

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ba Ria, July 02, 2025

EXTRAORDINARY INFORMATION DISCLOSURE

To: - HoChiMinh Stock Exchange

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

- Stock Code: **TNC**
- Address: No. 256, 27/4 Street, Ba Ria Ward, Ho Chi Minh City
- Telephone: 02543.823119 Fax: 02543.82312
- E-mail: thongnhat.trc@gmail.com

2. Information to be disclosed:

Resolution of the Board of Directors at the meeting dated July 02, 2025.

3. This information is disclosed on company's website on July 02, 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:

Resolution No. 04/2025/NQ-HĐQT
July 02, 2025

Representative of the organization

~~Authorized person for information disclosure~~



Nguyễn Nhật Thành Lâm

RESOLUTION OF THE BOARD OF DIRECTORS
MEETING DATE 02-07-2025

- Pursuant to Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the 8th amended Charter of Thong Nhat Rubber Joint Stock Company approved by the Annual General Meeting of Shareholders on 30/9/2021;
- Pursuant to the Operating Regulations of the Board of Directors issued together with Decision No. 493/QD-HDQT dated 01/10 /2021 of the Board of Directors;
- Pursuant to the Minutes and Resolution of the 2025 Annual General Meeting of Shareholders dated June 24, 2025;
- Pursuant to the Minutes of the Board of Directors' Meeting dated July 2, 2025.

RESOLVES:

Article 1. *The Board of Directors members attending the meeting with voting rights unanimously agreed to implement the 2025 Annual General Meeting of Shareholders Resolution as follows:*

1. Audited financial statements for 2024, profit distribution plan for 2024; salary and bonus fund implemented in 2024.

No.	ITEM	UNIT	AMOUNT
A	BALANCE SHEET		
I	Total Assets:	VND	373,343,859,838
	<i>Of which:</i>		
1	Current Assets	VND	213,408,648,525
2	Non-current Assets	VND	159,935,211,313
II	Total Resources:	VND	373,343,859,838
	<i>Of which:</i>		
1	Liabilities	VND	33,074,226,159
2	Owner's Equity	VND	340,269,633,679
B	BUSINESS RESULTS		

No.	ITEM	UNIT	AMOUNT
1	Total Revenue and Other Income	VND	172,693,245,548
2	Total Accounting Profit Before Tax	VND	46,320,633,820
3	Profit After Corporate Income Tax	VND	40,409,556,264

- Profit distribution plan for 2024:

No.	ITEM	Unit	AMOUNT
1	Undistributed Profit After Tax	VND	41,936,376,389
a	Undistributed Profit for 2023	VND	1,527,420,125
b	Undistributed Profit for 2024	VND	40,409,556,264
2	Allocation to Employee Bonus and Welfare Fund for 2024 (03 months of average salary)	VND	9,373,631,400
3	Allocation to Company Management Bonus Fund for 2024 (1.5 months of average salary)	VND	162,000,000
4	Cash Dividend Payment of 16% of Par Value	VND	30,800,000,000
5	Profit for 2024 Carried Forward to Next Year	VND	1,600,744,989

→ Assign the Company's General Director to carry out the profit distribution for the 2024 fiscal year according to the content of the 2025 Annual General Meeting of Shareholders Resolution. Carry out procedures in accordance with the laws on securities and current regulations to pay dividends to shareholders in September 2025.

1.3. Salary and bonus fund implemented in 2024.

+ Salary fund implemented in 2024 for Employees:

294 people x 10,627,700 VND/person/month x 12 = VND 37,494,525,600.

+ Bonus and welfare fund for Employees in 2024:

Total salary fund implemented in 2024 = VND 37,494,525,600.

Extraction from the employee reward and welfare fund:

$$\frac{37,494,525,600 \text{ VND.}}{12} \times 03 \text{ months} = \text{VND } 9,373,631,400$$

+ Salary fund implemented in 2024 for dedicated company managers:

No.	Position	No. of months with salary entitlement	Actual Salary	Total Actual Salary Fund
01	Company Management Representing State Capital	12	43,200,000	518,400,000

02	Company Management Not Representing State Capital (General Director and Chief Accountant)	12 x 2	32,400,000	777,600,000
	Total:			1,296,000,000

+ **Bonus fund implemented in 2024 for company managers:**

1,296,000,000/36 months x 1.5 months x 03 people = VND 162,000,000

→ **Assign the Company's General Director to finalize the 2024 salary and bonus fund in accordance with current legal regulations.**

2. Business production and profit distribution plan for 2025, salary plan and Capital Construction Investment:

2.1. Business production plan for 2025.

No.	ITEM	Unit	AMOUNT
1	Total Revenue and Other Income	Million VND	190,000
2	Total Accounting Profit Before Tax	Million VND	50,000
3	Profit After Corporate Income Tax	Million VND	45,000
4	State Budget Contribution	Million VND	20,000

This business production plan can only be achieved if the average selling price of rubber latex and banana products meets the plan. In case of changes in the average selling price and consumption volume, the production and business plan targets will change. The General Director of the Company is authorized to make an appropriate decision based on actual market conditions and the selling prices at similarly scaled entities.

2.2. Profit distribution plan for 2025:

No.	ITEM	ALLOCATION RATE
1	Cash Dividend Payout Ratio	17% of Charter Capital
2	Allocation to Reward and Welfare Fund	Maximum 03 Months of Actual Salary
3	Allocation to Reward Fund for chairman of the Board of Directors	Maximum 2 Months of Actual Salary
4	Remuneration for non-dedicated Board of Directors	The maximum amount shall not exceed 20% of the average salary of dedicated members of the Board of Directors

2.3. Salary plan for 2025:

+ **Planned salary fund for employees:**

389 people x 10,679,090 VND/person/month x 12 months = VND 49,849,992,120.

+ **Planned salary fund for the Chairman of the Board of Directors:**

No.	Position	Basic salary (VND/month)	Salary fund (VND/year)
1	Chairman of the Board of Directors	72,000,000	864,000,000
	Total:		864,000,000

The actual payroll fund for 2025 is determined based on the actual average number of employees utilized and the actual average wage level, as guided by Circular No. 003/2025/TT-BNV dated April 28, 2025, of the Ministry of Home Affairs.

→ The General Director is assigned to develop specific wage payment policies and plans for each unit and department within the Company, based on production plans, scale of operations, and ensuring incentives for employees to excellently complete their tasks.

2.4. Capital Construction Investment Plan for 2025:

The Capital Construction Investment Plan for 2025 has a total investment capital of **37,165,200,000 VND**, including:

Unit: VND

Capital Construction Investment Plan for 2025	37,165,200,000
Of which:	
+ New planting and maintenance of immature rubber plantations	13,919,700,000
+ New planting of Durian orchard (29.33 ha)	2,265,200,000
+ New investment in Banana irrigation system	8,749,800,000
+ Investment in Anti-fall cable pole system for 96.15 ha (Lot 11 and new planting).	6,730,500,000
+ Investment in Banana harvesting pulley system (900 meters).	4,500,000,000
+ Other investments	1,000,000,000

→ The Company's General Director is assigned to organize and implement to successfully complete the business production, investment, and profit distribution plan for 2025 as assigned by the 2025 Annual General Meeting of Shareholders.

3. Actual Remuneration Fund for Company Management for 2024 and Planned Remuneration Level for the Fiscal Year 2025

3.1. Actual Remuneration Fund for Company Management for 2024:

The remuneration level for 2024 approved by the 2025 Annual General Meeting of Shareholders is VND 518,400,000.

→ The Chairman of the Board of Directors is authorized to decide the specific payment level for each member.

3.2. Planned Remuneration Level for the Non-dedicated Board of Directors for 2025:

The planned average remuneration level is determined as 20% of the planned average salary level of the Company's dedicated Board Members:

$$58,000,000 \text{ VND/person/month} \times 20\% = 11,600,000 \text{ VND/person/month}$$

Planned remuneration fund for 2025: VND 11,600,000 x 6 persons x 12 months = VND 835,200,000

→ **The Chairman of the Board of Directors is authorized to decide the specific payment level for each member.**

4. Selection of Audit Firm for Financial Statements for 2025:

BDO Audit Services Company Limited in Ho Chi Minh City was selected to audit the Financial Statements for 2025.

→ **The Company's General Director is assigned to sign the contract for implementation, ensuring transparency, accuracy, prudence, and protecting the Company's legitimate rights and interests.**

This Resolution was approved by 100% of the voting members of the Board of Directors present at the meeting.

Article 2: Implementation Provisions: Members of the Board of Directors, the Audit Committee, and the General Director of the Company shall be responsible for implementing this Resolution and organizing its implementation according to their respective functions, in accordance with legal provisions and the Charter of Organization and Operation of Thong Nhat Rubber Joint Stock Company.

This Resolution is sent to each member of the Board of Directors, the Audit Committee, and the Board of Management.

Recipients:

- As per Article 2;
- Ho Chi Minh Stock Exchange;
- Audit Committee;
- Disclose on the Company's Website;
- Archive: Secretary of the Company.

**ON BEHALF OF THE COMPANY'S
BOARD OF DIRECTORS**



CHAIRMAN

Nguyễn Hữu Mạnh Nhường