**DVN: Annual General Mandate 2020**

On 28 May 2020, Viet Nam Pharmaceutical Corporation - Joint Stock Company announced the Annual General Mandate 2020 as follows:

Article 1: Approve the Report of the Board of Directors and the Management Board on the business results of 2019 and the operation plan for 2020

Article 2: Approve the 2019 Report of the Supervisory Board

Article 3: Approving the promulgation of internal regulation on corporate governance of Vietnam Pharmaceutical Corporation – Joint Stock Company

Article 4: Approving the audited financial statement for the period from January 1, 2019 to December 31, 2019

Article 5: Approving the Statement on the profit distribution plan for 2019 and the plan for 2020:

1. Implementing profit distribution for 2019:

|  |  |  |
| --- | --- | --- |
| No | Indicator | Value (VND) |
| 1 | Retained after-tax profit of the previous year | 57,257,324,077 |
| 2 | After-tax profit of 2019 | 172,840,549,399 |
| 3 | Extraction to the Welfare and Reward Fund and reward fund for managers, in which: | 5,248,760,622 |
| 3a | Bonus fund | 3,852,928,498 |
| 3b | Welfare fund | 963,232,124 |
| 3c | Reward fund for managers | 432,600,000 |
| 4 | Dividend payment (4%) | 94,800,000,000 |
| 5 | Remaining profit (= 1 + 2 – 3 – 4) | 130,049,112,854 |

The annual General Meeting of Shareholders authorized the Board of Directors to decide on the specific list for bonus of the Board of Directors and the Supervisory Board

- The Management Board decided the specific list for bonus of the Management Board and employees

- The Board of Directors implements the procedures for dividend payment to shareholders in accordance with the provisions of law

2. Profit distribution plan for 2020:

|  |  |  |
| --- | --- | --- |
| No | Indicator | Value (VND) |
| 1 | Retained profit of 2019 | 130,049,112,854 |
| 2 | After-tax profit of the holding company of 2020 | 113,000,000,000 |
| 3 | Extraction to the Welfare and Reward Fund and reward fund for managers (based on Decree 53/ 2016/ ND – CP) | 5,300,000,000 |
| 4 | Dividend: The Board of Directors will submit the annual General Meeting of Shareholders of 2020 for consideration and approval (expected a minimum of 4% equal to 2019) | 94,800,000,000 |
| 5 | Retained profit ( = 1 + 2 – 3 – 4) | 142,949,112,854 |

Article 6: Approve the Statement on salary and remuneration for Managers, Company secretary in 2019 and approve the salary and remuneration Plan for the Board of Directors, Supervisor Board, General Director in 2020, specifically:

1. Salary fund, remuneration for managers, company secretaries in 2019:

1.1 Implemented salary fund for managers in 2019: VND 3,460,800,000

1.2 Remuneration fund for managers and secretary of the Company in 2019: VND 444,000,000

2. Salary and remuneration plan for the Board of Directors, Supervisory Board, and General Director in 2020:

|  |  |  |
| --- | --- | --- |
| Position | Full-time | Part-time |
| Chair of the Board of Directors  |  | VND 20,000,000/ month |
| Member of the Board of Directors  | VND 57,500,000/ person/ month | VND 8,000,000/ person/ month |
| Head of the Supervisor Board  | VND 53,000,000/ person/ month |  |
| Member of the Supervisor Board  |  | VND 3,000,000/ person/ month |

- Salary of the General Director: VND 86,500,000/ month

- Remuneration for the Company Secretary: VND 3,000,000/ person/ month

Article 7: Approving the method of selecting an independent auditing company for 2020

1. Approve the list of independent auditing firms for the Board of Directors to select an audit unit and review the financial statements of the Corporation in 2020:

- Ernst & Young Vietnam Co., Ltd

- Pricewaterhouse Coopers Vietnam Co., Ltd

- KPMG Vietnam Company Limited

- Deloitte Vietnam Co., Ltd

2. Authorize the Board of Directors to select one of the above auditing companies to audit the annual financial statement, review the semi-annual financial statement of the Company in the fiscal year of 2020 finance according to current regulations

In case of unsuccessful negotiation with the above auditing companies, the annual General Meeting of Shareholders authorizes the Board of Directors to select the auditing company in the list of auditors approved by the Ministry of Finance and the State Securities Committee to audit the financial statement of the Corporation as prescribed

Article 8: Implementing provisions

1. This annual General Mandate was approved by the Annual General Meeting of Shareholders in 2020 of Vietnam Pharmaceutical Corporation – Joint Stock Company. The annual General Mandate takes effect from the date of signing

2. The members of the Board of Directors, Supervisory Board, Management Board and shareholders of Vietnam Pharmaceutical Corporation – Joint Stock Company are responsible for implementing this annual General Mandate