**MTP: Board Resolution**

On March 04, 2024, Medipharco Pharmaceutical Joint Stock Company announced Resolution No. 03/2024/NQ\_HDQT as follows:

Article 1: Approve the Internal Corporate Governance Report on production and business results in 2023 of Medipharco

Article 2: Approve the auditor’s report for the Financial Statements 2023:

Article 3: Approve the Annual Report of 2023

Article 4: Approve the production - business results in 2023 and the plan for 2024 to be presented at the Annual General Meeting. According to the audited results as follows:

* Production - business results in 2023

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| No. | Targets | Unit | 2022 Results | 2023 Plan | 2023 Results | Results/ Plan (%) |
|  | 1 | 2 | 3 | 4 | 5 | 6=5/4 |
| 1 | Revenue from goods sale | Billion VND | 1,331 | 980 | 1,245 | 127% |
| 2 | Total profit before tax | Billion VND | 15.908 | 19.5 | 20 | 102% |
| 3 | Current corporate income tax expense | - | 11.358 | 3.9 | 4 | 102% |
| 4 | Deferred corporate income tax expense |  |  |  |  |  |
| 5 | Profit after tax | Billion VND | 4.556 | 15.6 | 16 | 102% |

* 2024 Plan:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | Target | Unit | 2023 Plan | 2023 Results | 2024 Plan | 2024 Plan/ 2023 Results | Note |
| A- | Total revenue: | Billion VND | 980 | 1,245 | 984 |  |  |
| I/ | Produced goods |  | 263 | 270 | 324 | Increased by 20% | Term 4 increased by 10% on average |
|  | Total Converted Products | Million Products | 32 | 39.6 | 40 |  | Twice the number of term 3 |
| II/ | Business Goods |  | 717 |  | 660 |  |  |
| B- | Profit (Plan) | Billion VND | 19.5 |  | 15.295 |  |  |
| C- | Current corporate income tax | Billion VND | 3.9 | 4 | 3.059 |  |  |
| D- | Profit after tax (Plan) | Billion VND | 15.6 | 16 | 10.500 |  |  |
| E- | Expected dividend | % | Minimum 10% | 10% | 10% |  |  |
| G- | Charter capital: |  | 74.554 | 74.554 | 74.554 |  |  |
| H- | Investment: | Billion VND |  | 16.4 | 72.8 |  |  |
| H1 | 2023 Plan that has been approved to be carried forward to 2024 | Billion VND |  |  | 12.9 |  |  |
| H2 | 2024 new investment |  |  |  | 59.977 |  |  |
| a/ | Invest in production equipment - testing - R&D - Storage | Billion VND |  |  | 19.977 |  |  |
| b/ | Phu Bai Medicine Warehouse |  |  |  | 40 |  |  |

* Notes: The profit after tax plan for 2024 to be presented at the Annual General Meeting 2024 is VND 10.236 billion. Reasons for the decrease in profit after tax compared to the 2023 performance: In 2024, additional investment was made in the GSP Warehouse and production equipment, which increased unexpected financial expenses (interest expenses, associated taxes due to the use of bank loans according to Ministry of Finance regulations, depreciation expenses).
* Approve the explanation of the profit targets achieved in 2023 in accordance with Securities regulations.

Article 5: Approve the Plan - Agenda - Contents - Assignment Progress in the organization of the Annual General Meeting 2024 (Details according to the attached minutes of the Board of Directors Meeting)

1. Time: 8:30 a.m. on April 22, 2024 (Monday)
2. Venue: Whiter Lotus Hotel - 05 Hoang Hoa Tham Street, Hue City.
3. Meeting contents:

* Report of the General Manager on the production and business results of the Company in 2023 and the production and business plan for 2024
* Report from the Chair of the Board of Directors on evaluating the result of production and business activities in 2023 and the objectives - orientation - targets for 2024
* Public Financial Statements 2023 (Audited)
* Report of the Supervisory Board on the production and business results of the Company in 2023 & Operational Orientation of the Supervisory Board for 2024
* Approve the Proposals at the Meeting:
* Proposal on the approval of Reports presented at the Annual General Meeting.
* Proposal on the profit distribution plan for 2023
* Proposal on the selection of an audit company for 2024
* Proposal on the remuneration for the Board of Directors and the Supervisory Board in 2024
* Proposal for the investment project of constructing a GSP-standard medicine warehouse in Phu Bai Industrial Zone - Thua Thien Hue.
* Approve the Annual General Mandate 2024

1. Approve the record date: March 25, 2024
2. Approve the General Meeting Regulations - Voting rules - Election rules - Expected Presidium - Secretary - The Inspection Committee - Vote Counting Committee of the Annual General Meeting.
3. Approve Regulations and Assignment to prepare the Meeting documents, draft Minutes and General Mandate 2024.
4. Contents, progress and assignment of preparations for organizing the Annual General Meeting 2024:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Content | Progress | Note | Implementing Individuals/Units |
| A/ | The date of the auditor’s report (according to the signed contract) | March 01 | Financial institution noted that the date on the auditor’s report was completed - stamped - scanned and must not be more than 24 hours compared to the date of information disclosure | General Manager - Chief Accountant |
| B/ | Date of disclosing information on the Auditor’s report | March 02 |  | Chair of the Board of Directors and Mr. Minh |
| C/ | THE GENERAL MEETING |  |  |  |
| 1 | The Board of Directors meeting agreed on:  1/ Approve the Internal Corporate Governance Report  2/ Approve the result of the auditor’s report (the approval data is in the signed Minutes)  3/ Approve Annual Report 2023  4/ Approve the plan of the General Meeting and the record date - the date of the Meeting | March 04 | As per provisions: The Resolution is required before the date of information disclosure and sent the record date to Vietnam Securities Depository on Wednesday | Member of the Board of Directors |
| 2. | The date of information disclosure on the Resolution on the Annual General Meeting and the Annual Report | March 05 | As per provisions: not later than 21 days before the record date.  Thursday | Chair of the Board of Directors and Mr. Minh |
| 3. | The date of sending notice to Vietnam Securities Depository about the record date for exercising the voting rights to attend the Annual General Meeting. | March 5 | Data reported according to the audit results | Chair of the Board of Directors and financial institution:  Mr. Minh Thuy Ha |
| 4. | Record date | March 25 | 21 days after the information disclosure on the Meeting date |  |
| 5. | Vietnam Securities Depository sends the list of shareholders on the Record Date (Expected to be available). | March 29 |  | * Receive electronic copy: Mr. Minh * Documentation: Receive hard copy from Vietnam Securities Depository. |
| 6. | Send an Official Dispatch confirming the list to Vietnam Securities Depository (via the website and hard copy) | April 01 | Saturday | Chair of the Board of Directors; Mr. Minh; Documentation |
| 7. | Documents Draft for the Meeting:  Reports  Proposals  Meeting Minutes and General Mandate |  | * According to Annual Report, Auditor's Report and Resolution No. 03/2024/HDQT | Chair of the Board of Directors  Assigned members  Check and supplement, complete before March 26 |
| 8. | The Company send Invitation Letter and documents of the General Meeting. | April 01 | As per provisions: At least 21 days before the opening of the General Meeting. | Organizer Committee: Ms. Trang, Ms. Thuy Ha, Mr. Thinh, Mr. Minh |
| 9. | Information disclosure of the dossier summited at the Annual General Meeting. |  | 10 days before the Meeting date; to State Securities Commission and Hanoi Stock Exchange on the website | Chair of the Board of Directors; Mr. Minh and Mr. Thinh |
| 10. | The Company records the Attendance List and Attendance Authorization | April 18 (Thursday) | 02:30 p.m.; 5 days before the Meeting in accordance with Regulation. | Organizer Committee |
| 11. | The General Meeting | April 23 | Monday | Organizer Committee: Board of Directors  Inspection Committee |
| 12. | Information disclosure of the Minutes and the General Mandates on the website of the Company, the State Securities Commission and the Stock Exchange (HNX). | April 23 | Announced after 12:00 a.m. - Friday | Chair of the Board of Directors  Mr. Minh and Mr. Thinh |
| D/ | Dividend payment | Create a plan for implementation from April 23 to June 6 | According to the progress of the General Meeting 2024 |  |

‎‎Article 6. The Board of Directors continues to implement activities such as Information Disclosure, Dividend Payment, Investment Approval, and Business Supervision in accordance with current regulations:

‎‎Article 7. The Board of Directors continues to review and approve the Investment Plan for 2024 and the Plans and Solutions for Infrastructure Investment, Machinery and Equipment, and Human Resources to meet the target of 40 million products (Converted figures) and strive to achieve 42 million products (Converted figures). Enhance investment management and promote investment progress in accordance with the current Charter and the "Investment Project Management Regulations" of the Company.

* Continue to supervise the handling of the results of 110 investment project registration applications for "Lease Land for Developing Farms, Cultivating and Processing Medicinal Plants according to GACP-WHO standards" that have been submitted to relevant management authorities.
* Implement the preparation of the Feasibility Report for the GSP medicine warehouse construction project in Phu Bai Industrial Zone (estimated at VND 40 billion).
* Speed up the investment progress of various items and projects that have been approved by the Board of Directors in 2023 but have not been completed/accepted. The investment items will be transferred to the 2024 plan and new investment plans for 2024 (estimated at VND 32 billion).

Article 8: Terms of enforcement

Members of the Board of Directors, the Secretariat, person in charge of corporate governance, the Supervisory Board and Managing Director, Managers of Departments, related units of Medipharco are responsible for implementing this Resolution and organizing based on their operational function regulated at the Charter of Medipharco Pharmaceutical Joint Stock Company

This Board Resolution takes effect from the date of its signing.