11	100%	
3	Do Khac Tung	11/11	100%	
4	Nguyen Thanh Binh	11/11	100%	
5	Phan Van Phu	11/11	100%	
6	Pham Anh Son	11/11	100%	
7	Le Trung Duc	11/11	100%	

3. BOD's Supervision of the General Director's Board:

- The Board of Directors supervises the operational activities of the General Director's Board;
- The Board of Directors monitors, reviews, and evaluates the implementation of the production and business plan set by the Annual General Meeting of Shareholders to take timely measures to direct the General Director's Board;
- Inspect compliance with the provisions of the Company's Charter and current regulations of the State.

3.1. Implementation Status of the 2024 Production and Business Plan:

ITEMS	Unit	Plan Year 2024	Actual Year 2024	Ratio Actual/Plan (%)
Total Revenue and Other Income	VND	165,000	173,870.7	105.4
Total Profit Before Tax	VND	38,000	46,982.9	123.6
Profit After Tax	VND	33,000	41,041.7	124.4
State Budget Payment (Paid)	VND	16,200	20,741.6	128.0
Exploited Rubber Output (Dry Rubber Content)	Ton	1,870	1,813	97.0
Cavendish Banana Output	Ton	6,500	7,435.4	114.4

3.2. Implementation Status of Resolutions of the General Meeting of Shareholders and the Board of Directors:

In 2024, the BOD implemented and assigned the General Director's Board to implement the Resolution of the Annual General Meeting of Shareholders in 2024 and effectively implemented the Resolutions and decisions of the Board of Directors, directing and managing the Company's production and business activities, achieving positive results.

4. Activities of Sub-Committees under the Board of Directors.

5. Resolutions/Decisions of the Board of Directors (Year 2024):

5.1. Resolutions of the Board of Directors (Year 2024):

No.	Resolution/Decision Number	Date	Content	Approval Rate
1	01/2024-HĐQT	09/01/2024	<p>-Agreed on the starting price for the auction of liquidated rubber trees as follows:</p> <p>+ Area of liquidated rubber trees is 126.75 ha belonging to Hoa Binh 2 Rubber Plantation and Phong Phu Rubber Team.</p> <p>+ Number of liquidated rubber trees for auction: 63,263 trees (Including: Rubber trees with trunk circumference \leq 50cm: 3,626 trees; Rubber trees with trunk circumference \geq 51cm: 59,637 trees).</p> <p>- The proposed starting price for standing rubber trees is: 350,000 VND/tree.</p> <p>- Total starting price: 22,142,050,000 VND. (In words: Twenty-two billion, one hundred forty-two million, fifty thousand VND).</p> <p>- The above price is exclusive of VAT. The buyer shall bear all costs of cutting, transporting, uprooting, filling excavated holes, cleaning branches and roots from the site, plowing once with a 3-disc or 4-disc plow, and after plowing, clearing all roots from the site to hand over the cleared area to the Company according to the timeframe specified in the sales contract.</p>	100%



		<ul style="list-style-type: none"> - The Board of Directors agrees to assign the General Director of the Company to implement: + Auction the above-mentioned standing rubber trees in accordance with the law. + The above starting price is valid for 45 days from the date the Board of Directors approves the starting price. In case the first auction is unsuccessful, the second and third auctions shall be conducted in accordance with the law, and the results shall be reported in writing to each member of the Board of Directors. 	
		<ul style="list-style-type: none"> - Agreed on the starting price for the auction of six used and damaged tractors at Hoa Binh 2 Rubber Farm and Phong Phu Rubber Team. + Starting auction price: 400,000,000 VND (In words: Four hundred million VND). + The above price does not include VAT. + The above starting price is valid for 45 days from the date the BOD meeting approves the starting price. In case the first auction is unsuccessful, the second and third auctions will be held in accordance with legal regulations, and the results will be reported in writing to each BOD member. 	100%
		<ul style="list-style-type: none"> - Agreed to reclaim 1500 m² of land at a part of plot number 21, Bau Lam commune, of Hoa Binh 2 Rubber plantation, under the management and use of Thong Nhat Rubber Joint Stock Company, to build the headquarters of Hamlet 3, Bau Lam 	100%

			<p>commune, upon the decision of the People's Committee of Ba Ria-Vung Tau province, and assigned the General Director of the Company to carry out necessary procedures in accordance with the land law.</p>	
2	02/2024- HĐQT	19/03/2024	<p>- Agreed to approve the audited 2023 financial statements.</p> <p>- Agreed to adjust and reduce the starting price for the auction of liquidated rubber trees due to two (02) unsuccessful auctions to re-organize the auction as follows:</p> <p>- Asset name: Liquidated rubber trees on an area of 126.75 ha belonging to Hoa Binh 2 Rubber Farm and Phong Phu Rubber Team.</p> <p>+ Number of liquidated rubber trees for auction: 63,263 trees (Including: Rubber trees with trunk circumference \leq 50cm: 3,626 trees; Rubber trees with trunk circumference from 51cm and up: 59,637 trees).</p> <p>- Proposed starting price for standing rubber trees: 339,000 VND/tree (reduced by 11,000 VND/tree compared to the initial starting price).</p> <p>- Total starting value: 21,446,157,000 VND (In words: Twenty-one billion, four hundred forty-six million, one hundred fifty-seven thousand VND).</p> <p>- The above price is not subject to VAT. The buyer shall bear all costs of cutting, transporting, removing the roots from the ground, filling the dug holes, cleaning up branches and roots from the site, plowing once with a 3-disc or 4-disc plow, and after plowing, cleaning up all roots from the site to</p>	100%


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		<p>hand over the cleared land to the Company according to the time specified in the asset purchase agreement.</p> <ul style="list-style-type: none"> - The BOD agreed to assign the General Director of the Company to: + Continue to auction the above standing rubber trees in accordance with legal regulations. + In case the 3rd auction is unsuccessful, the General Director will continue with the 4th auction. If the 4th auction is unsuccessful, the General Director will consider further reducing the starting price, but the reduction must not be lower than 10% of the appraised value. 	
		<ul style="list-style-type: none"> - Agreed to approve the proposal to liquidate the used Mazda CX-5 car due to frequent breakdowns; and purchase a new 5-seater car for replacement. + Starting price for the auction of the used 5-seater Mazda CX-5 car as follows: <p>Asset Name: Used MAZDA CX5 2.5G AT AWD KF car, license plate number 72A-267.70. Quantity: 01 unit. Starting auction price: 520,000,000 VND (In words: Five hundred and twenty million Vietnamese Dong).</p> <p>The above price does not include VAT. The buyer is responsible for VAT and all related costs from the seller's location at the Company Office, 256 27/4 Street - Phuoc Hung Ward - Ba Ria City - Ba Ria - Vung Tau Province.</p> <p>Auction period: From March to May 2024. Sales method: Public and open auction.</p>	



			<p>Assign the General Director to direct and supervise the auction process in accordance with regulations and legal procedures. Participating bidders must deposit 20% of the package value in advance. Sign a contract with the winning bidder, receive full payment according to the official contract before handing over the used car to the buyer; The company organizes the sale, signs the contract, and records revenue according to current regulations. Report to the Board of Directors as regulated. If the first and second auctions are unsuccessful, the General Director shall consider reducing the starting price but not lower than the appraised value. After liquidation, purchase a new 5-seater car for business operations.</p>	
			<p>Approve the plan to cultivate durian on an area of 8.97 hectares at Lot 2 - Thong Nhat 1, replacing banana trees; Reason: The soil is rocky, so bananas cannot be grown.</p> <p>Assign the General Director to direct relevant departments to organize and implement the plan, ensuring cost-effectiveness and efficiency.</p>	
			<p>Approve the change of crops on an area of 176 hectares at Phong Phu Rubber Team to cultivate perennial fruit trees and perennial industrial trees as follows:</p> <p>Area for fruit tree cultivation: Approximately 100 hectares (durian trees).</p>	



			<p>Area for industrial tree cultivation: Approximately 76 hectares (coffee trees).</p> <p>Assign the General Director to direct and supervise relevant departments to carry out land procedures related to the crop restructuring of Thong Nhat Rubber Joint Stock Company for the 176-hectare area, converting from rubber trees to perennial fruit trees and coffee trees, following the approval documents of the Ba Ria - Vung Tau Provincial People's Committee No. 1836/UBND-VP dated February 16, 2024, and document No. 973/SNN-BVTV dated February 28, 2024, of the Department of Agriculture and Rural Development of Ba Ria - Vung Tau Province. Simultaneously, direct relevant departments to develop a project, analyze the investment efficiency between coffee and fruit trees. Note the analysis of the coffee market's historical fluctuations over the past 10 years; Schedule the planting of coffee and fruit trees annually and implement related tasks, reporting the implementation progress and results to the Board of Directors at BOD meetings.</p>	
			<p>Approve the application for land-use conversion from agricultural land for rubber tree cultivation to land for production and business facilities on an area of 13.94 hectares at Suoi Soi Lot - Hoa Long Commune - Ba Ria City - Ba Ria - Vung Tau Province to implement the plan to build</p>	

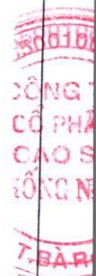
			<p>warehouses for commercial business (The 13.94-hectare land area is currently within the planning for commercial, service, education, and healthcare zones of Ba Ria - Vung Tau Province).</p> <p>Assign the General Director to send a written request to the Department of Natural Resources and Environment for guidance on procedures for land-use conversion in accordance with local planning and legal regulations, and report the progress and results to the Board of Directors.</p>	
			<ul style="list-style-type: none"> - Approved the plan to organize tours for all Company employees, the Board of Directors, and guests in 2024, with 02 tours as follows: <ul style="list-style-type: none"> - Tour 04 days 03 nights: Tam Chuc-Ha Long-Yen Tu-Ninh Binh. - 04 days 03 nights tour: Nha Trang-Phan Rang-Cham Towers-Vinh Hy Bay. →Cost: covered by the company's reward and welfare fund. - Assigned the General Director to select and sign contracts with reputable, high-quality travel companies with competitive prices, ensuring employees have enjoyable and safe tours. 	
			<ul style="list-style-type: none"> - Agreed on the Audit Committee's 2023 performance report and the 2024 internal audit plan. Simultaneously, the Audit Committee is required to fully perform its 	


			<p>roles, functions, and duties as stipulated in the Charter.</p> <p>+ Assigned the Chairman of the Audit Committee to select consulting members to support the Audit Committee in properly performing its functions and duties as stipulated in the Company's Charter and to propose to the Board of Directors for approval.</p>	
3	03/2024/NQ- HDQT	08/04/2024	<p>- Agreed to extend the deadline for holding the 2024 Annual General Meeting of Shareholders to June 2024. The Board of Directors will announce the specific time later.</p> <p>At the same time, the Board of Directors members agreed on the last registration date for the 2024 Annual General Meeting of Shareholders as 29/4/2024 and approved the proposed agenda for the 2024 Annual General Meeting of Shareholders as follows:</p> <p>- Agenda:</p> <p>+ Board of Directors' report for 2023 and operational directions for 2024;</p> <p>+ General Director's report on the production and business situation and results in 2023 and the production and business plan for 2024;</p> <p>+ Report of the Independent Member of the Board of Directors in the Audit Committee for 2023.</p> <p>+ Audited financial statements for 2023;</p> <p>+ Profit distribution plan – allocation to funds for 2023;</p> <p>+ Financial plan and profit distribution for</p>	100%

			<p>2024;</p> <p>+ Approval of salary, bonus, and remuneration funds for the Board of Directors and company managers in 2023 and proposal for 2024;</p> <p>+ Selection of an independent audit firm for the 2024 fiscal year;</p> <p>+ Approval of the restructuring plan as approved by the BRVT Provincial People's Committee No.: 14202/UBND-VP dated 16/10/2023.</p> <p>+ And other contents (if any).</p>	
4	04/2024/NQ- HĐQT	10/04/2024	<p>- Agreed on the final registration date for the 2024 Annual General Meeting of Shareholders as 07/5/2024, replacing 29/4/2024.</p> <p><i>Reason for change: Record date of 29/4/2024 is likely to coincide with the 30/4/2024 holiday, so VSDC cannot finalize the shareholder list.</i></p>	100%
5	05/2024/NQ-HĐQT	16/05/2024	<p>- Agreed on the time to hold the 2024 Annual General Meeting of Shareholders at 9:00 a.m. on Friday, June 7, 2024.</p> <p>+ Location: Hall A2 - Thong Nhat Rubber Joint Stock Company Office at 256, 27/4 Street, Phuoc Hung Ward, Ba Ria City, Ba Ria-Vung Tau Province.</p> <p>In the event of any changes to the Meeting schedule, the Company's Board of Directors will announce the information as regulated.</p> <p>-Agreed to approve all documents of the 2024 Annual General Meeting of Shareholders.</p>	100%




6	06/2024/NQ-HĐQT	14/06/2024	-Agreed to implement the Resolution of the 2024 Annual General Meeting of Shareholders.	100%
7	07/2024/NQ-HĐQT	15/07/2024	<p>-Agreed on the starting price for the auction of liquidated rubber trees after six (06) unsuccessful auctions, to continue the auction as follows:</p> <p>+Asset Name: Liquidated rubber trees on an area of 126.75 ha belonging to Hoa Binh 2 Rubber plantation and Phong Phu Rubber Team.</p> <p>+Number of liquidated rubber trees for auction: 63,263 trees (Including: Rubber trees with trunk circumference <= 50cm: 3,626 trees; Rubber trees with trunk circumference from 51cm and up: 59,637 trees).</p> <p>+Proposed starting price for standing rubber trees: 298,103 VND/tree.</p> <p>+Total starting price for the entire 126.75 ha garden, 63,263 trees is: 18,858,906,000 VND (In words: Eighteen billion, eight hundred fifty-eight million, nine hundred and six thousand VND), specifically divided into 03 asset lots as follows:</p> <p><u>+Asset Lot 1: Liquidated rubber trees on an area of 16.37 ha, including lots 13, 18, and 19 at Phong Phu Rubber Team.</u></p> <p>-Total number of trees: 8,463 trees.</p> <p>-Starting price: 326,000 VND/tree.</p> <p>-Total starting price: 2,758,938,000 VND (In words: Two billion, seven hundred fifty-eight million, nine hundred thirty-eight thousand VND).</p>	100%



		<p>-Bidding increment applied to Lot 1: 10,000,000 VND (Ten million VND).</p> <p><u>+Asset Lot 2: Liquidated rubber trees on an area of 70.44 ha, including lots 17, 18, and 21 at Hoa Binh 2 Rubber plantation.</u></p> <p>-Total number of trees: 35,128 trees.</p> <p>-Starting price: 278,000 VND/tree.</p> <p>-Total starting price: 9,765,584,000 VND (In words: Nine billion, seven hundred sixty-five million, five hundred eighty-four thousand VND).</p> <p>-Bidding increment applied to Lot 2: 20,000,000 VND (Twenty million VND).</p> <p><u>+Asset Lot 3: Liquidated rubber trees on an area of 39.94 ha, including lots 41B, 3B, 110, and 20 at Hoa Binh 2 Rubber Farm.</u></p> <p>-Total number of trees: 19,672 trees.</p> <p>-Starting price: 322,000 VND/tree.</p> <p>-Total starting price: 6,334,384,000 VND (In words: Six billion, three hundred thirty-four million, three hundred eighty-four thousand VND).</p> <p>-Bidding increment applied to Lot 3: 15,000,000 VND (Fifteen million VND).</p> <p>All prices above are exclusive of VAT.</p> <p>The buyer shall bear all costs of cutting, transporting, uprooting, filling excavated holes, cleaning branches and roots from the site, plowing once with a 3-disc or 4-disc plow, and after plowing, clearing all roots from the site to handover the cleared land to the Company according to the</p>	
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			<p>timeframe specified in the asset purchase agreement.</p> <p>-The Board of Directors agrees to assign the General Director of the Company to implement:</p> <p>+Continue the auction of the aforementioned standing rubber trees in accordance with legal regulations.</p> <p>+ Auction format: Pursuant to Article 53 of the Auction Law No. 01/2016/QH14, applying a simplified auction procedure.</p> <p>+ In case the 7th auction is unsuccessful, the 8th auction will continue. If the 8th auction is unsuccessful, the General Director shall consider further reducing the starting price, but the reduction must not be lower than 10% of the appraised value.</p>	
8	08/2024/NQ-HĐQT	19/8/2024	<p>- Agreed to reduce the starting price of the liquidated rubber trees by 10% due to eight (08) unsuccessful auctions to continue organizing the auction as follows:</p> <p>+ Asset name: Lot 2: Liquidated rubber trees on an area of 70.44 ha, including lots 17, 18, and 21 at Hoa Binh 2 Rubber Farm.</p> <ul style="list-style-type: none"> ➤ Total trees: 35,128 trees. ➤ Starting price (reduced by 10%): 250,200 VND/tree. 	



			<ul style="list-style-type: none"> ➤ Total starting price (reduced by 10%): 8,789,025,600 VND (In words: Eight billion, seven hundred eighty-nine million, twenty-five thousand, six hundred VND). ➤ Bidding increment applied to Lot 2: 20,000,000 VND (Twenty million VND). <p>All prices above are exclusive of VAT. The buyer shall bear all costs of cutting, transporting, uprooting, filling excavated holes, and cleaning branches and roots from the site to hand over the cleared area to the Company according to the timeframe specified in the asset purchase agreement.</p> <ul style="list-style-type: none"> - The Board of Directors agrees to assign the General Director of the Company to implement: <ul style="list-style-type: none"> + Continue to auction the above-mentioned standing rubber trees in accordance with legal regulations. + Auction format: Pursuant to Article 53 of the Auction Law No. 01/2016/QH14, applying a simplified auction procedure. - Agreed to approve the policy of purchasing one 7-seater car for business purposes, specifically: <ul style="list-style-type: none"> - Vehicle type: 7-seater car. - Vehicle condition: New or used but in good condition. - Value: < 1,000,000,000 VND (under 1 billion VND), including VAT. - Purchase time: From the date the Board of Directors 	
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			<p>approves the resolution approving the car purchase policy.</p> <p>- The Board of Directors agrees to assign the General Director of the Company to organize the car purchase in accordance with legal procedures and regulations and report to the Board of Directors as regulated.</p>	
09	09/2024/NQ-HĐQT	04/9/2024	<p>- Agreed to approve the report on estimated implementation of the production and business plan for the first nine months of 2024 and estimated implementation for the whole year 2024.</p> <p>- Agreed to convene the 2024 Extraordinary General Meeting of Shareholders to consider the divestment at Baria Serece Port (BRS) as directed by the People's Committee of Ba Ria-Vung Tau province in Official Dispatch No. 11904/UBND-VP dated 22/8/2024.</p> <p>At the same time, the members of the Board of Directors agreed on the last registration date to finalize the list of attendees for the 2024 Extraordinary General Meeting of Shareholders as 26/9/2024. The expected time for the Extraordinary General Meeting of Shareholders is at 09:30 on 09/11/2024 (Saturday) at the following location: 123 Hong Ha Street, Ward 9, Phu Nhuan District, Ho Chi Minh City, and approved</p>	

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		<p>the proposed agenda for the 2024 Extraordinary General Meeting of Shareholders as follows:</p> <p>- Agenda:</p> <p>+Approval of the addition to the Restructuring Plan of Thong Nhat Rubber Joint Stock Company for the period 2021-2025, as per Official Letter No. 11904/UBND-VP dated August 22, 2024, from the People's Committee of Ba Ria - Vung Tau province. The addition specifies "Focusing on core business activities; cost savings; enhancing product and service quality, market reputation, and brand recognition; divestment from Baria Joint Stock Company Of Services For Import Export Of Agro-Forestry Products And Fertilizers."</p>	
		<p>-Approval of the plan to convert 176 hectares of rubber trees to fruit trees and perennial industrial crops.</p> <p>+The General Director is assigned to continue directing and implementing the liquidation plans: inventory, valuation, and auction of the rubber plantation for crop conversion, following a rolling liquidation method.</p>	



			<p>-Approval of the policy to liquidate 185.42 hectares of rubber plantations, including:</p> <p>+83.95 hectares of rubber plantation at Phong Phu Rubber Team to be liquidated for crop conversion.</p> <p>+101.47 hectares of rubber plantation at Hoa Binh 2 Rubber Farm to be liquidated for rubber replanting.</p> <p>+The General Director is assigned to direct the implementation of the rubber plantation liquidation in accordance with legal regulations and report the progress and results to the Board of Directors.</p>	
			<p>-Approval of the purchase of one (1) canvas-covered cargo truck and the fabrication of one (1) stainless steel elliptical tank frame for latex transportation, specifically:</p> <ul style="list-style-type: none"> - Vehicle Type: Canvas-covered cargo truck (4x2). - Quantity: 01 truck. - Vehicle Condition: New or well-maintained used vehicle. - Year of Manufacture: From 2015 to 2024. - Payload: > 8,000 tons. - Value: < 800,000,000 VND (less than eight hundred million VND), including VAT. <p>* Fabrication: Stainless steel elliptical tank frame.</p> <p>-Capacity: 7,000 liters - 10,000 liters.</p>	

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			<p>-Quantity: 01 unit.</p> <p>-Purchase Timeframe: From the date the Board of Directors approves the resolution.</p> <p>+The General Director is assigned to organize the vehicle purchase in accordance with regulations and report to the Board of Directors.</p>	
			<p>-Approval of Report No. 855/BC-TNC dated August 30, 2024, from the General Director regarding the signing of long-term banana sales contracts with fixed prices for the entire year to mitigate market risks.</p>	
			<p>-Approval of the Audit Committee's implementation report on the 2024 internal audit plan.</p> <p>+The Chairman of the Audit Committee is assigned to continue implementing the 2024 internal audit plan and engage consultants to effectively fulfill the Audit Committee's responsibilities and ensure internal control procedures comply with regulations.</p>	
10	10/2024/NQ- HĐQT	03/10/2024	<p>-Agreement on the time and location for the 2024 Extraordinary General Meeting of Shareholders:</p> <p>+Time: 9:30 AM, Saturday, November 9, 2024.</p> <p>+ Venue: Hall A2 - Office of Thong Nhat Rubber Joint Stock Company at 256, 27/4 Street, Phuoc Hung Ward, Ba Ria City, Ba Ria-Vung Tau Province.</p>	



			-In case of any change in the time of the General Meeting, the Company's Board of Directors will announce the information according to regulations.	
			-Approve all documents of the 2024 Extraordinary General Meeting of Shareholders.	
11	11/2024/NQ- HDQT	24/10/2024	-Approve the temporary assignment of Mr. Dinh Tan Thong Tin - Deputy Head of Finance - Accounting to replace Mr. Tran Huu Tri in the tasks that Mr. Tran Huu Tri is in charge of related to the Finance-Accounting operations of Thong Nhat Rubber Joint Stock Company.	

5.2. Decisions of the BOD (Year 2024):

No.	Decision No.	Date	Content	Approval Rate
01	946/QD- HDQT- 2024	24-10-2024	Decision on temporary appointment of the person in charge of the Chief Accountant's work at Thong Nhat Rubber Joint Stock Company Thong Nhat	100%

III. Audit Committee (Year 2024).

1. Information on Members of the Audit Committee (AC):

No.	Supervisory Board	Position	Date of becoming a member of the Supervisory Board	Professional Qualification
1	Nguyen Thanh Binh	Chairman of Audit Committee	01/10/2021	Bachelor of Finance and Accounting

2	Pham Anh Son	Member of Audit Committee	01/10/2021	Bachelor of Foreign Trade Economics
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2. Audit Committee Meetings:

No.	Member of Internal Audit Board	Number of Supervisory Board meetings attended	Meeting Attendance Rate	Voting Rate	Reason for not attending the meeting
1	Nguyen Thanh Binh	01/01	100%	100%	
2	Pham Anh Son	01/01	100%	100%	

3. AC's Supervision of the BOD, Executive Board, and Shareholders:

- Supervise the implementation of the Resolutions of the General Meeting of Shareholders and the Resolutions of the Board of Directors by the General Director's Board.
- Supervise the implementation of the 2024 production and business plan, thereby supporting the General Director's Board in improving the efficiency of production and business activities.
- Review the internal management system to improve the efficiency of the company's management and administration;
- Manage the Company's risks to ensure that key risks have been monitored and assessed reasonably.

4. Coordination of Activities between the AC and the BOD, Executive Board, and other Management Officials:

- The Board of Directors, the Executive Board, company departments, and affiliated units facilitated the Audit Committee's access to and collection of information, documents, resolutions, and reports promptly to help the Audit Committee operate effectively and fulfill its assigned tasks.

5. Other activities of the Audit Committee (if any): None.

IV. Board of Management.

No.	Board of Management	Date of Birth	Professional Qualification	Date of Appointment to Board of Management
01	Nguyen Nhat Thanh Lam	02/01/1977	Bachelor of Finance and Banking	February 6, 2018; Reappointed on 27/6/2023.

V. Chief Accountant.

Full Name	Date of Birth	Professional Qualification	Date of Appointment to Board of Management
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Tran Huu Tri	08/9/1978	Bachelor of Finance - Banking	Appointed on 05/10/2022. Temporarily suspended from work on 24/10/2024 for medical treatment.
Dinh Tan Thong Tin	10/10/1985	Bachelor of Economics	October 24, 2024 Temporarily appointed in charge of the Chief Accountant's work.

VI. Corporate Governance Training: None.

VII. List of Related Parties of the Public Company (2024) and Transactions of Related Parties with the Company:

1. Changes in the list of related parties of the company:

- On 24/10/2024, Mr. Dinh Tan Thong Tin - Deputy Head of Finance and Accounting was appointed to temporarily take charge of the Chief Accountant's work, replacing Mr. Tran Huu Tri - Head of Finance and Accounting (Chief Accountant) who is undergoing medical treatment. Appendix 01 attached.

2. Transactions between the company and its related parties; or between the company and major shareholders, insiders, or related parties of insiders: None.

No.	Organization/Individual Name	Relationship with the Company	Business Registration Certificate No., Date of Issue, Place of Issue	Head Office Address /Contact Address	Time of Transaction with the Company	Resolution/ Decision No. of the General Meeting of Shareholders/ Board of Directors...approved (if any, specify the date of issuance)	Content, Quantity, Total Transaction Value	Notes

3. Transactions between company insiders, related parties of insiders with subsidiaries, and companies controlled by the company: None.

No.	Person conducting the transaction	Relationship with insider	Position at the listed company	ID card/Passport number, date of issue, place of issue	Address	Name of subsidiary, company controlled by the listed company	Transaction time	Content, quantity, total transaction value	Notes

4. Transactions between the company and other entities:

4.1. Transactions between the company and companies where members of the Board of Directors, members of the Audit Committee, Directors (General Directors) have been founding members or members of the Board of Directors, Directors (General Directors) within the last three (03) years (calculated at the time of reporting): None.

No.	Content Transaction	Relationship	Unit	Transaction time		
				Year 2022	Year 2023	06 months of the year 2024
				0	0	0

4.2. Transactions between the company and companies where related parties of members of the Board of Directors, members of the Supervisory Board, Directors (General Directors) are members of the Board of Directors or Directors (General Directors):

No.	Content Transaction	Relationship	Unit	Transaction time		
				Year 2022	Year 2023	06 months of the year 2024

4.3. Other transactions of the company (if any) that may bring material or immaterial benefits to members of the Board of Directors, members of the Audit Committee, Directors (General Directors): None.

VIII. Share Transactions of Insiders and Related Parties of Insiders (2024)

- List of insiders and related parties of insiders: Appendix 02 attached.
- Transactions of insiders and related parties with the listed company's shares:

No.	Person conducting the transaction	Relationship with insider	Number of shares held at the beginning of the period		Number of shares held at the end of the period		Reason for increase/decrease (purchase, sale, conversion, bonus...)
			Number of shares	Percentage	Number of shares	Percentage	
01	Pham Anh Son	Is a Member of the Board of Directors of Thong Nhat Rubber Joint Stock Company	811,300	4.21%	211,300	1.10%	Sell

02	Le Trung Duc	Is a Member of the Board of Directors of Thong Nhat Rubber Joint Stock Company	1,660,000	8,62%	0	0%	Sell
03	Ho Nai Industrial Zone Joint Stock Company	Mr. Le Trung Duc is a Member of the Board of Directors of Ho Nai Industrial Zone Joint Stock Company	2.310.560	12,00%	3.052.352	15,86%	Mua
04	APA United Nano Co., Ltd.	Mr. Le Trung Duc is a Member of the Board of Directors and Director of APA United Nano Co., Ltd.	0	0	1,358,108	7,06%	Buy



05	Duong Thi Kieu Anh	Ms. Duong Thi Kieu Anh is Vice Chairwoman of the Board of Directors of Ho Nai Industrial Park Joint Stock Company, Mr. Le Trung Duc is a Member of the Board of Directors of Ho Nai Industrial Park Joint Stock Company	389,900	2.03%	0	0	Sell
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IX. Other notes: None.

CHAIRMAN OF THE BOARD OF DIRECTORS
(Signature and stamp)



Nguyễn Hữu Mạnh Cường

Recipients:

-As above;

-For record, Company Secretary.