**MTP: Annual Corporate Governance Report 2023**

Medipharco Pharmaceutical Joint Stock Company announced the Annual Report on the Corporate Governance in 2023 as follows:

* Name of Company: Medipharco Pharmaceutical Joint Stock Company
* Head office address: No. 08, Nguyen Truong To, Phuoc Vinh Ward, Hue City, Thua Thien Hue Province
* Tel: (84) 0234.3822701, 3832814
* Fax: (84) 0234.3826077
* E-mail: mediphar@dng.vnn.vn
* Website: [www.medipharco.com/](file:///C%3A%5CUsers%5Cquannd%5CAppData%5CLocal%5CTemp%5CRar%24DIa0.469%5Cwww.medipharco.com.vn) [www.medipharco.com.vn](http://www.rnedipharco.com.vn)
* Securities code (if any): MTP
* Corporate governance model:
* The General Meeting: is the highest competent body of the Company.
* The Board of Directors: consists of 03 persons (02 of whom directly operate the production and business)
* The Supervisory Board consists of 03 persons.
* The Executive Board and Chief Accountant: consist of 01 Managing Director and 01 Chief Accountant
* Internal audit: Unimplemented (due to Corporate governance model operated according to Point a Section 1 Article 139 of the Law on Enterprises 2020)
1. Activities of the General Meeting:

Information about Meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting shareholders' ballots):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision  | Date | Contents |
| 1 | 01 | April 24, 2023 | The Annual General Mandate approved:* 1. Report of the Managing Director and Chair of the Board of Directors on production and business results in 2022 of JSC and production and business plan for 2023.
1. Audited Published Financial Statements 2022 and opinions according to the Meeting Minutes.
2. Report of the Supervisory Board on production and business results in 2022 of Medipharco Pharmaceutical Joint Stock Company; the operating orientation of the Supervisory Board in 2023 and opinions according to the Meeting Minutes.
3. The Meeting voted for approval of the Proposals presented at the Meeting:
* Proposal on the approval of Reports presented at the Annual General Meeting.
* Proposal on the profit distribution plan for 2022
* Proposal on the selection of an audit company for 2023
* Proposal on the remuneration for the Board of Directors and the Supervisory Board in 2023
* Proposal on the approval of policy to establish a pre-feasibility/feasibility project to invest in building a medicine factory in compliance with European GMP standards (GMP-EU) in Phu Bai Industrial Zone, Thua Thien Hue Province.
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1. Board of Directors (Annual Report)
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date (Term IV) | Dismissal date |
| 1 | Ms. Phan Thi Minh Tam | Chair of the Board of Directors | May 12, 2020 |  |
| 2 | Mr. Hoang Ngoc Hoai Phong | Member of the Board of Directors | May 12, 2020 |  |
| 3 | Mr. Nguyen Van Hoang | Member of the Board of Directors | May 12, 2020 |  |

1. Board Resolutions/Decisions:

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision  | Date | Contents |
| 1 | 01/2023/NQ/HDQT-NK4 | March 02, 2023 | * Approve the Internal Corporate Governance Report on production and business results in 2020 of Medipharco
* Approve the Audited Financial Statements 2022
* Approve the Annual Report in 2022
* Approve the Plan - Agenda - Content - Assignment Progress to prepare for the organization of the Annual General Meeting
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| 2 | 02/2023/NQ/HDQT | March 18, 2023 | * The Board of Directors approved the repair project of 3 factories and offices
 |
| 3 | 03/2023/NQ/HDQT | April 22, 2023 | * Approve: Proposal on the approval of policy to establish a pre-feasibility/feasibility project to invest in building a medicine factory according to European GMP standards (GMP-EU) in Phu Bai Industrial Zone, Thua Thien Hue Province
 |
| 4 | 04/2023/NQ/HDQT | May 12,2023 | * Approve the capital borrowing plan of Vietinbank
 |
|  | 05/2023/NQ/HDQT | June 22, 2023 | * On the appointment of key managers of the Enterprise (Deputy Head of Mechanical and Electrical Department)
 |
| 6 | 06/2023/NQ/HDQT | June 22, 2023 | * Approve the investment project of Epoxy paint for factory
 |
| 7 | 07/2023/NQ/HDQT | July 01, 2023 | * Approve the investment of pure water system for 3 factories
 |
| 8 | 08/2023/NQ/HDQT | January 10, 2023 | * Approve the capital borrowing plan for 2023 of VCB
 |
| 9 | 09/2023/NQ/HDQT | September 21, 2023 | * Appoint the Secretariat of the Board of Directors
 |
| 10 | 10A/2023/NQ/HDQT-NK4 | September 21, 2023 | On the approval of the plan to return land and continue to rent land  |
| 11 | 10B/2023/NQ/HDQT-NK4 | September 21, 2023 | On the approval of terminating the Report on Pre-feasibility Study to build a GMP-EU medicine factory and prepare an investment plan to build a warehouse in Phu Bai Industrial Zone |
| 12 | 11/2023/NQ-HDQT-NK4 | October 06, 2023 | On the capital borrowing and asset use as security measures at Joint Stock Commercial Bank for Investment and Development of Vietnam (BIDV) - Phu Xuan Branch |
| 13 | 12/2023/NQ/HDQT-NK4 | October 11, 2023 | Approve the winning contractor to invest in pure water system for 3 factories |
| 14 | 13/2023/NQ/HDQT-NK4 | October 25, 2023 | Approve the investment in analytical scales with 5 odd numbers for the Quality Control Department |
| 15 | 14/2023/NQ/HDQT-NK4 | November 07, 2023 | On the approval of the project: Lease land to develop a farming and processing farm for medicinal herbs according to GACP - WHO standards |
| 16 | 15/2023/NQ/HDQT-NK4 | November 13,`2023 | On the selection of an audit company for the Financial Statements 2023 |
| 17 | 16/2023/NQ-HDQT-NK4 | December 15, 2023 | Approve the expected plan 2023 to submit to the Annual General Meeting 2024 |
| 18 | 17/2023/NQ-HDQT-NK4 | December 8, 2023 | Approve the appointment of key staff |
| 19 | 18/2023/NQ-HDQT-NK4 | December 14, 2023 | Approve the investment policy in production equipment for Cephalosporin Factory |
| 20 | 19/2023/NQ-HDQT-NK4 | December 19, 2023 | Approve the investment in UP-VIS Spectrophotometer for Quality Control Department |

1. Supervisory Board/Audit Committee (Annual Report):
2. Information about members of the Supervisory Board/Audit Committee:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment as member of the Supervisory Board | Qualification |
| 1 | Ms. Tran Thi Van Anh | Chief of the Supervisory Board | May 12, 2020 | Bachelor in Economics and Accounting |
| 2 | Ms. Nguyen Thi Phuong Tram | Member | May 12, 2020 | Bachelor in Economics and Accounting |
| 3 | Ms. Truong Thi Hanh Phuoc | Member | May 12, 2020 | Bachelor in Pharmacy |

1. Executive Board: None.
2. Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Nguyen Thanh Minh | April 04, 1984 | Bachelor in Economics and Information Technology | December 14, 2022 |

1. Training on corporate governance:
2. List of related persons of the public company (Annual Report) and transactions between the related persons of the Company and the Company itself:
3. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, PDMR, related persons of PDMR:

Signing of individual capital mobilization contracts - in which, members of the Board of Directors – Managing Director - Supervisory Board that have a total value of less than 35% of the total value of assets recorded in the latest Financial Statements or another lower rate than specified in the Company's Charter: None.

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| No. | Name of organization/individual | Relations with the Company | NSH No.\*, date of issue, place of issue | Head office address/Contact address | Time of transaction with the Company | Content, quantity, total transaction value (Unit: million VND) |
| 1 | Ms. Phan Thi Minh Tam | Chair of the Board of Directors | 191508810 | No. 106 Nguyen Truong To Road, Hue City | 2023 | None. |
| 2 | Mr. Hoang Ngoc Hoai Phong | Managing Director | 191290276 | 34 Inner Area 2, Nam Vien Quarter, Tan Phu Ward, District 7, Ho Chi Minh City | 2023 | None. |
|  | Mr. Nguyen Van Hoang | Member of the Board of Directors | 012402681 | Group 19, Phuc Loi Ward, Long Bien District, Hanoi. | 2023 | None. |
| 4 | Tran Thi Van Anh | Chief of the Supervisory Board | 013250824 | No. 4/73 Nguyen Van Troi Street, Phuong Liet Ward, Thanh Xuan District, Hanoi. | 2023 | None. |
| 5 | Ms. Truong Thi Hanh Phuoc | Member of the Supervisory Board | 191685936 | 22 Ham Nghi Road, Hue City | 2023 | None. |
| 6 | Ms. Nguyen Thi Phuong Tram | Member of the Supervisory Board | 024702301 | Lot Y01-02A Tan Thuan, Tan Thuan Industrial Zone/Export Processing Zone, Tan Thuan Dong Ward, District 7, Ho Chi Minh City | 2023 | None. |
| 7 | Mr. Nguyen Thanh Minh | Chief Accountant | 046084009683 | 256 Chi Lang Road, Gia Hoi Ward, Hue City | 2023 | None. |
| 8 | Mr. Le Thang Binh | Internal Administrator | 052085017011 | 496/38/4 La Xuan Oai Road, Long Truong Ward, Thu Duc City, Ho Chi Minh City | 2023 | None. |

1. Transactions between the Company’s PDMR, related persons of PDMR and subsidiaries, companies controlled by the Company: None.
2. Transactions between the Company and other entities
	1. Transactions between the Company and companies that members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers have been founding members or members of the Board of Directors or Executive Manager (Managing Director) in the past three years (at the date of reporting): None.
	2. Transactions between the Company and companies that related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers are members of the Board of Directors or Executive Manager (Managing Director): None.
	3. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers: None.
3. Share transactions of PDMR and related persons of PDMR (Semi-annual Report).
4. Transactions of PDMR and related persons to the Company’s shares: None.
5. Other significant issues: None.