**NTF: Annual Corporate Governance Report 2023**

On January 29, 2024, Nghe An Pharmaceutical Medical Material and Equipment Joint Stock Company announced Report No. 07/BC-DNA on the corporate governance in 2023 as follows:

* Name of company: Nghe An Pharmaceutical Medical Material and Equipment Joint Stock Company
* Head office address: No. 16 - Nguyen Thi Minh Khai Steet - Vinh City - Nghe An Province
* Tel: 0238.3842941 Email: [dna@dnapharma.com.vn](mailto:dna@dnapharma.com.vn)
* Charter capital: VND 60,000,000,000.
* Securities code: NTF
* Corporate Governance Model: The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Manager.
* Internal audit execution: Unimplemented.

1. Activities of the General Meeting of Shareholders:

Information about the 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 | Content |
| 1 | Annual General Mandate 2023 | April 26, 2023 | * General Mandate 1: The General Meeting of Shareholders approved the General Manager's report on production and business results in 2022 and production and business plan for 2023. * General Mandate 2: The General Meeting of Shareholders approved the Company's Audited Financial Statements 2022. * General Mandate 3: The General Meeting of Shareholders approved the Board of Directors' Activity Report in 2022 and the operating plan for 2023. * General Mandate 4: The General Meeting of Shareholders approved the Supervisory Board's Activity Report in 2022 and the inspection and supervision plan for 2023. * General Mandate 5: The General Meeting of Shareholders approved the settlement of remuneration of the Board of Directors and Supervisory Board in 2022 and the remuneration plan for members of the Board of Directors and the Supervisory Board in 2023 according to the content of Proposal No. 47/2023/TTr-HDQT dated April 5, 2023. * General Mandate 6: The General Meeting of Shareholders approved the profit distribution plan in 2022 according to the content of Proposal No. 48/2023/TTr-HDQT dated April 5, 2023 of the Company's Board of Directors. * General Mandate 7: The General Meeting of Shareholders approved the authorization of the Board of Directors to decide on the selection of an audit company to audit the Financial Statements 2023, according to the content of Proposal No. 46/2023/TTr-HDQT dated April 5, 2023. * General Mandate 8: The General Meeting of Shareholders approved the election of members of the Board of Directors and the Supervisory Board for the term of 2023-2028 with the following contents: * Approve the 5-year term of members of the Board of Directors and the Supervisory Board (2023-2028). * Approve the election of members of the Board of Directors for the term of 2023-2028: 03 members * General Mandate 9: The General Meeting of Shareholders delegates full authority to the Board of Directors and allows the Board of Directors to authorize the Chair of the Board of Directors or other members to consider, decide, organize the implementation of issues approved by the General Meeting of Shareholders and consider and decide on other contents, (contents arising under the authority of the General Meeting of Shareholders must be resolved between two Annual General Meetings of Shareholders) and carry out relevant procedures according to regulations. |
| 2 | Extraordinary General Mandate 2023 | June 27, 2023 | * General Mandate 01: The General Meeting of Shareholders approved the adjustments to the Company's Charter of organization and operation, internal regulations on governance, operating regulations of the Board of Directors, and current operating regulations of the Supervisory Board (hereinafter referred to as the "Regulations"), thereby amending all the phrases "General Manager" and "Deputy General Manager" into the phrases "Manager" and "Deputy Manager" in the Charter and Regulations. Other provisions of the Company's Charter and Regulations remain unchanged. * General Mandate 02: The General Meeting of Shareholders approved the authorization for the Board of Directors and the Supervisory Board of the Company to review, complete and promulgate the Company's amended Charter and Regulations in accordance with the content approved and considered, decided and implemented by the General Meeting of Shareholders, carry out other necessary related tasks and procedures according to the provisions of law. |

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

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| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position | Date of appointment/dismissal as member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Ms. Khuc Thi Quynh Lam | Member of the Board of Directors |  | April 26, 2023 |
| 2 | Ms. Tran Thi Nguyet | Member of the Board of Directors |  | April 26, 2023 |
| 3 | Mr. Pham Tuan Linh | Chair of the Board of Directors | October 27, 2022 |  |
| 4 | Mr. Lang Van Hieu | Member of the Board of Directors | April 26, 2023 |  |
| 5 | Ms. Phan Thi Thu Hien | Member of the Board of Directors | April 26, 2023 |  |

1. Board Resolutions/Board Decisions (Annual Report 2023):

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| --- | --- | --- | --- |
| No. | Board Resolution/Decision No. | Date | Content |
| 1 | 02/2023/NQ-HDQT | January 4, 2023 | On strengthening the Company's General Manager |
| 2 | 01/2023/QD-DNA | January 4, 2023 | On the reassignment of duties in charge of the Company to Mr. Lang Van Hieu |
| 3 | 02/2023/CT.HDQT | January 4, 2023 | On receiving and appointing Mr. Nguyen Cong Que to the position of General Manager of the Company |
| 4 | 08/2023/NQ-HDQT | January 12, 2023 | On the adoption of Regulations on business travel management |
| 5 | 09/2023/QD-HDQT | January 12, 2023 | On promulgating Regulations on business travel management |
| 6 | 10/2023/NQ-HDQT | January 12, 2023 | On approving the title hierarchy system and a number of rules and regulations in the Company's Human Resources work |
| 7 | 34/2023/NQ-HDQT | February 19, 2023 | On approving the Collective Labor Agreement |
| 8 | 18/2023/NQ-HDQT | March 1, 2023 | On approving salary regulations for commercial representatives, traders, and branch warehouse staff |
| 9 | 22/2023/NQ-HDQT | March 10, 2023 | On the plan to organize the Annual General Meeting of Shareholders 2023 |
| 10 | 59/2023/NQ-HDQT | April 21, 2023 | On approving the change of person in charge of the corporate governance |
| 11 | 65/2023/NQ-HDQT | April 26, 2023 | On electing the Chair of the Board of Directors of the Company |
| 12 | 75/2023/NQ-HDQT | May 26, 2023 | On collecting shareholders' opinions via a ballot to approve a number of contents under the authority of the General Meeting of Shareholders |
| 13 | 80/2023/NQ-HDQT | May 31, 2023 | On adjusting the record date of the List of shareholders to collect shareholders' opinions via a ballot |
| 14 | 98/2023/NQ/HDQT | June 27, 2023 | On implementing a number of tasks under the authority of the Board of Directors (related to changing the title "General Manager" to "Manager") |
| 15 | 100/2023/NQ/HDQT | July 20, 2023 | On adjusting the titles in the Decision on job assignment for members of the Executive Board of the Company |
| 16 | 106/2023/NQ-HDQT | October 16, 2023 | On approving the change of the person in charge of corporate governance |
| 17 | 117/2023/NQ-HDQT | November 16, 2023 | On selecting an audit company for the Financial Statements 2023 |
| 18 | 131/2023/NQ-HDQT | December 7, 2023 | On approving Regulations on management and use of cars |

1. The Supervisory Board (Annual Report 2023)
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 |
| Appointment date | Dismissal date |
| 1 | Ms. Bui Thi Thuan | Chief of the Supervisory Board |  | April 26, 2023 | Bachelor of Economics |
| 2 | Ms. Cao Thanh Huong | Member of the Supervisory Board |  | April 26, 2023 | Bachelor of Economics |
| 3 | Mr. Nguyen Dang Viet Trung | Member of the Supervisory Board | April 19, 2019 |  | Master of Economics |
| 4 | Mr. Dao Manh Hung | Chief of the Supervisory Board | April 26, 2023 |  | Bachelor of Auditing |
| 5 | Mr. Nguyen Thanh Tung | Member of the Supervisory Board | April 26, 2023 |  | Bachelor of Finance - Banking/Accounting |

1. The Executive Board

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| --- | --- | --- | --- | --- |
| No. | Member of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Executive Board |
| 1 | Mr. Nguyen Cong Que - Manager | September 19, 1981 | Bachelor of Economics | Appointed on  January 5, 2023 |
| 2 | Mr. Lang Van Hieu - Deputy Manager | February 2, 1972 | Bachelor of Pharmacy | Appointed on  May 6, 2021 |
| 3 | Mr. Tran Cong Vinh - Deputy Manager | January 5, 1979 | Bachelor of Business Administration | Appointed on  November 25, 2021 |

1. The Chief Accountant

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| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Le Thi Thuy Hong | October 5, 1985 | Bachelor of Accounting | Appointed on May 24, 2022 |

1. Training on corporate governance
2. List of affiliated persons of the public Company (Annual Report 2023) and transactions between the 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 or 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 companies where affiliated persons of members of the Board of Directors, members of the Supervisory Board and the Manager (General Manager) and other managers are members of the Board of Directors, the Executive Manager (General Manager): None.
   3. Other transactions of the Company (if any) that can bring about material or non-material benefits to the members of the Board of Directors, the members of the Supervisory Board, the Manager (General Manager) and other managers: None.
6. Share transactions of PDMR and affiliated persons of PDMR (Annual report 2023)
7. Company’s share transactions between PDMR and affiliated persons: None
8. Other significant issues: None