**TW3: Annual General Mandate 2020**

On 01 Jun 2020, Central Pharmaceutical JSC No.3 announced the annual General Mandate 2020 as follows:

Article 1: Approve the operation report of the Board of Directors in 2019, the term of 2015 - 2020 and the operation plan for 2020, the term of 2020 - 2025

The annual General Meeting of Shareholders approved the 2019 operation report of the Board of Directors, the term of 2015-2020 and the direction of operation in 2020, the term of 2020 - 2025 with 100% of the voting shares, specifically as follows:

1.1 Operational results of the Board of Directors in 2019, tenure of 2015 - 2020

Some key targets achieved in 2019:

|  |  |  |  |
| --- | --- | --- | --- |
| Indicator | Plan (VND million)(1) | Realization (VND million)(2) | Compared to the plan (3) = (2) / (1) |
| Net revenue | 260.000 | 338.318 | 130.12% |
| Retained profit after tax  | 2,400 | 159 | 6.62% |
| Dividend payment  | 10%/ charter capital/ year | 0 |  |

Operation results of term of 2015 – 2020

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Indicator | 2015 | 2016 | 2017 | 2018 | 2019 | TTBQ (%) |
| Net revenue (VND million) | 263,888 | 320,872 | 245,088 | 256,004 | 338,318 | 6.40% |
| Profit before tax (VND million) | 2,458 | 2,579 | 1,736 | 307 | 364 | -37.95% |
| Dividend payment (%) | 8% | 9% | 9% | 0% | 0% |  |

1.2 Operation plan for 2020, term of 2020 – 2025

Main financial indicators of 2020

|  |  |  |  |
| --- | --- | --- | --- |
| No | Indicator | Plan (VND million) | Compared to 2019 |
| 1 | Net revenue | 307,000 | 91.5% |
| 2 | Profit before tax  | 700 | 192.3% |
| 3 | Undistributed profit after tax  | 560 | 352.2% |
| 4 | Dividend payment/ charter capital/ year | 03%/ charter capital  |  |

Plan for term of 2020 – 2025

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Indicator | Year 2020 | Year 2021 | Year 2022 | Year 2023 | Year 2024 |
| Net revenue (VND million) | 307,000 | 322,400 | 338,500 | 355,400 | 373,200 |
| Profit before tax (VND million) | 700 | 1,200 | 1,500 | 2,000 | 2,700 |
| Dividend payment (%) | 3% | 3% | 7% | 10% | 10% |

Article 2: Approving the report on management and production and business activities in 2019 and production and business plan for 2020

The annual General Meeting of Shareholders voted to approve the report on management and production and business activities in 2019 of the Management Board and production and business plan for 2020

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Indicator | Unit | Plan 2020 | Compared to realization in 2019 |
| I | Net revenue | VND million | 307,000 | 91% |
| a | Revenue of import goods | VND million | 235,000 | 85% |
| b | Revenue of manufactured products | VND million | 72,000 | 118% |
| II | Profit before tax  | VND million | 700 | 192% |
| III | Profit after tax  | VND million | 560 | 352% |
| IV | Dividend payment  | % | 3 |  |

Article 3: Approve the operation report of the Supervisory Board in 2019

The annual General Meeting of Shareholders voted to approve the operation report of the Supervisory Board in 2019

Article 4: Approve the statement on audited financial statement of 2019

The annual General Meeting of Shareholders voted to approve the audited financial statements of 2019

Article 5: Approving the statement on expected profit distribution for 2019; a number of financial targets for 2020 and a plan for dividend payment for 2019

The meeting voted to approve profit distribution for 2019, a number of financial targets for 2020 and a plan for 2019 dividend payment as follows:

Expected distribution of profit for 2019

According to the financial statement of 2019, the profit after tax in 2019 is very small, so the remaining profit after tax will be carried over to the fiscal year of 2020

Plan on 2019 dividend payment:

The annual General Meeting of Shareholders voted for no 2019 dividend payment

- Some financial targets in 2020

Unit: VND million

|  |  |  |  |
| --- | --- | --- | --- |
| No | Indicator | Plan 2020 | Compared to 2019 |
| 1 | Net revenue | 307,000 | 91.5% |
| 2 | Profit before tax  | 700 | 192.3% |
| 3 | Profit after tax  | 560 | 352.2% |
| 4 | Dividend payment  | 3%/ charter capital  |  |

Article 6: Approve the statement on remuneration, salary of the Board of Directors, the Board of Supervisors, the General Director and the company secretary in 2019 and the plan for remuneration and salary of the Board of Directors, the Board of Supervisors, the General Director and the company secretary in 2020

The annual General Meeting of Shareholders voted to approve the report on remuneration, salary of the Board of Directors, the Board of Supervisors, the General Director and the company secretary in 2019 and the plan for payment for the remuneration, salary to the Board of Directors, the Board of Supervisors, the General Director and the company secretary in 2020 as follows:

6.1 Report on payment for salary, remuneration to the Board of Directors, the Board of Supervisors, the General Director and the company secretary for 2019

The General Director and the company secretary complied with the content of the 2019 annual General Mandate

6.2 Decision on remuneration, salary payment to the Board of Directors, members of the Board of Supervisors, General Director and company secretary in 2020

Remuneration, salary for members of the Board of Directors, Board of Supervisors

|  |  |  |  |
| --- | --- | --- | --- |
| No | Position | Full-time (VND/ person/ month) | Part-time (VND/ person/ month) |
| I | Board of Directors  |  |  |
| 1 | Chair of the Board of Directors  | 40,000,000 | 6,000,000 |
| 2 | Member of the Board of Directors  |  | 4,000,000 |
| II | Board of Supervisors |  |  |
| 1 | Head of the Board of Supervisors | 15,000,000 | 4,000,000 |
| 2 | Member of the Board of Supervisors |  | 2,000,000 |

Salary of the General Director: VND 35,000,000/ month

Remuneration for the company secretary: VND 2,000,000/ month

Remuneration, salary of members of the Board of Directors, members of the Board of Supervisors, General Director and Secretary of the Company are paid at the end of each month

Article 7: Approving the statement on selection of an auditing unit for 2020

The annual General Meeting of Shareholders voted to approve the submission of the plan for selecting an auditing unit for 2020 together with the choice of Vietnam Pharmaceutical Corporation - JSC

Article 8. Electing members of the Board of Directors for the term of 2020 - 2025

The annual General Meeting of Shareholders elected members of the Board of Directors for the term of 2020 - 2025 including the following members:

1. Mr. Nguyen Van Khai

2. Mr. Vu Tam Khoi

3. Mr. Truong Thoai Nhan

4. Mr. Nguyen Huy Thanh

5. Mr. Tran Anh Tuan

Article 9. Electing members of the Board of Supervisors for the term 2020-2025

The annual General Meeting of Shareholders elected members of the Board of Supervisors for the term 2020-2025 including the following members:

1. Ms. Ha Lan Anh

2. Ms. Ngo Thi Thu Hien

3. Ms. Tran Thi Minh

Article 10. Implementation provisions

This annual General Mandate was passed before the Annual General Meeting of Shareholders of 2020 of Central Pharmaceutical JSC No.3 on 01 Jun 2020

This annual General Mandate takes effect from the date of signing, 01 Jun 2020 after being approved 100% by the annual General Meeting of Shareholders. The Board of Directors, Management Board, Board of Supervisors and all shareholders implement this annual General Mandate according to their competence, functions and duties in accordance with the provisions of law and the Charter of Central Pharmaceutical JSC No.3