**DP1: Annual General Mandate 2024**

On April 11, 2024, Central Pharmaceutical CPC1.JSC announced General Mandate No. 21/NQDHDCD as follows:

‎‎Article 1. Approve the Report of the Board of Directors on business results in 2023, the plans for 2024.

The General Meeting of Shareholders approved the Report of the Board of Directors on business results in 2023 and plans for 2024

‎‎Article 2. Approve the Report on the results 2023 and plan for 2024.

The General Meeting of Shareholders approved the Report on results 2023 and plan for 2024

The main targets in 2023 are as follows:

1. Revenue: VND 2,158.3 billion
2. Profit before tax: VND 145 million
3. Profit after tax: VND 115.9 billion

Plan 2024:

1. Revenue: VND 2,250 billion
2. Profit before tax: VND 120.5 million
3. Profit after tax: VND 96.4 billion

‎‎Article 3. Approve the Report of the Supervisory Board in 2023.

The General Meeting of Shareholders approved the Report 2023 of the Supervisory Board

‎‎Article 4. Approve the Audited Financial Statements 2023.

The General Meeting of Shareholders approved the Audited Financial Statements 2023 by Ernst & Young Vietnam Limited Company

‎‎Article 5. Approve the Proposal on changing the Company's organizational and operational structure.

The General Meeting of Shareholders approved the Proposal on changing the Company's organizational and operational structure

‎‎Article 6. Approve the Proposal on amendments and supplements to the Company's Charter.

The General Meeting of Shareholders approved the Proposal on amendments and supplements to the Company's Charter

‎‎Article 7. Approve the Proposal on profit distribution in 2023 and the profit distribution plan for 2024.

The General Meeting of Shareholders approved the Proposal on profit distribution in 2023 and the profit distribution plan for 2024. In details:

Profit distributed in 2023

(Unit: VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | Target | According to 2023 Plan | Suggested adjustments | Amount for execution |
| 1 | Profit after tax from previous years remains undistributed |  |  | 25,320,830,328 |
| 2 | Profit after tax in 2023 | 51,300,000,000 |  | 115,938,778,842 |
| 3 | Total profits distributed in 2023 |  |  | 141,259,609,170 |
|  | In which: |  |  |  |
| 3.1 | Dividend payment | 15% |  | 31,468,500,000 |
| 3.2 | Appropriation for welfare fund | VND 4 billion | Unchanged | 4,000,000,000 |
| 3.3 | Appropriation for bonus fund for completing and exceeding profit plan targets | Appropriation 5% of profit after tax if the plan is completed and an additional 10% of excess profit after tax | 12,260,816,826 |
| 3.4 | Appropriation for bonus for the Board of Directors, the Executive Board, the Board of Management, the Chief of Accountant | * The Board of Directors, controller: 4 months of remuneration/person * Chief of the Supervisory Board: Equivalent to 4 months of remuneration of members of the Board of Directors * Person in charge of corporate governance/the Company’s Secretariat: 4 months of remuneration | 152,000,000 |
|  |  | * The Board of Management and the Chief Accountant: 1.5 months of realized salary in 2023: | 240,000,000 |
| 3.5 | Undistributed profit after tax |  |  | 93,138,292,343 |

2. Profit distribution plan for 2024

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | Plan 2024 |  |
| 1 | Welfare fund: | VND 4 billion |
| 2 | Dividend rate | 18% |
| 3 | Appropriation for bonus fund for completing and exceeding profit plans | Appropriation 5% of profit after tax if the plan is completed and an additional 10% of excess profit after tax |
| 4 | Appropriation for bonus fund for the Board of Directors, the Board of Management, the Chief of Accountant,  In charge of corporate governance and Company Secretariat: | * The Board of Directors: 2 months of remuneration/person * Person in charge of corporate governance and the Company’s Secretariat: 2 months of remuneration. |  |
| The Board of Management and the Chief Accountant: 1.5 months of realized salary in 2024: |
| 5 | Undistributed profit after tax remaining |  |

‎‎Article 8. Approve the Proposal on selecting the audit company for the Financial Statements 2024.

The General Meeting of Shareholders approved the Proposal on selecting the audit company for the Financial Statements 2024

‎‎Article 9. Approve the Report on remuneration in 2023 for the Board of Directors, the Executive Board, the salary of the Chief of the Supervisory Board and approve the remuneration Plan in 2024 for the Board of Directors, the Supervisory Board, the salary of the Chief of the Supervisory Board.

The General Meeting of Shareholders approved the Report on remuneration in 2023 for the Board of Directors, the Executive Board, the salary of the Chief of the Supervisory Board and approve the remuneration Plan in 2024 for the Board of Directors, the Supervisory Board, the salary of the Chief of the Supervisory Board

1. Remuneration fund for the Board of Directors, the Supervisory Board, the salary of the Chief of the Supervisory Board in 2023: VND 843,818,182.

In details:

Unit: VND

|  |  |  |
| --- | --- | --- |
| No. | Position | Amount (person/year) |
| I | The Board of Directors |  |
| 1 | Chair of the Board of Directors | 84,000,000 |
| 2 | Member of the Board of Directors | 60,000,000 |
| II | Supervisory Board |  |
| 1 | Chief of the Supervisory Board | 471,818,182 |
| 2 | Members of the Supervisory Board: | 24,000,000 |

2. Remuneration Plan for the Board of Directors, the Supervisory Board, the salary of the Chief of the Supervisory Board in 2024

2.1 From January 1, 2024 to April 10, 2024

* Remuneration of Chair of the Board of Directors: VND 7,000,000/ month.
* Remuneration of members of the Board of Directors: VND 5,000,000/person/month;
* Remuneration of the Supervisory Board: VND 2,000,000/person/month;
* The salary of the Chief of the Supervisory Board VND 40,000,000/month

In which: Fixed salary is VND 15,000,000/month; Effective salary based on monthly business results, maximum VND 25,000,000/month

* 1. From April 11, 2024 to December 31,2014.
* Remuneration of Chair of the Board of Directors: VND 20,000,000 per month.
* Remuneration of independent member of the Board of Directors VND 15,000,000 per month.
* Remuneration of members of the Board of Directors: VND 8,000,000/person/month;

‎‎Article 10. Approve the Proposal on amending and supplementing the Internal Regulations on corporate governance and the Operating Regulations of the Board of Directors. Issuing the Regulations on organization of the online General Meeting of Shareholders and online voting.

The General Meeting of Shareholders approved the Proposal on amending and supplementing the Internal Regulations on corporate governance and the Operating Regulations of the Board of Directors. Issuing the Regulations on organization of the online General Meeting of Shareholders and online voting with 100% of votes in favor at the Meeting (equivalent to 19,484,090 shares with rights to vote)

‎‎Article 11. Dismiss and elect additional members of the Board of Directors for the term 2021 - 2026;

The General Meeting of the Shareholders approved on Dismissing members of the Board of Directors for Ms. Nguyen Hong Nhung and Ms. Nguyen Thuy Dung

The General Meeting of Shareholders conducted a vote to elect additional members of the Board of Directors for the term of 2021 - 2026 with the cumulative voting method according to regulations. As a result, Ms. Tran Thi Kim Khanh was elected as an independent member of the Board of Directors Bui Thi Thanh Hai was elected a member of the Board of Directors

‎‎Article 12. Terms of enforcement

This General Mandate takes effect from April 11, 2024

The Board of Directors, the Executive Board, relevant units and all shareholders of the Company implement this General Mandate according to appropriate authority, functions and tasks.