**DHN: Annual Corporate Governance Report 2023**

On January 25, 2024, Ha Noi Pharma Joint Stock Company announced Report No. 01/BC-DHN-CIMS on corporate governance 2023 as follows:

* Name of company: Ha Noi Pharma Joint Stock Company
* Head office address: No. 170 La Thanh Street, Dong Da District, Hanoi
* Tel: 0243.513.0669 Fax: Email:
* Charter capital: VNĐ 62,909,000,000
* Securities code: DHN
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the General Manager/Manager.
* Internal audit execution: Not executed.
1. Activities of the General Meeting of Shareholders:

Information about Meetings and General Mandates/Decisions of the General Meeting of Shareholders (including General Mandates approved by collecting shareholders' opinions via a ballot):

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| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Contents |
| 1 | Annual General Meeting of Shareholders 2023 | June 06, 2023 | Annual General Meeting of Shareholders 2023 approved the following contents:* Report on activities of the Board of Directors in 2022 and orientation and tasks for 2023;
* Report on the activities of the Supervisory Board in 2022 and

orientation for 2023 * Report on the production and business results 2022 and the production and business plan for 2023;
* Report on the Audited Financial Statements 2022;
* Remuneration in 2022 and remuneration plan for 2023 of the Board of Directors - the Supervisory Board;
* Profit distribution in 2022 and Profit Distribution Plan for 2023;
* Selection of an audit company for the Financial Statements 2023;
 |
| 2 | Extraordinary General Meeting of Shareholders 2023  | September 18, 2023 | Extraordinary General Meeting of Shareholders 2023 approved the following contents: * Dismiss Ms. Nguyen Dieu Trinh from member of the Board of Directors in the term 2021-2025;
* Dismiss Mr. Ngo Hong Minh as a member of the Supervisory Board for the term 2021-2025.
* Approve the election of additional members of the Board of Directors, the Supervisory Board for the term 2021 - 2025.

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| --- | --- | --- | --- |
| No. | Full name | Rate | Result |
|  | The Board of Directors |  |  |
|  | Ms. Bui Thi Minh Tam | 100% | Elected |
|  | The Supervisory Board |  |  |
|  | Trinh Van Lanh | 100% | Elected |

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1. The Board of Directors (Semi-annual Report)
2. Information about members of the Board of Directors:

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| --- | --- | --- | --- |
| No. | Members of the Board of Directors | Position (independent member, non-executive member of the Board of Directors) | Date of appointment/dismissal as member/independent member of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Ms. Bui Thi Minh Tam | Chair of the Board of Directors | September 22, 2023 |  |
| 2 | Ms. Nguyen Dieu Trinh | Chair of the Board of Directors | December 7, 2021 | September 18, 2023 |
| 3 | Ms. Do Thi Nga | Non-executive member of the Board of Directors  | December 10, 2020 |  |
| 4 | Mr. Nguyen Viet Cuong | Non-executive member of the Board of Directors | June 17, 2022 |  |
| 5 | Ms. Nguyen Thi Kim Loan | Non-executive member of the Board of Directors | June 17, 2022 |  |
| 6 | Ms. Nguyen Thi Thom | Non-executive member of the Board of Directors | June 17, 2022 |  |

1. Board Resolutions/Decisions (Semi-annual Report)

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Contents |
| 1 | 17/QD-HDQT | March 18, 2023 | Bonus 20% of profit after tax exceeding business plan in 2022 |
| 2 | 92/NQ-HDQT | April 10, 2023 | Approve the extension to organize the Annual General Meeting of Shareholders 2023 before June 30, 2023 |
| 3 | 93/NQ-HDQT | April 17, 2023 | Approve the organization of the Annual General Meeting of Shareholders 2023 of Ha Noi Pharma Joint Stock Company |
| 4 | 94/NQ-HDQT | June 27, 2023 | Approve the resignation from the position of Chief Accountant of Ms. Pham Thi Minh Trang. |
| 5 | 95/NQ-HDQT | July 13, 2023 | Approve the record date of the list of shareholders receiving remain dividends of 2022 in cash |
| 6 | 96/NQ-HDQT | July 13, 2023 | The record date for the list of shareholders to attend the Extraordinary General Meeting of Shareholders 2023. |
| 7 | 97/NQ-HDQT | August 28, 2023 | Consider Ms. Nguyen Dieu Trinh's resignation from the position of Chair of the Board of Directors and resignation as a member of the Board of Directors for the term 2021 - 2025 according to her personal wishes. |
| 8 | 98/NQ-HDQT | August 28, 2023 | Approve the extension to organizing Extraordinary General Meeting of Shareholders 2023 to September 18, 2023 |
| 9 | 99/NQ-HDQT | September 22, 2023 | Resolution on electing Ms. Bui Thi Minh Tam as Chair of the Board of Directors for the term 2021 - 2025 |
| 10 | 100/NQ-HDQT | September 27, 2023 | Resolution on appointing Mr. Ngo Hong Minh to hold the position of Chief Accountant of the Company, term of appointment 01 year |
| 11 | 101/NQ-HDQT | October 10, .2023 | Resolution at the regular meeting of the Board of Directors in Q3/2023 on the approval of business results in the first 9 months of 2023 and other contents under the authority of the Board of Directors. |
| 12 | 102/NQ-HDQT | November 24, 2023 | Board Resolution on the selection of an audit company in 2023. |
| 13 | 103/NQ-HDQT | December 22, 2023 | Board Resolution on the first round of dividend prepayment of 10% in 2023 |

1. The Supervisory Board (Semi-annual Report)
2. Information about members of the Supervisory Board:

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| --- | --- | --- | --- | --- |
| No. | Members of the Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | Qualification |
| Appointment date | Dismissal date |
| 1 | Mr. Trinh Van Lanh | Chief of the Supervisory Board | September 18, 2023 |  | Bachelor of Economics |
| 2 | Mr. Ngo Hong Minh | Chief of the Supervisory Board | December 30, 2020 | September 18, 2023 | Bachelor of Economics |
| 3 | Ms. Nguyen Lan Huong | Member | December 10, 2020 |  | Pharmacist |
| 4 | Ms. Nguyen Thi Kim Cuc | Member | December 10, 2020 |  | Bachelor of Economics |

1. The Executive Board:

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| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Ms. Pham Thi Tuan | January 13, 1955 | Pharmacist |  |
| 3 | Mr. Bui Huu Viet | June 19, 1971 | Pharmacist | Appointed onMarch 1, 2022 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Ngo Hong Minh | December 27, 1990 | Bachelor | Appointed as the Chief Accountant on September 27, 2023 |
| Ms. Pham Thi Minh Trang | December 8, 1991 | Bachelor | Appointed on October 01, 2020; dismissed from Chief Accountant on June 27, 2023 |

1. Training on corporate governance None.
2. List of affiliated persons of the public company (Semi-annual report) and transactions between affiliated persons of the Company with the Company itself:
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR and affiliated persons of PDMR none
4. Transactions between Company’s PDMR, affiliated 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 members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (General Manager) for the past three (03) years (as at the time of reporting): none
	2. Transactions between the Company and the companies where the affiliated persons of members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager):
* Manufacture and processes medicine for Thien Thanh Pharmaceutical Co., Ltd. (Mr. To Dong Tien - affiliated person of Ms. Do Thi Nga - Member of the Board of Directors of Ha Noi Pharma Joint Stock Company is the Director of Thien Thanh Pharmaceutical Co., Ltd.).
	1. 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, and the Manager (General Manager) and other managers. None.
1. Share transactions of PDMR and affiliated persons of PDMR (Semi-annual Report)
2. Company’s share transaction of PDMR and affiliated persons. None
3. Other significant issues: none