**DHT: Annual Corporate Governance Report 2023**

On January 28, 2024, HaTay Pharmaceutical JSC announced Report No. 87/BC-DHT on corporate governance in 2023 as follows:

* Name of company: HaTay Pharmaceutical JSC
* Head office address: No. 10A Quang Trung Street, Quang Trung Ward, Ha Dong District, Hanoi.
* Tel: 024.22143368 Fax: 02433.829.054 Email: info@hataphar.com.vn
* Charter capital: VND 823,417,730,000
* Securities code: DHT
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the General Manager
* Internal audit execution: Implemented
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 opinions via a ballot)

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 1 |  No. 429/NQ-DHT | April 07, 2023 | * Approve the Report of the Board of Directors on production and business activities results in 2022 and plan in 2023;
* Approve the Report of Supervisory Board on the management and verification of the Financial Statements 2022, and the plan in 2023;
* Approve the Audited Financial Statements 2022;
* Approve the Profit Distribution Plan in 2022;
* Approve the plan on the remuneration settlement for the Board of Directors and the Supervisory Board in 2023;
* Approve the authorization for the Board of Directors to select the audit company in 2023 and review the Semi-annual Financial Statements;
* Approve the plan on share issuance to increase share capital from the source of owners’ equity;
* Approve the private placement plan for strategic investors;
* Approve the detail supplement to the business lines;
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| 2 |  No. 875/NQ-DHT | August 22, 2023 | * Approve on the amendment and detail supplement to the business lines;
* Approve the transfer of capital contribution of Ha Tay Pharmaceutical and Medical Equipment Joint Stock Company at Hanoi Technical College of Medicine and Pharmacy
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1. The Board of Directors (annual report):
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 of the Board of Directors |
| Appointment date | Dismissal date |
| 1 | Mr. Le Van Lo | Chair of the Board of Directors | March 24, 2021 |  |
| 2 | Mr. Le Anh Trung | Vice Chair of the Board of Directors | March 24, 2021 |  |
| 3 | Mr. Le Xuan Thang | Member of the Board of Directors | March 24, 2021 |  |
| 4 | Ms. Le Viet Linh | Member of the Board of Directors | March 24, 2021 |  |
| 5 | Mr. Hoang Van Tue | Member of the Board of Directors | March 24, 2021 |  |
| 6 | Mr. Hiroyasu Nishioka | Member of the Board of Directors | March 24, 2021 |  |
| 7 | Mr. Keisuke Oshio | Member of the Board of Directors | March 24, 2021 |  |

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

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| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | No. 142/NQ-DHT | February 23, 2023 | * Approve the production and business plan in 2022.
* The Board of Directors approved the organization of the Annual General Meeting of Shareholders 2023
* Meeting contents:
* Approve the Report of the Board of Directors on the results of production and business activities in 2022 and the plan in 2023;
* Approve the Report on supervisory activities and Financial Statements assessment in 2022, and the plan in 2023 of the Supervisory Board;
* Approve the Audited Financial Statements 2022;
* Approve the Profit Distribution Plan in 2022;
* Approve the Remuneration Plan for the Board of Directors and the Supervisory Board in 2023
* Approve the authorization for the Board of Directors to select the audit company in 2023 and review the Semi-annual Financial Statements;
* Approve the plan on share issuance to increase share capital from the source of owners’ equity;
* Approve the private placement plan for strategic investors;
* Approve the detail supplement to the business lines;
* Other contents under the authority of the General Meeting of Shareholders.
* Approve the renewal and signing of new credit limits at 03 banks: Joint Stock Commercial Bank for Investment and Development of Vietnam - Ngoc Khanh Branch; Vietnam Bank for Agriculture and Rural Development - Hanoi II Branch; Military Commercial Joint Stock Bank - Dong Da Branch
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| 2 | No. 430/NQ-DHT | April 7, 2023 | * Approve the production and business results in Q1/2023
* Total revenue: VND 477,368,979,473
* Profit before tax: VND 30,640,525,730
* Approve the selection of Vietnam Auditing and Evaluation Company Limited (VAE) as the Company to audit the mid-year financial statements and audit financial statements in 2023 of HaTay Pharmaceutical JSC.
* Approve the total salary and monthly support payments for the Deputy General Manager in charge of production at the amount of VND 82,000,000 per month.
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| 3 | No. 439/NQ-DHT | April 17, 2023 | Approve the implementation of the plan to issue shares to increase share capital from source of owners’ equity: Share name: HaTay Pharmaceutical JSC |
| 4 | No. 677/NQ-DHT | June 15, 2023 | * The Board of Directors approved the organization of the Annual General Meeting of Shareholders 2023 as follows:
* Proposal on the amendment and detail supplement to business lines;

Other contents under the authority of the General Meeting of Shareholders. |
| 5 | No. 737/NQ-DHT | July 5, 2023 | * The Board of Directors approved the organization of the Annual General Meeting of Shareholders 2023
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| 6 | No. 840/NQ-DHT | August 10, 2023 | * The Board of Directors approved the implementation of the private share offering plan of Ha Tay Pharmaceutical JSC
* Approve the commitments related to the private placement.
* Approve the authorization of the Chair of the Board of Directors to carry out relevant tasks.
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| 7 | No. 841/NQ-DHT | August 10, 2023 | * The Board of Directors approved the registration dossier of private placement.
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| 8 | No. 1001/NQ-DHT | October 6, 2023 | * The Board of Directors approved the private share offering plan of Ha Tay Pharmaceutical JSC
* Approve commitments related to the private placement.
* Approve the authorization of the Board of Directors to to carry out relevant tasks.
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| 9 | No. 1002/NQ-DHT | October 6, 2023 | * Approve the temporary lock on the foreign ownership rate at 44.31% to ensure that the private stock offering plan meets the regulations on the maximum foreign ownership rate.
* Approve the plan to ensure the foreign ownership rate, in case, on the date the State Securities Commission had a document confirming the receipt of a complete dossier for the private placement of shares, the foreign ownership rate at the company exceeded 44.31% (temporary lock level).
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| 10 | No. 1003/NQ-DHT | October 6, 2023 | * The Board of Directors approved the registration dossier of private placement in 2023.
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| 11 | No. 1005/NQ-DHT | October 6, 2023 | * Approve the Report on the production and business results for the first 8 months of 2023: Total revenue of VND 1,313.6 billion, Profit before tax of VND 72.7 billion.
* Approving the adjustment of the total investment of the Hataphar High-tech Pharmaceutical Manufacturing Factory project: Total approved estimate of VND 790 billion; additional items of VND 30 billion; total adjusted estimate of VND 820 billion.
* Approve the Report on progress and status of developing medium and long-term business plans.
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| 12 | No. 1135/NQ-DHT | November 29, 2023 | * Approve the temporary lock on the foreign ownership rate at 44.31% to ensure that the private stock offering plan meets the regulations on the maximum foreign ownership rate.
* Approve the plan to ensure the foreign ownership rate, in case, on the date the State Securities Commission had a document confirming the receipt of a complete dossier for the private placement of shares, the foreign ownership rate at the company exceeded 44.31% (temporary lock level).
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| 13 | No. 1136/NQ-DHT | November 29, 2023 | * The Board of Directors approved the private share offering plan of Ha Tay Pharmaceutical JSC.
* Approve commitments related to the private placement.
* Approve the authorization of the Chair of the Board of Directors and the legal representative to carry out relevant tasks.
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| 14 | No. 1137/NQ-DHT | November 29, 2023 | * Approve the registration dossier for the private placement in 2023.
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| 15 | No. 1250/NQ-DHT | December 27, 2023  | * Approve the Report on production and business activities of the Company for 11 months of 2023; Net revenue of VND 1,759.98 billion, Profit before tax of VND 93.89 billion.
* Approve production and business targets in 2024 and medium-term business plan for 2024-2027.
* Approve the dividend advance payment for the first time in 2023 at the rate of 5% in cash: Record date: January 22, 2024; Payment time: January 31, 2024
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1. The Supervisory Board (Semi-annual report)
2. Information about members of the Supervisory Board:

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| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board. | Qualification |
| 1 | Mr. Ngo Van Chinh | Chief of the Supervisory Board | March 24, 2021 | Bachelor of Accounting |
| 2 | Mr. Dang Dinh Du | Member of the Supervisory Board | March 24, 2021 | Bachelor of Pharmacy |
| 3 | Mr. Nguyen Ha De | Member of the Supervisory Board | March 24, 2021 | Bachelor of Pharmacy |

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 | Mr. Le Xuan Thang | February 16, 1973 | Bachelor of Pharmacy | Appointed on March 24, 2021 |
| 2 | Mr. Le Anh Trung | January 2, 1977 | Architect | Appointed on March 24, 2021 |
| 3 | Ms. Le Viet Linh | April 4, 1983 | Master of Pharmacy | Appointed on March 24, 2021 |
| 4 | Mr. Nguyen Ba Lai | May 8, 1969 | Bachelor of Pharmacy | Appointed on March 24, 2021 |

1. Chief Accountant.

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Mr. Hoang Van Tue | June 30, 1964 | Master of Economics | Appointed on March 24, 2021 |

1. Training on corporate governance:
2. List of affiliated persons of the public company (Annual report) and transactions between the affiliated persons of the Company and 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
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company
5. 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 (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting).
	2. Transactions between the Company and companies in which 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).
	3. Other transactions of the Company (if any) which can bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Manager (General Manager) and other managers.
6. Share transactions between PDMR and affiliated persons of PDMR (Annual report)
7. Company’s share transactions of PDMR and affiliated persons
8. Other significant issues