

BEN THANH JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

No. 66/BERUBCO

Ho Chi Minh City May 30, 2025

INFORMATION DISCLOSURE

To: - State Securities Commission

- Hochiminh Stock Exchange

1. Organization name: BEN THANH RUBBER JOINT STOCK COMPANY
2. Stock code: BRC
3. Address: Lot B3-1, Tay Bac Cu Chi Industrial Park, Ho Chi Minh City.
4. Contact phone number: 0283 7907619 Fax: 0283 7907461
5. E-mail: berubco@berubco.com.vn
6. Person making information disclosure: Mr. Nguyen Tran Nghiem Vu
7. Type of information disclosed: ☒ Periodic ☐ Unusual ☐ 24h ☐ Upon request

8. Content of information disclosed:

Information disclosure Minutes and Resolution of the 2025 Annual General Meeting of Shareholders (No. 587/NQ-ĐHĐCĐ) dated May 30, 2025

9. This information has been published on the company's website on May 30, 2025, at the link berubco.com.vn

We hereby commit that the information published above is true and we are fully responsible before the law for the content of the published information.

Attached documents:

Disclosure Minutes and Resolution of the 2025 Annual General Meeting of Shareholders (No. 587/NQ-ĐHĐCĐ) dated May 30, 2025

Representative of the organization

Legal Representative/Reporter
(Signature, full name, position, seal)



GENERAL DIRECTOR

Nguyễn Trần NghiêM Vũ

Ho Chi Minh City, May 30, 2025

**MINUTES
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025
BEN THANH RUBBER JOINT STOCK COMPANY**

Today, at 8:30 AM on May 30, 2025, at the headquarters of Ben Thanh Rubber Joint Stock Company, Lot B3-1 Tay Bac Cu Chi Industrial Zone, Giap Hai Street (D3), Trung Lap Ha Commune, Cu Chi District, Ho Chi Minh City, the Annual General Meeting of Shareholders for the year 2025 of Ben Thanh Rubber Joint Stock Company (Business Registration Certificate No. 0301150295 issued by the Department of Planning and Investment of Ho Chi Minh City for the first time on April 20, 2007, with the 8th change on September 8, 2022) was conducted.

Attendees: Shareholders of Ben Thanh Rubber Joint Stock Company, representatives of the Vietnam Rubber Industry Group Leadership, Board of Management, and Board of Supervisors of Ben Thanh Rubber Joint Stock Company.

The content of the General Meeting of Shareholders includes the following issues:

I. OPENING:

1. The General Meeting of Shareholders conducts the following rituals:

Flag Ceremony, Statement of Purpose, introducing the Delegates attending the General Meeting of Shareholders.

2. Electing Board for the Shareholder Eligibility Verification:

The Organizing Committee of the General Meeting of Shareholders introduces the Board for the Shareholder Eligibility Verification, including:

- Mr. Huynh Ngoc Son, Deputy Head of the Accounting Department, Head of the Board
- Ms. Tran Thi Thanh Hang, Specialist of the Accounting - Financing Department, Member of the Board
- Ms. Lam Thi Ngo, Specialist of the Accounting - Financing Department, Member of the Board

The General Meeting of Shareholders voted to approve the above list with a rate of 100% Approve.

3. Reporting on the results of shareholder eligibility verification:

The General Meeting of Shareholders listened to Mr. Huynh Ngoc Son - Head of the Board for the Shareholder Eligibility Verification, reporting on the results of verifying the eligibility of shareholders attending The Annual General Meeting of Shareholders in 2025, at 8:00 AM 35 minutes:

- The total number of voting shares is 12,374,997 shares.



- The total number of shareholders and authorized representatives attending the General Meeting of Shareholders is 20 shareholders, representing 10.933.214 shares with voting rights of the Company, accounting for a rate of 88,35% of the total issued shares of the Company.

- Based on the Enterprise Law and the Charter on the organization and operation of the Company, The Annual General Meeting of Shareholders in 2025 of Ben Thanh Rubber Joint Stock Company is eligible to proceed.

4. Electing the Presiding Committee:

The Presiding Committee consists of 3 people:

- Mr. Nguyen Minh Doan - Chairman of the Board of Directors - Chairperson of the General Meeting of Shareholders

- Mr. Nguyen Tran Nghiem Vu - Member of Board of Directors, General Director

- Mr. Nguyen Nho Luong - Member of Board of Directors

The General Meeting of Shareholders voted to approve the list of the Presiding Committee with a rate of 100% of the voting shares attending the meeting.

5. The Chairperson appoints the Secretary Committee and introduces the Vote Counting Committee:

- The Secretary Committee includes:

+ Ms. Nguyen Thi Thao, Company Secretary, Head of the Committee

+ Mr. Le Trong Ngan, Deputy Head of Human Resources – Administration Department, Member of the Committee

- The Vote Counting Committee:

+ Mr. Huynh Ngoc Son, Deputy Head of the Accounting Department, Head of the Committee

+ Ms. Tran Thi Thanh Hang, Specialist of the Accounting - Financing Department, Member of the Committee

+ Ms. Lam Thi Ngo, Specialist of the Accounting - Financing Department, Member of the Committee

The General Meeting of Shareholders voted to approve the list of the Vote Counting Committee with a rate of 100% of the voting shares attending the meeting.

6. Approval of the Agenda and Regulations for The Annual General Meeting of Shareholders in 2025:

- Mr. Nguyen Minh Doan - Chairman of the Board of Directors approved the Agenda of The Annual General Meeting of Shareholders in 2025.

- Mr. Nguyen Nho Luong - Member of the Board of Directors approved the Regulations for The Annual General Meeting of Shareholders in 2025.

The General Meeting of Shareholders unanimously approved the Agenda and Rules of Procedure of the General Meeting of Shareholders with a rate of 100% of the voting shares attending the meeting.

II. GENERAL MEETING OF SHAREHOLDERS CONTENT:

1. Reports, Proposals approved by the General Meeting of Shareholders:

- Mr. Nguyen Minh Doan - Chairman of the Board of Directors reported on the activities of the Board of Directors for 2024 and orientation for 2025.

- Mr. Van Trong Long - Independent member of the Board of Directors reported on the evaluation of the activities of the Board of Directors in 2024.

- Mr. Nguyen Tran Nghiem Vu - General Director reported on the production and business results in 2024 and production and business plan for 2025.

- Mr. Nguyen Quoc Vuong - Head of the Board of Supervisors approved:

+ Report on activities of the Board of Supervisors in 2024 and orientation for 2025;

+ Proposals on selecting an auditing firm for the Financial Statements in 2025;

- Ms. Duong Hoai Trinh - Chief Accountant approved:

+ Proposal to approve the audited 2024 Financial Statements;

+ Proposals for profit distribution in 2024;

+ Proposal for approval of the production and business plan, development investment plan, and profit distribution plan for 2025.

- Mr. Huynh Anh Tuan - Deputy General Director approved the Proposals on reporting the remuneration payment level for the Board of Directors and the Board of Supervisors in 2024 and the remuneration plan for 2025.

2. The General Meeting of Shareholders discussed:

The General Meeting of Shareholders acknowledged the contributing opinions of shareholders and shareholder representatives as follows:

(Attached appendix)

The General Meeting of Shareholders unanimously agreed on the content presented and explained at the General Meeting of Shareholders and there were Abstain.

3. Vote to approve the content of the General Meeting of Shareholders:

As of 10 hours 45 minutes, the number of shareholders and authorized representatives attending the General Meeting of Shareholders is 18 shareholders, representing 10.931.214 shares, reaching 88,33 % of the voting shares of shareholders.

The General Meeting of Shareholders conducted a vote (by secret ballot) to approve the content in the agenda.

Total number of shares participating in the voting: 10.931.214 shares.

3.1. Approval of the Report on activities of the Board of Directors for 2024 and orientation for 2025:

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.2. Approving the Report on the evaluation of the activities of the Board of Directors in 2024:

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.3. Approving the Report on the production and business results in 2024 and production and business plan for 2025 of the General Director:

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.4. Approving the Report on activities of the Board of Supervisors in 2024 and orientation for 2025:

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.5. Approval of the Proposal to approve the audited 2024 Financial Statements:

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.6. Approval of the Proposals for profit distribution in 2024:

- Profit after tax 21,751,243,495 VND

- Retained earnings from previous years 460,270,258 VND

- Profit distribution in 2024 21,780,996,400 VND
- Dividend payment (12%/ charter capital) 14,849,996,400 VND
- Development investment fund: 0 VND
- Reward and welfare fund: 6,800,000,000 VND
- Salary and remuneration fund: 131,000,000 VND
- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.
- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.
- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.7. Approval of the Proposal for approval of the production and business plan, development investment plan, and profit distribution plan for 2025:

*** Production and business plan:**

- Revenue and other income 349,591,000,000 VND
- Total expenses 324,160,000,000 VND
- Profit before tax 25,431,000,000 VND
- Profit after tax 20,344,800,000 VND
- Profit before tax/charter capital ratio 20.55 %

*** Investment development plan:**

- Total investment capital demand 1,342,000,000 VND
- *Equipment procurement* 1,342,000,000 VND
- Capital source 1,342,000,000 VND
- *Owners' equity* 1,342,000,000 VND

*** Profit distribution plan for 2025:**

- Profit before tax 25,431,000,000 VND
- Corporate income tax 5,086,200,000 VND
- Profit after corporate income tax 20,344,800,000 VND
- Dividend (10%/charter capital) 12,374,997,000 VND

The standardization of data and profit distribution plan will be implemented upon the completion of the audit of the Company's 2025 Financial Statements and subject to the approval of the Vietnam Rubber Industry Group and the 2026 Annual General Meeting of Shareholders in accordance with applicable regulations.

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.
- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.8. Approval of the Proposals on reporting the remuneration payment level for the Board of Directors and the Board of Supervisors in 2024 and the remuneration plan for 2025:

* **Total remuneration expense in 2024:** 302,000,000 VND

Including:

+ Board of Directors: 242,000,000 VND

+ Board of Supervisors: 60,000,000 VND

* **Remuneration plan for 2025:**

The remuneration level in 2025 is equal to the actual remuneration level in 2024, specifically as follows:

+ Board of Directors members: 4,000,000 VND/person/month

+ Board of Supervisors member: 2,500,000 VND/person/month

Salaries and benefits of the Chairman of the Board of Directors and Head the Board of Supervisors are received from the Company's salary fund associated with the Company's production and business results and plans.

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

3.9. Approval of the Proposals on selecting an auditing firm for the Financial Statements in 2025:

Based on the Proposals of the Board of Supervisors, the General Meeting of Shareholders approves authorizing the Board of Directors and the Company's the Board of Supervisors to select one of the following three independent auditing units to conduct the review of the semi-annual Financial Statements and the audit of the Financial Statements for 2025 for the Company:

+ Southern Auditing and Accounting Financial Consulting Services Company Limited;

+ AASC Auditing Firm Company Limited;

+ AFC Vietnam Auditing Company Limited.

In case the above three units do not participate, the General Meeting of Shareholders approves authorizing the Board of Directors and the Board of Supervisors to select a qualified auditing unit to conduct the review of the semi-annual Financial Statements and the audit of the Financial Statements for 2025 for the Company according to regulations.

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.

- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

4. Directing speech at the General Meeting of Shareholders (If any)

III. CONFERENCE SUMMARY:

1. Approve the Minutes and Resolution of The Annual General Meeting of Shareholders in 2025

The Secretary of the General Meeting of Shareholders reads the full content of the draft Minutes and Resolution of the General Meeting of Shareholders.

The General Meeting of Shareholders conducts a vote to approve the full content of the Minutes and Resolution of the General Meeting of Shareholders:

- Number of Approve shares: 10.931.214 shares, accounting 100 % of voting shares attending the meeting.

- Number of Disapprove shares: 0 shares, accounting 0 % of voting shares attending the meeting.


- Number of Abstain shares: 0 shares, accounting 0 % of voting shares attending the meeting.

2. Closing of the General Meeting of Shareholders

The General Meeting of Shareholders conducts the flag salute to close at 11:00... minutes on the same day.

SECRETARY COMMITTEE

1. Nguyen Thi Thao 

2. Le Trong Ngan 

ON BEHALF OF THE

**PRESIDING COMMITTEE
CHAIRPERSON**



Nguyen Minh Doan

APPENDIX
LIST OF SHAREHOLDER QUESTIONS AND COMPANY'S ANSWERS

NO	Content Shareholders asked	Content Company responded
1	The annual General Meeting of Shareholders should be held early, possibly in the first quarter of each year.	The Company always tries to hold the General Meeting of Shareholders as soon as possible. Normally, in March of each year, the Company completes the Audit Report, and after the audit results are available, the Company will submit to the owner for comments on the voting criteria at the General Meeting. Therefore, it is not possible to hold the General Meeting early in the first quarter.
2	The production and business plan targets for 2025 are not as high as those for 2024. The Company is requested to present additional difficulties and obstacles	The 2025 plan is not as effective as the 2024 implementation because the cement industry has not yet fully recovered, and debt collection remains quite slow; therefore, the Company is more cautious. In addition, export to the US market is facing tax difficulties, which also affects export revenue. On the other hand, the life cycle of steel core conveyor belts is quite long, so in 2025, customers do not need new replacements, leading to the 2025 consumption plan not being as high as in 2024..
3	Propose to consider increasing remuneration for members of the Board of Directors and the Board of Supervisors.	Because members of the Board of Directors and the Board of Supervisors all work part-time and have income at specialized units, the remuneration at the Company is to further support the part-time activities of the members.



VIETNAM RUBBER GROUP
BEN THANH RUBBER JOINT STOCK
COMPANY

No.: 587/NQ-ĐHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, May 30, 2025

RESOLUTION
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
BEN THANH RUBBER JOINT STOCK COMPANY

Pursuant to the Enterprise Law dated June 17, 2020;

Pursuant to the Company's Charter and Operation Regulations of Ben Thanh Rubber Joint Stock Company;

Pursuant to the Minutes of The Annual General Meeting of Shareholders in 2025 of Ben Thanh Rubber Joint Stock Company on May 30, 2025.

RESOLUTION:

Article 1. Approval of the Report on activities of the Board of Directors for 2024 and orientation for 2025, Report of the Independent member of the Board of Directors in 2024.

Article 2. Approval of the Report on the production and business results in 2024 and production and business plan for 2025.

Article 3. Approval of the Report on activities of the Board of Supervisors in 2024 and orientation for 2025.

Article 4. Approval of the Audited 2024 Financial Statements.

Article 5. Approval of the Profit distribution in 2024, in which:

- Profit after tax:	21,751,243,495 VND
- Retained earnings from previous years	460,270,258 VND
- Distributed profit in 2024:	21,780,996,400 VND
- Dividend payment (12%/ charter capital):	14,849,996,400 VND
- Development investment fund:	0 VND
- Reward and welfare fund:	6,800,000,000 VND
- Salary and remuneration fund:	131,000,000 VND

Article 6. Approval of the production and business plan, development investment plan, and profit distribution plan for 2025:

*** Business production plan:**

- Revenue and other income	349,591,000,000 VND
- Total expenses	324,160,000,000 VND
- Profit before tax	25,431,000,000 VND
- Profit after tax	20,344,800,000 VND
- Profit before tax/charter capital ratio	20.55 %



*** Investment development plan:**

Total investment capital demand	1,342,000,000 VND
- <i>Equipment procurement</i>	1,342,000,000 VND
Capital source	1,342,000,000 VND
- <i>Owners' equity</i>	1,342,000,000 VND

*** 2025 profit distribution plan:**

- Profit before tax	25,431,000,000	VND
- Corporate income tax	5,086,200,000	VND
- Profit after corporate income tax	20,344,800,000	VND
- Dividend (10%/charter capital)	12,374,997,000	VND

The standardization of data and profit distribution plan will be implemented when the Company's 2025 Financial Statements is audited/agreed upon by Vietnam Rubber Group and approved by the 2026 Annual General Meeting of Shareholders as prescribed.

Article 7. Approval of the remuneration payment level for the Board of Directors and the Board of Supervisors in 2024 and the remuneration plan for 2025, in which:

- Pay remuneration to the Board of Directors and Board of Supervisors in 2024 is 302,000,000 VND;
- 2025 remuneration plan, the remuneration level in 2025 is equal to the actual remuneration level in 2024, specifically as follows:
 - + Board of Directors member: 4,000,000 VND/person/month
 - + Board of Supervisors member: 2,500,000 VND/person/month

Salaries and benefits of the Chairman of the Board of Directors and Head of the Board of Supervisors are received from the Company's the salary and remuneration fund, associated with the Company's business production results and plans.

Article 8. Approval of the Proposals of the Board of Supervisors on selecting an auditing firm for the Financial Statements in 2025.

Article 9. Member of the Board of Directors, Board of Supervisors, General Director, Shareholders and relevant organizations and individuals are responsible for implementing this Resolution.

This Resolution was voted and approved by The Annual General Meeting of Shareholders in 2025 of Ben Thanh Rubber Joint Stock Company./.

Recipients:

- Shareholders of the Company;
- Members of BoD, BoS, BoM;
- Posted on the Company's Website;
- Archived: Company Secretary.

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

CHAIRMAN OF THE ME
CHAIRPERSON
CÔ PHẦN
CAO SỰ
BÊN THÀNH
Nguyễn Minh Doan