**DHT: Corporate Governance report (2016)**

**CORPORATE GOVERNANCE REPORT**

**(Year 2016)**

- Company: Ha Tay Pharmaceutical Joint Stock Company

- Address: No. 10 A QuangTrung, QuangTrung Ward, Ha Dong District, Hanoi

- Tel: 04 22143368                              Fax: 04 33829054

- Email: [hataphar@fpt.vn](mailto:hataphar@fpt.vn)

- Charter capital: VND 62,826,020,000

- Stock code: DHT

**I. BOD’s activities**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **No.** | **Member of BOD** | **Title** | **Attendance** | **Rate** | **Reason for not attending** |
| 1 | Mr. Le Van Lo | Chairman of Board of Directors | 6 | 100 % |  |
| 2 | Mr. Hoang Trong Nguyen | Chairman of Board of Directors | 4 | 66 % | Go business |
| 3 | Mr. Hoang Van Tue | Deputy Chairman of Board of Directors | 6 | 100 % |  |
| 4 | Mr. Le Xuan Thang | Member of Board of Directors | 6 | 100 % |  |
| 5 | Mr. Nguyen Ba Lai | Member of Board of Directors | 6 | 100 % |  |
| 6 | Mr. Le AnhTrung | Member of Board of Directors | 6 | 100 % |  |
| 7 | Mr. Nguyen CanhThang | Member of Board of Directors | 6 | 100 % |  |

**II. Board resolution (2016)**

|  |  |  |  |
| --- | --- | --- | --- |
| **No.** | **Board resolution no.** | **Date** | **Contents** |
| 1 |  | 18 Mar 2016 | - Decide on holding Annual General Meeting of Shareholders on 01/04/2016  - Approve documents and the agenda of the Meeting:  + The report of BOD on the operation results 2015 and the plan for 2016  + The profit distribution 2015  + The remuneration for Board of Directors, Supervisory Board 2016 |
| 2 |  | 01 Apr 2016 | - Appoint Mr. Hoang Trong Nguyen as Deputy Chair of BOD in the term 2016 – 2021  - Appoint Mr. Le Xuan Thang – Member of BOD as General Manager of the Company  - Approve the modification in the working rule of General Manager and Deputy General Managers |
| 3 |  | 06 May 2016 | Board of Director s and Supervisory Board hold Meeting to consider decide following contents:  - The report on the operation result of Quarter I/2016  - Consider recruiting the personnel  - Discuss the debt collections of Medical representative  - The report on the situation of signing the contract on hiring land |
| 4 |  | 28 May 2016 | Board of Directors and Head of Supervisory Board discuss on the plan on hiring land for building Production Factory of the Company |
| 5 |  | 26 Jul 2016 | Board of Directors and Supervisory Board held a meeting to review and decide following issues:  - Operation results of first 6 months of 2016 and Jun  - Approve 2015 operation results of Hataphar Co., Ltd and request Hataphar Co., Ltd extracts its interest to Ha Tay Pharmaceutical Joint Stock Company and make provision funds in accordance with Charter of the Company  - Discuss and make plans for building drug producing workshop in Phu My Commune |
| 6 |  | 20 Oct 2016 | Board of Directors and Supervisory Board held a meeting to review and decide following issues:  - Hear Charter of the Company  - Approve operation results of Sep and first 9 months of 2016  - Operation results of Hataphar Mien Nam Co., Ltd  - Request Supervisory Board to arrange to check and assess business situation of Branches directly under  - Board of Directors’ discussion and plan for raising charter capital in 2017  - It is expected in Nov 2016, close list of shareholders for 2016 dividend payment |

**III. Change in connected persons/institutions: No change**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **No.** | **Institutions/ individuals** | **Trading account (if any)** | **Title (if any)** | **Starting moment as connected persons** | **Moment to no longer be connected persons** | **Reasons** |
|  |  |  |  |  |  |  |

**IV. Transactions of PDMRs and connected persons/institutions**

1. List of PDMRs and connected persons/institutions

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Name | Trading account (if any) | Position of PDMR at the company (if any) | Shareholding at the end of the term | Shareholding percentage at the end of the term (%) | Note |
| 1 | Le Van Lo |  | **Chairman of Board of Directors** | 349,509 | 5.56 |  |
| 2 | Nguyen ThiHanh |  |  | 20,116 | 0.320 | Connected person |
| 3 | Le Thi Hong Viet |  |  | 90,197 | 1.435 | Connected person |
| 4 | Le Viet Linh |  |  | 511,700 | 8.144 | Connected person |
| 5 | Le AnhTrung |  | **Member of Board of Directors** | 383,669 | 6.106 | **Connected person** |
| 6 | Nguyen Thi Minh Hau |  |  | 294,000 | 4.679 |  |
| 7 | Le Xuan Thang |  | Member of Board of Directors | 445,615 | 7.092 | Connected person |
| 8 | Vu ThiAnh Dao |  |  | 57 | 0.0009 | Connected person |
| 9 | Le Van Thanh |  |  | 88,642 | 1.410 |  |
| 10 | Nguyen CanhThang |  | Member of Board of Directors | 0 | 0 | Connected person |
| 11 | Nguyen NhuHoa |  |  | 305,100 | 4.856 |  |
| 12 | Hoang Trong Nguyen |  | Deputy Chair of Board of Directors | 360,000 | 5.730 |  |
| 13 | Nguyen Ba Lai |  | Member of Board of Directors | 68,729 | 1.093 |  |
| 14 | Hoang Van Tue |  | Member of Board of Directors | 345,699 | 5,50 |  |
| 15 | Ngo Van Chinh |  | Chief of Supervisory Board | 203,378 | 3.237 |  |
| 16 | Ngo Thi Xuan |  |  | 1,600 | 0.025 |  |
| 17 | Dang Dinh Du |  | **Member of Supervisory Board** | 16,158 | 0.257 |  |
| 18 | Bui Thao Nguyen |  | **Member of Supervisory Board** | 9,828 | 0.156 |  |
| 19 | Ha Tay Medical Equipment and Pharmaceutical Joint Stock Company |  |  | 271,000 | 4.313 |  |

2. Transactions of PDMRs and connected persons/institutions (none)

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **No.** | **Name** | **Relation to PDMRs** | **Shareholding at the beginning of the term** | | **Shareholding at the end of the term** | | **Reasons for increase/decrease (selling, buying, transferring, bonus …)** |
| **Shares** | **Ratio (%)** | **Shares** | **Ratio (%)** |
| 1 | Hoang Van Tue | Member of Board of Directors | 328,899 | 5.235% | 345,699 | 5.50% | **Purchase** |

3. Other transactions (none)

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **No.** | **Name** | **Relation to PDMRs** | **Shareholding at the beginning of the term** | | **Shareholding at the end of the term** | | **Reasons for increase/decrease (selling, buying, transferring, bonus …)** |
| **Shares** | **Ratio (%)** | **Shares** | **Ratio (%)** |
|  |  |  |  |  |  |  |  |

**V. Other notices: None**