**AMP: Annual Corporate Governance 2023**

On January 26, 2024, Armephaco Joint Stock Company announced Report No. 58/BC-AMP on the Corporate Governance in 2023 as follows:

Company's name: Armephaco Joint Stock Company

Address of Head office: No. 118, Vu Xuan Thieu Street, Phuc Loi Ward, Long Bien District, Hanoi

Charter capital: VND 130,000,000,000

Securities code: AMP.

Corporate Governance Model: The General Meeting, Board of Directors, Supervisory Board and Executive Board.

Internal audit: Unimplemented

1. Activities of the General Meeting:

Information about meetings and General Mandates in 2023 as follows:

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| No. | General Mandate  | Date | Contents |
| 1 | 145/NQ-DHDCD | June 26, 2023 | Annual General Mandate 2023 |
| 2 | 338/2023/NQ-DHDCD | November 30, 2023 | Annual General Mandate 2023 |

1. Board of Directors
2. Information about members of the Board of Directors

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| No. | Members of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Nguyen Thanh Quang | Chair of the Board of Directors | December 29, 2020 | June 26, 2023 |
| 2 | Doan Manh Cuong | Chair of the Board of Directors | June 26, 2023 |  |
| 3 | Nguyen Van Dung | Deputy Chair of the Board of Directors | December 29, 2020 |  |
| 4 | Nguyen Thi Huong | Deputy Chair of the Board of Directors | December 29, 2020 |  |
| 5 | Nguyen Anh Dung | Member of the Board of Directors | December 29, 2020 |  |
| 6 | Nguyen Dieu Trinh | Member of the Board of Directors | December 29, 2020 |  |

1. Board Resolutions/Decisions in 2023

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| No. | Resolution | Meeting date | Contents |
| 1 | 88/NQ-HDQT | April 24, 2023 | ‎‎Article 1. Approve the report on business results of Q1/2023, the plan for Q2/2023 and continued tasks.‎‎Article 2. Approve the report on revenue, expenditure, and debt collection of Q1/2023 and the plan for Q2/2023‎‎Article 3. Approve the report on the divestment of the Ministry of Defense, and the plan on the sale of shares of Vinahankook Medical Supplies Co., JSC (however, the capital representative of the Ministry of Defense is requested to ask for the opinion of the Ministry of Defense to authorize the state capital representative to vote “agree”)Article 4: Approve the divestment of the Ministry of Defense;‎‎Article 5. Approve the sale of shares of Vinahankook Medical Supplies Co., JSC (however, the capital representative of the Ministry of Defense is requested to ask for the opinion of the Ministry of Defense to authorize the state capital representative to vote “agree”)‎‎Article 6 Approve the exploitation of the Company's assets and land;Article 7. Approve the plan on the organization of the Annual General Meeting 2023‎‎Article 8. Approve the appointment of Head and Deputy Head of Sales Department‎‎Article 9. Approve the dividend payment after the General Meeting; |
| 2 | 2504-2023/NQ-HDQT | April 25, 2023 | Approve the organization of the Annual General Meeting of Armephaco Joint Stock Company: Record date: May 24, 2023 |
| 3 | 2504a/-2023/NQ-HDQT | April 25, 2023 | Approve the renewal of the date to organize the Annual General Meeting 2023: No later than June 30, 2023. |
| 4 | 01-2023/BB-HDQT | May 16, 2023 | Agree on borrowing capital, issuing guarantees, and committing credit and LC at Tien Phong Commercial Joint Stock Bank - Thang Long Branch |
| 5 |  | June 08, 2023 | Approve the expected Report on production and business results of the first 5 months of 2023 and the Plan on carrying out the Production and Business Activities until the end of 2023. |
| 6 | 145a/NQ-HDQT | June 26, 2023 | Approve the election of Mr. Doan Manh Cuong as the Chair of the Board of Directors for the term of 2020 - 2025, replacing Mr. Nguyen Thanh Quang from June 26, 2023 |
| 7 | 02-2023/BB-HDQT | July 15, 2023 | 1. Approve the business plan of 2023 - 2024 and the capital use plan at Joint Stock Commercial Bank for Investment and Development of Vietnam - Thanh Do Branch
2. Approve the loan plan at Joint Stock Commercial Bank for Investment and Development of Vietnam - Thanh Do Branch
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| 8 | 173a/NQ-HDQT | July 28, 2023 | 1. Approve the report on production and business results of the first 6 months of 2023 and production and business plan for the last 6 months of 2023 (Request to clarify related data in detail)
2. Approve the report on revenue, expenditure, and debt collection for the first 6 months of 2023 and the plan for the last 6 months of 2023.
3. Approve the appointment of Mr. Dang Hoai Anh as the new Secretary of the Board of Directors, replacing Ms. Nguyen Thi Bich Hong from August 15, 2023
4. Approve signing the audit contract 2023 to report the semi-annual audit and the audit of 2023 (approve the selection of CPA VIETNAM Auditing Company Limited as the audit unit of the Financial Statements 2023)
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| 9 | 197/2023/NQ-HDQT | August 18, 2023 | Approve the plan on transfer the profits of 2018 - 2022 from subsidiaries 120, 130 and 150 to Armephaco Joint Stock Company |
| 10 | 211/NQ-HDQT | September 07, 2023 | 1. Approve the plan on transfer the cash flow collected from rental activities at subsidiaries 120, 130 and 150 to Armephaco Joint Stock Company from October 2023
2. Approve the plan on transfer the profits of 2018 - 2022 from subsidiaries 120, 130 and 150 to Armephaco Joint Stock Company
3. Approve the plan on changing the entire organizational structure of the Company’s Sales Department
4. Approve the plan on making a set of corporate governance regulations, including: Regulations on the management of capital representatives at member companies; Regulations on the management of the Company's production activities; Regulations on the management of the Company's finance and Regulations on labor, regulations on fire safety.
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| 11 | 226/NQ-HDQT | September 18, 2023 | 1. Approve the plan on the management and exploitation at house and land No. 8
2. Approve handing over all inventory in its original state to the company's Sales Department, assigning the Sales Department to propose asset liquidation plans.
3. Approve the establishment of the Asset Liquidation Appraisal Council.
4. Consider the proposal of liquidating the high pressure oxygen chamber system to European Wellness International Hospital Joint Stock Company
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| 12 | 242/NQ-HDQT | September 27, 2023 | 1. Approve the content of evaluating and reviewing all Subsidiaries/Branch/Representative Offices and joint venture companies
2. Approve the Regulations on debt payment and payment plans for due bank loans and land rental debt with the Ministry of Defense.
3. Approve other business contents of the Company.
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| 13 | 268/2023/BB-HDQT | October 16, 2023 | Approve the organization of the Extraordinary General Meeting for the purpose of dismissing 01 member of the Supervisory Board and electing 01 additional member of the Supervisory Board. |
| 14 | 326a/ND-HDQT | November 23, 2023 | 1 Approve the adjustment of personnel holding the positions of Secretary of the Board of Directors and political assistant1. Approve the adjustment of personnel at Ho Chi Minh City Branch and the establishment of the southern region sales office.
2. Approve the appointment of positions at Companies 130 and 150
3. Approving the plan to handle bad debts of Mr. Hien (former sales department officer) and Thai Binh Hospital
4. Approve the assignment of making business plan for 2024
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1. Supervisory Board.
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| 1 | Nguyen Anh Tuan | Chief of the Supervisory Board | November 30, 2023 | Master of Economics |
| 2 | Le Thanh Hien | Supervisor | December 29, 2020 | Bachelor in Economics |
| 3 | Nguyen Thi Huong Lien | Supervisor | June 26, 2023 | Bachelor in Accounting |

1. Executive Board

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| --- | --- | --- |
| Executive Board | Position | Note |
| Nguyen Van Dung | Managing Director  | Directly manage the Company |
| Nguyen Thi Huong | Deputy Managing Director |  |
| Nguyen Anh Dung | Deputy Managing Director – TC  | Directly manage the Company |
| Duong Dinh Son | Deputy Managing Director |  |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Appointment date |
| Bui Xuan Binh | 1987 | Bachelor in Accounting | June 08, 2022 |

1. Training on corporate governance
2. List of related persons of the public company (Report of 2023) 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 principal shareholders, PDMR, related persons of PDMR: None.
4. Transactions between the PDMR of the Company, related persons of PDMR and subsidiaries, companies controlled by the Company: None.
5. Transactions between the Company and other entities.
	1. Transactions between the Company and companies where related persons of members of the Board of Directors, members the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors or Executive Manager (Managing Director):
* Transactions between Armephaco Joint Stock Company and Vinahankook Medical Supplies Co., JSC in which members of the Board of Directors of Armephaco Joint Stock Company are also members of the Board of Directors of Vinahankook Medical Supplies Co., JSC (Mr. Doan Manh Cuong and Mr. Nguyen Van Dung).

The purchase value of Armephaco Joint Stock Company with Vinahankook Medical Supplies Co., JSC is: VND 300,959,312

* Transactions between Armephaco Joint Stock Company and 130 Armephaco Medical Equipment One Member Limited Company in which members of the Board of Directors of Armephaco Joint Stock Company are also members of the Board of Directors of 130 Armephaco Medical Equipment One Member Limited Company (Mr. Nguyen Anh Dung, Ms. Nguyen Dieu Trinh and Mr. Le Manh Hien).

The purchase value of Armephaco Joint Stock Company with 130 Armephaco Medical Equipment One Member Limited Company is: VND 462,000,000.

* Transactions between Armephaco Joint Stock Company and 120 Armephaco One Member Company Limited in which members of the Board of Directors of Armephaco Joint Stock Company are also members of the Board of Directors of 120 Armephaco One Member Company Limited (Ms. Nguyen Thi Huong, Mr. Nguyen Anh Dung, and Ms. Nguyen Dieu Trinh)

The purchase value of Armephaco Joint Stock Company with 120 Armephaco One Member Company Limited is: VND 126,000,000;

* 1. Transactions between the Company and companies where related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers who are members of the Board of Directors or Executive Manager (Managing Director): None
	2. Other transactions of the Company (if any) that can bring 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.
1. Share transaction of PDMR and related persons of PDMR (Annual Report 2023):
2. Company’s share transaction of PDMR and related persons: None.
3. Other significant issues: