

Draft

RESOLUTION
ANNUAL GENERAL MEETING 2015
DHG PHARMACEUTICAL JOINT-STOCK COMPANY

ANNUAL GENERAL MEETING 2015

- Based on the organization and operations Charter of DHG Pharmaceutical Joint-Stock Company;
- Based on the Statements, Reports presented by Board of Directors, Supervisory Board at the 2015 Annual General Meeting on 28 April 2016;
- Based on the Minutes No. 003/2016/BB.ĐHĐCĐ of DHG Pharma's 2015 Annual General Meeting on 28 April 2016,

RESOLVE

Annual General Meeting 2015 of DHG Pharma agrees to approve:

Article 1: Approval of Board of Directors' report on revaluation of operating results of the Company in 2015, BOD's activities and remuneration in 2015, strategic goals and business plans of 2016 - 2020, investment plan 2016 and business targets 2016; Report of Supervisory Board on 2015 activities; consolidated financial statements 2015 audited by PricewaterhouseCoopers Vietnam Ltd.

Consolidated business results and basic targets in 2015:

No.	Items	Unit	Year 2015
1.	Total assets as of 31/12/2015	VND Bn.	3,363
2.	Owner's equity as of 31/12/2015	VND Bn.	2,521
3.	Net sales	VND Bn.	3,608
4.	Profit before tax	VND Bn.	701
5.	Profit after tax	VND Bn.	593
6.	Profit after tax of the parent company's shareholders	VND Bn.	589
7.	EPS (Earning Per Share)	VND	5,748
8.	ROS (Profit after tax/Net sales)	%	16.43
9.	ROA (Profit after tax/Total assets)	%	17.62
10.	ROE (Profit after tax/Owner's equity)	%	23.51

In 2016, if incurred activities such as investment in fixed assets and leasing; M&A; pledge, mortgage, sales of assets must be made in accordance with the Company Charter.

Article 2: Settle with strategy and 5 years business plan from 2016 to 2020 of DHG Pharma. Assign Board of Directors and Board of Management to direct the production and business activities of the company inline with the development strategy. Monitor and report, evaluate quarterly the implementation of strategy.

DHG’s image to the year of 2020

DHG will remain the **leading domestic company of the pharmaceutical industry in Vietnam**, included in the **TOP 10 leading pharmaceutical company in Southeast Asia** with sales reaching **USD300 million** in 2020. DHG will become a symbol of **human culture** in contribution to society, enhancing life quality.

07 strategic goals 2016 – 2020:

1. Growth of net sales \geq 15% per year, reach \geq 300 million in 2020.
2. Remains a pharmaceutical company with the most extensive and diversified distribution channel.
3. The largest generic drugs manufacturer in Vietnam, account to 10% market share of domestically produced drugs.
4. Develop biotechnology products derived from natural raw ingredients (especially herbal source from Vietnam) with scientific evidence or documents recognized by the Ministry of Health, providing high sci-tech content.
5. Maintain and improve the efficiency indicators: ROS \geq 15%; ROE \geq 23%; ROA \geq 19%.
6. M&A or joint venture, co-operation to add value.
7. Follow good Corporate social responsibility (CSR) and optimize the benefits for all stakeholders

Business plan 2016 – 2020

Target	Unit	2016E	2017F	2018F	2019F	2020F	CAGR 2016 – 2020
Net sales	VND bn	3,733	4,369	4,874	5,731	6,750	16.0%
Growth	(%)	3.5%	17.0%	11.6%	17.6%	17.8%	
Profit before tax	VND bn	750	800	890	1,009	1,148	11.3%
Growth	(%)	6.9%	6.7%	11.3%	13.4%	13.8%	

Article 3: Approval of the report on profit distribution 2015 and balance of the funds after profit distribution in 2015:

Profit distribution 2015:

Targets	Appropriation ratio in 2015	Amount (VND)
Profit after tax at the parent company used to distribute	100%	542,991,263,137
Dividends for 2015	35% nominal value (by cash)	304,296,825,000

Targets	Appropriation ratio in 2015	Amount (VND)
Appropriation for bonus, welfare fund	10% PAT of the Parent Company	54,299,126,314
Remuneration for BOD, BOS, collaborators	Follow the plan	5,000,000,000
Bonus for BOD, BOS, collaborators, Executive Board, key staffs	None due to failure to achieve business targets	-
The remaining profit will be added the Development Investment Fund	Follow the plan	179,395,311,823

Article 4: Approval of profit distribution plan 2016:

Target	Appropriation rate
Dividends for 2016	30% nominal value
Appropriation for bonus, welfare fund	10% PAT of the Parent Company
Remuneration for BOD, BOS, collaborators	5,000,000,000 VND
Bonus for BOD, BOS, collaborators, Executive Board, key staffs	5% growth in consolidated profit after tax
The remaining profit will be added the Development Investment Fund	The remaining

Article 5: Approval of amendment / supplement of Charter of organization and operation of DHG Pharma (attaching the amended content). The legal representative will update the amendment / supplement and issue the updated Charter.

Article 6: Grant authority to BOD and SB to choose one out of two of the following audit firms to be an independent auditor for financial statements of the fiscal year 2016 of DHG Pharma and its subsidiaries:

- PricewaterhouseCoopers Vietnam Ltd. (PwC)
- Deloitte Vietnam Ltd

Article 7: Assign Board of Directors, CEO, legal representative of DHG Pharma of the third term (2014-2018) to implement all the approved contents in accordance with the Company Charter and current law. The Supervisory Board of the third term (2014-2018) has duties to supervise the implementation of these approved contents.

This Resolution has been approved by DHG Pharma's 2015 Annual General Meeting held on 28 April 2016 and be made into 04 (four) copies of equal validity.

Recipients:

- BOD members, SB members
- The Company's shareholders;
- SSC;
- HOSE;
- VSD - HCMC;
- DHG Pharma website;
- Mass media;
- Save: Board Secretary, AT

**ON BEHALF OF
ANNUAL GENERAL MEETING 2015
THE CHAIR**

**BOARD CHAIRMAN
HOANG NGUYEN HOC**

