**DPP: Annual Corporate Governance Report 2023**

On January 24, 2024, Dong Nai Pharmaceutical Joint Stock Company announced Report No. 2856/CTCPD on corporate governance 2023 as follows:

* Name of public company: Dong Nai Pharmaceutical Joint Stock Company
* Head office address: No. 221B, Pham Van Thuan Street, Tan Tien Ward, Bien Hoa City, Dong Nai Province.
* Tel: 02513.822591, 822218- Fax: 02513.821608 - Email: donai\_pharm.com.vn
* Charter capital: VND 30,000,100,000.
* Securities code: DPP.
* 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 2023:
2. Meetings of the General Meeting of Shareholders 2023:

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| --- | --- | --- | --- |
| No. | General Mandate No. | Date | Content |
| 01 | General Mandate | April 18, 2023 | * Approve the Financial Statements 2022 * Approve the Report on production and business results and the profit distribution plan in 2022 * Approve the report of the Board of Directors on the results of implementing tasks in 2022 and orientations for 2023 * Approve the Report on appraisal of the production and business activities in 2022 of the Supervisory Board. * Approve the amendment and supplement to the Charter of Dong Nai Pharmaceutical Joint Stock Company * Approve the dismissal of Mr. Tran Trung Tuan as a member of the Board of Directors and the election of an additional member of the Board of Directors of Dong Nai Pharmaceutical Joint Stock Company, Mr. Vu Van Luyen * Approve the production and business plan in 2023 * Approve the authorization for the Board of Directors to select an audit company for the Financial Statements 2023 of Dong Nai Pharmaceutical Joint Stock Company * Approve the settlement of remuneration for the Board of Directors, the Supervisory Board, and person in charge of company in 2022 |

1. The Board of Directors

Other significant issues: None Information about members of the Board of Directors

| No. | Member of the Board of Directors | Position (independent member of the Board of Directors, 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 |
| 01 | Vu Van Luyen | Chair of the Board of Directors | April 18, 2023 |  |
| 02 | Do Thi Nga | Vice Chair of the Board of Directors | April 20, 2021 |  |
| 03 | Nguyen Thi Thuy Van | Member of the Board of Directors | April 20, 2021 |  |
| 04 | Nguyen Minh Trung | Member of the Board of Directors | April 20, 2021 |  |
| 05 | Truong Thanh Tung | Member of the Board of Directors | April 22, 2022 |  |

1. Board Resolutions in 2023: The Board of Directors held 08 meetings according to the provisions of the Company’s Charter and Working Regulations of the Board of Directors, specifically as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Board Resolution No. | Date | Contents |
| 01 | 10/NQ.CTCPD | February 23, 2023 | * Approve the production and business results in 2022 * Approve the report of the Executive Board on a number of solutions to implement the plan in 2023; * Discuss the preparations for the Annual General Meeting of Shareholders 2023; * Propose profit distribution plan of 2022; |
| 02 | 11/NQ.CTCPD | March 24, 2023 | * Approve the resignation letter from Mr. Tran Trung Tuan |
| 03 | 12/NQ.CTCPD |  | * Elect the position of Chair of the Board of Directors * Implement the Annual General Mandate 2022; * Assign tasks to new members of the Board of Directors; |
| 04 | 13/NQ.CTCPD | June 12, 2023 | * Approve the production and business results of Q1/2023 * Select an audit company for the Financial Statements 2023 * Implement the share issuance plan to increase charter capital * Consider the decision to rent space in An Phuoc Industrial Park |
| 05 | 14/NQ.CTCPD | July 03, 2023 | * Approve the capital loan at  Joint Stock Commercial Bank for Foreign Trade of Vietnam |
| 06 | 15/NQ.CTCPD | August 15, 2023 | * Approve the production and business results of the first 6 months of 2023 and the production and business plan for the last 6 months of 2023 * Choose a consulting unit to issue shares to increase charter capital * Rent land to invest in building a factory in An Phuoc Industrial Park |
| 07 | 16/NQ.CTCPD | October 17, 2023 | * Approve the production and business results of Q3/2023 and the production and business plan for Q4/2023. * Invest in building a factory in An Phuoc Industrial Park, An Phuoc commune, Long Thanh district, Dong Nai province. |
| 08 | 17/NQ.CTCPD | December 14, 2023 | * Temporarily suspend the share issuance to increase charter capital. |

1. The Supervisory Board

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| --- | --- | --- | --- | --- |
| No. | Member of Supervisory Board | Position | Date of appointment/dismissal as member of the Supervisory Board | |
| Appointment date | Dismissal date |
| 01 | Mr. Le Dinh Son | Chief of the Supervisory Board | April 20, 2021 |  |
| 02 | Ms. Tran Thi My Le | Member | April 20, 2021 |  |
| 03 | Ms. Mai Thi The | Member | April 20, 2021 |  |

1. The Executive Board

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Do Thi Nga | November 05, 1968 | Bachelor of Economics. |  |
| 2 | Nguyen Van Khoa | February 28, 1964 | Bachelor of Pharmacy | June 19, 2022 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date  of birth | Qualification  . | Date of appointment/dismissal |
| Pham Thi Thanh Thuy | February 10, 1973 | Bachelor of Finance and Accounting | June 19, 2022 |

1. Training on corporate governance
2. List of affiliated persons of public company 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 the Company’s PDMR, affiliated persons of PDMR and subsidiaries, companies controlled by the Company: None.
5. Transactions between the Company and other entities:
6. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers have been founding members or members of the Board of Directors, the Executive General Manager for the past three years (as at the time of reporting): None.
7. Transactions between the Company and companies where affiliated persons of members of the Board of Directors, the Supervisory Board, the General Manager and other managers are members of the Board of Directors or the Executive General Manager: None.
8. Other transactions of the Company that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the General Manager and other managers: None.
9. Share transactions between PDMR and affiliated persons of PDMR (Annual Report)
10. Company’s share transactions of 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, bonus,...) |
| Number of shares | Rate | Number of shares | Rate |
| 1 | Nguyen Van Khoa |  | 55,440 | 1.84% | 540 | 0.01790% | Selling off to resolve personal financial problems |
| 2 | Pham Thi Thanh Thuy |  | 14,414 | 0.48% | 4,414 | 0.15% | Selling off to resolve personal financial problems |
| 3 | Mai Thi The |  | 7,894 | 0.263% | 2,994 | 0.098% | Selling off to resolve personal financial problems |

1. Other significant issues: None None