



IMEXPHARM CORPORATION

THE SOCIALIST REPUBLIC OF VIETNAM
Independence-Freedom-Happiness

No.: 07 /NQ-ĐHĐCĐ-IMP

Cao Lanh city, April 24th, 2021

RESOLUTION
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021
IMEXPHARM CORPORATION

- In pursuant to Law on Enterprises 2020;
- In pursuant to Imexpharm Corporation's Charter;
- In pursuant to the meeting minutes of the Annual General Meeting of Shareholders 2021 of Imexpharm Corporation no. 01/BB-ĐHĐCĐ-2021 dated on 24 April, 2021.

The Annual General Meeting of Shareholders 2021 (AGM) of Imexpharm Corporation (Imexpharm) organized at Cao Lanh city, Dong Thap province on 24 April 2021 has passed this resolution with the following contents:

RESOLVED

Article 1. The AGM approved the Report and operation evaluation of the Board of Directors in 2020, plans and objectives for 2021 presented at the Meeting.

Article 2. The AGM approved the Financial statements of 2020 audited by PwC (Vietnam) Co., Ltd.

Article 3. The AGM approved the Report on business operations and financial performances of the Board of Management in 2020, plans and objectives for 2021 presented at the Meeting.

Article 4. The AGM approved the Report of the Supervisory Board in 2020 presented at the Meeting.

Article 5. The AGM approved to authorize to The Board of Directors to select 01 (one) among 05 (five) independent Audit firms referred to the statement on selection of an independent Audit Company for the 2021 fiscal year.

Article 6. The AGM approved the statement on plan of the Board of Directors and the Supervisory Board operating expenses in 2021



Article 7. The AGM approved the statement on profit distribution of 2020 and dividend payment plan for 2021.

1. Profit distribution of 2020

No.	Description	Rate	Amount (VND)
1	Profit before tax and science and technology fund distribution 2020		255,441,337,429
2	- Science and technology fund distribution		-
3	- Profit before tax and after science and technology fund distribution		255,441,337,429
4	- Corporate income tax		45,744,459,140
5	Undistributed profit after tax	100%	209,696,878,289
6	- Pay dividend of 15% of the Charter Capital by cash (66,671,570 shares)	47.69%	100,007,355,000
7	- Investment and Development fund	40.31%	84,525,897,894
8	- Bonus and welfare fund	12.00%	25,163,625,395

- 2. Plan to use Investment and Development fund:** (1) Use to invest deeply in manufacturing and business expansion to develop the Company, to compensate for the damages when operating (if occurring), decisions made by the Board of Directors; (2) Because applying law and regulations on tax for different professions could be understood in many distinct ways; therefore, the amount of tax to pay may be changed due to the decisions of the tax department of the government. Thus, in case that there is a variance in taxation, the Company will use the investment and development fund to compensate; (3) Using for stock award for shareholders and supplementing the charter capital (if occurring).
- 3. Dividend payment by cash:** The Company will pay dividends to shareholders not later than 30 days since the date of receiving list of recorded shareholders from Vietnam Depository Securities, but not later than 6 months from the ending date of the General Meeting of Shareholders 2021.
- 4. Plan of dividend in 2021:** The planned dividend should be from 15% to 20% of the charter capital, the Board of Directors will be assigned to decide the actual ratio relying on the operational results of 2021.



Article 8: The AGM approved the statement on waving public offer tender procedure for the shareholder- SK Investment Vina III Pte. Ltd., with details as follows:

- The intended transferor(s): VOF Investment Limited and Vietnam Ventures Limited;
- The Transferee: SK Investment Vina III Pte. Ltd., is currently an existing shareholder of Imexpharm;
- Percentage of share ownership of the transferee before the transfer: 24.02%;
- Total percentage of share ownership of the transferor(s): 5.18%;
- Total expected percentage of share ownership of the Transferee after the transaction: 29.2%
- Implementation time: upon the General Meeting of Shareholders' approval and dependence on the negotiation between parties. However, the approval of the General Meeting of Shareholders of Imexpharm Corporation for SK Investment Vina III Pte. Ltd to be waived public tender offer procedure shall not be interpreted as a legal commitment of SK Vina III to conduct the purchase of IMP's shares as contemplated by the Transaction;
- After SK Investment Vina III Pte. Ltd has carried out the transfer successfully as mentioned above, the limited percentage of shareholders' ownership of foreign shareholders and investors at Imexpharm Corporation has not been changed and kept at 49%/the Charter Capital.



Article 9. The AGM approved the statement on amendments, supplements of the Company's Charter (in accordance with Law on Securities 2019, Law on Enterprises 2020).

Article 10. The AGM approved the statement on amendments, supplements of the Internal Regulations on Corporate governance (in accordance with Law on Securities 2019, Law on Enterprises 2020).

Article 11. The AGM approved the statement on passing the Operational Regulations of the Board of Directors (in accordance with Decree no. 116/2020/TT-BTC guiding on public company governance).

Article 12. The AGM approved the statement on passing the Operational Regulations of the Supervisory Board (in accordance with Decree no. 116/2020/TT-BTC guiding on public company governance).



Article 13. This Resolution was approved to pass by the AGM 2021 at the ratio of 100% (corresponding to 52,134,932 voting shares at the Meeting) and takes effect since the last date of the AGM 2021.

The General Meeting of Shareholders authorizes to the Board of Directors to materialize into plans and duties in order to assign and organize to implement the Resolution.

All Shareholders of Imexpharm Corporation, members of the Board of Directors, Supervisory Board, Board of Management and all employees of the Company are responsible for executing this Resolution.

Other matter

The Resolution is prepared in English and Vietnamese. Should there be any conflict between the English and Vietnamese version, the Vietnamese version will take precedence. *nh*

Receiver:

- *The Company's Shareholders;*
- *State Securities Commission;*
- *Ho Chi Minh Stock Exchange;*
- *The Board of Directors;*
- *Supervisory Board;*
- *Board of Management;*
- *Information disclosure;*
- *Archived at HR Dept., Corporate Secretary*

**ON BEHALF OF THE PRESIDIUM
CHAIRMAN OF THE BOD**



NGUYEN QUOC DINH