**DP3: Annual Corporate Governance Report 2023**

On January 18, 2024, Central Pharmaceutical Joint Stock Company No3 announced Report No. 145/BC-DPTW3 on the corporate governance in 2023 as follows:

* Name of company: Central Pharmaceutical Joint Stock Company No3
* Head office address: No. 16 Le Dai Hanh Street, Minh Khai Ward, Hong Bang District, Hai Phong City
* Tel: 02253 842576
* Fax: 02253 823125
* Charter capital: VND 214,999,330,000
* Securities code: DP3
* Corporate governance model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager

1. Activities of the General Meeting of Shareholders

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision No. | Date | Content |
| 1 | 582A/NQ-DHDCD | April 25, 2023 | Annual General Mandate 2023 |

1. The Board of Directors (Report of 2023)
2. Information about members of the Board of Directors:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | | Position | | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Bui Xuan Huong | | Chair of the Board of Directors | | May 24, 2019 |  |
| 2 | Nguyen Dinh Khai | Member of the Board of Directors | | May 24, 2019 | |  |
| 3 | Dinh Van Cuong | Member of the Board of Directors | | May 24, 2019 | |  |
| 4 | Nguyen Hong Nhung | Member of the Board of Directors | | May 24, 2019 | |  |
| 5 | Nguyen Thanh Tuan | Member of the Board of Directors | | May 24, 2019 | |  |

1. Board Resolutions/Decisions (Report of 2023)

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Resolution/Decision No. | Date | Content |
| 1 | 298A/NQ-HDQT | February 24, 2023 | Summarize the Production and Business Results 2022; Supplement "Regulations on business activities and product sales"; Develop a plan to offer shares to increase charter capital from VND 86 billion to VND 215 billion from the source of owners' equity. |
| 298B/NQ-HDQT | Record the list of shareholders attending the Annual General Meeting of Shareholders 2023 and dividend prepayment in cash in 2022. |
| 2 | 504A/NQ-HDQT | April 03, 2023 | Approve the documents submitted to the Annual General Meeting of Shareholders 2023 |
| 3 | 568A/NQ-HDQT | April 24, 2023 | Summarize the production and business results of Q1/2023; investment activities and assign tasks to members of the Board of Directors at the Annual General Meeting of Shareholders 2023 |
| 4 | 819B/NQ-HDQT | June 16, 2023 | Select an audit company for the fiscal year 2023 |
| 5 | 974/NQ-HDQT | July 17, 2023 | Amend the Organizational and Operational Charter of the Company |
| 6 | 1335A/NQ-HDQT | September 18, 2023 | Terminate the operation of the Branch of Central Pharmaceutical Joint Stock Company No3 in Can Tho |
| 7 | 1823A/NQ-HDQT | December 26, 2023 | Report on expected production and business results in 2023; expected plan targets submitted to the General Meeting of Shareholders 2024; Amend and supplement “Salary Regulations”, “Regulations on business activities and product sales” |

1. The Supervisory Board (Report of 2023)
2. Information about members of the Supervisory Board

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Number of meetings of the Supervisory Board attended | Attendance rate | Reason for absence |
| 1 | Ms. Truong Thi Nguyet Hoa | Chief of the Supervisory Board | May 24, 2019 | 02 | 100% |  |
| 2 | Ms. Dinh Thi Tram Anh | Member of the Supervisory Board | April 25, 2023 | 02 | 100% |  |
| 3 | Mr. Le Van Hung | Member of the Supervisory Board | May 24, 2019 | 02 | 100% |  |
| 4 | Mr. Tran Anh Tuan | Member of the Supervisory Board | April 25, 2023 | 0 | 0% | No longer a member of the Supervisory Board |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Appointment date |
| 1 | Mr. Nguyen Dinh Khai | December 05, 1975 | Bachelor of Economics | May 28, 2019 |
| 2 | Ms. Bui Thi Loan | September 27, 1987 | Pharmacist | January 01, 2022 |
| 3 | Mr. Nguyen Thanh Tuan | June 08, 1980 | Bachelor of Economics | January 01, 2023 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Ms. Tran Thi Ha Thu | May 09, 1988 | Bachelor of Economics | August 01, 2019 |

1. List of affiliated persons of the public company (Report of 2023) and transactions between affiliated persons of the Company and the Company itself
2. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, affiliated persons of PDMR: None
3. Transactions between PDMR of the Company, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None
4. Transactions between the Company and other entities:
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other affiliated persons have been founding members or members of the Board of Directors, the Executive Manager (General Manager) in the past 03 years (at the time of reporting): None
   2. Transactions between the Company and the companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Executive Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager): None
5. Share transactions of PDMR and affiliated persons of PDMR (Report of 2023)
6. Company’s share transactions between PDMR and affiliated persons

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Transaction conductor | Relations with PMDR | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reasons for increase or decrease (buy, sell, convert, reward, etc.) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Mr. Le Van Hung |  | 381,825 | 4.43% | 384,825 | 4.47% | Purchase shares |