**DPP: Annual General Mandate 2024**

On April 22, 2024, Dong Nai Pharmaceutical Joint Stock Company announced General Mandate No. 04/NQ-DHDCD as follows:

‎‎Article 1. Approve the Report of the Board of Directors of Dong Nai Pharmaceutical Joint Stock Company on operating results 2023 and directions and tasks in 2024 with the following main targets:

Unit: Billion VND

|  |  |  |  |
| --- | --- | --- | --- |
| Targets | Results in 2023  | Plan for 2024 | % Plan 2024/Results 2023  |
| 1 Total revenue | 322.87 | 390 | 121% |
| 2 Profit after tax | 8.290 | 8.6 | 103.73% |
| 3 Dividend | 12% | 12% | 100% |

‎‎Article 2. Approve the report of the Supervisory Board on the results of appraisal of Financial Statements and activities of the Board of Directors and the Executive Board in 2023.

‎‎Article 3. Approve the Financial Statements of Dong Nai Pharmaceutical Joint Stock Company for the fiscal year ending December 31, 2023 that have been audited and confirmed by AASC Auditing Firm Company Limited signed on February 19, 2024

‎‎Article 4. Approve the Company's profit distribution plan in 2023 with the following key targets:

Unit: VND

|  |  |  |
| --- | --- | --- |
| NO. | TARGETS | AMOUNT |
| 1 | Profit after tax in 2023 | 8,290,287,407 |
| 2 | Appropriation for investment and development funds | 1,658,057,481 |
| 3 | Appropriation for bonus fund | 414,514,370 |
| 4 | Appropriation for welfare fund | 829,028,704 |
| 5 | Undistributed profit after tax in 2023 | 3,002,208,704 |
| 6 | Accumulated remaining undistributed profit after tax (according to the Company's Financial Statements) | 4,732,826,037 |
| 7 | Distribute 12% dividend under Circular No. 200 (from profit after tax in 2023) | 3,600,012,000 |

Based on the realized profit in 2023 and undistributed profit after tax according to the company's Financial Statements at December 31, 2023, the General Meeting approved the appropriation rate of funds as mentioned above and agreed to pay dividends in 2023 at 12% per par value of shares.

‎‎Article 5. Approve the production and business plan 2024.

1. Total revenue: VND 390 billion.
2. Profit before tax: VND 10.75 billion
3. Profit after tax: VND 8.6 billion.
4. Dividend payout rate/charter capital (minimum): 12%.

‎‎Article 6. Approve the selection of an audit company for the Financial Statements 2024

1. Approve the list of independent auditors auditing the Financial Statements 2024 of Dong Nai Pharmaceutical Joint Stock Company as follows:

|  |  |
| --- | --- |
| No. | Name of Audit Company |
| 1 | PricewaterhouseCoopers (Vietnam) Ltd (PwC) |
| 2 | AASC Auditing Firm Company Limited (AASC) |
| 3 | A&C Auditing and Consulting Company Limited |

1. Authorize the Board of Directors to select one of 03 (three) audit companys according to the above list to audit the Company's Financial Statements 2024.
2. In case of failure to reach an agreement with one of the above-mentioned audit companys, the General Meeting of Shareholders authorizes the Board of Directors to select another audit company on the list approved by the State Securities Commission to be eligible to audit public companies, listed company to audit the Company's Financial Statements 2024.

‎‎Article 7. Approve the remuneration 2023 and expected remuneration 2024 of the Board of Directors, the Supervisory Board, and person in charge of Corporate Governance.

1. Approve the remuneration costs of the Board of Directors, the Supervisory Board, in charge of corporate governance spent in 2023 in the amount of: VND 276,000,000.
2. Approve the plan to estimate the remuneration cost of the Board of Directors, the Supervisory Board, and person in charge of corporate governance in 2024. Specifically:
* Remuneration of the Chair of the Board of Directors VND 5,000,000/month
* Remuneration for members of the Board of Directors: VND 3,000,000/month
* Remuneration of Chief of Supervisory Board, person in charge of Corporate Governance: VND 2,000,000/month
* Remuneration for members of the Supervisory Board: VND 1,000,000/month
1. Bonuses of the Board of Directors, Supervisory Board, person in charge of Corporate Governance, Executive Board:

The bonus appropriation of the Board of Directors and the Supervisory Board, person in charge of corporate governance and the Executive Board in 2024 is up to 20% calculated on the excess profit after tax in 2024.

‎‎Article 8. Approve the Amendment and Supplement to the Company’s Charter;

The General Meeting unanimously approved the amendment of the contents of the Company's Charter.

‎‎Article 9. Approve the dismissal of members of the Board of Directors of Dong Nai Pharmaceutical Joint Stock Company, the IV term (2021-2026) for:

1. Vu Van Luyen
2. Truong Thanh Tung
3. Nguyen Minh Trung
4. Nguyen Thi Thuy Van

‎‎Article 10. Approve the number of members elected to supplement the Board of Directors of Dong Nai Pharmaceutical Joint Stock Company, the IV term (2021-2026):

Number of members elected to supplement the Board of Directors of Dong Nai Pharmaceutical Joint Stock Company, IV term (2021-2026): 02 members.

‎‎Article 11. Approve the list of candidates for additional election to the Board of Directors of Dong Nai Pharmaceutical Joint Stock Company, the IV term (2021-2026) as follows:

List of candidates for additional election to the Board of Directors:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Full name | Date of birth | Gender | Identification Card/ Citizen ID Card number | Qualification | Current position | Self-nomination/nomination form- Nominated by shareholders |
| 1 | Nguyen Cao Nhon | 1969 | Male | 064069000700 | Master of Business Administration | Deputy General Manager  | Nominate |
| 2 | Vo Trung Thanh | 1991 | Male | 040091010062 | Construction Economics Engineer | General Manager  | Nominate  |

Article 12. Results of the additional election of members of the Board of Directors for the term of 2021 - 2026.

1. Mr. Nguyen Cao Nhon
2. Mr. Nguyen Trung Thanh

‎‎Article 13. Elect the position of Chair of the Board of Directors for the 2021-2026 term

The Board of Directors met at the 20th session and unanimously elected Mr. Nguyen Cao Nhon to hold the position of Chair of the Board of Directors for the 2021-2026 term, as well as the legal representative of the Company.

‎‎Article 14. Terms of enforcement

1. Assign the Company's Board of Directors to take responsibility for:
2. Direct and organize the implementation of the contents stated in this General Mandate in accordance with the provisions of law and the Company's Charter.
3. Report on the situation and results of implementation of this General Mandate at the next General Meeting of Shareholders.
4. Assign the Company's Supervisory Board to take responsibility for:

Inspect and supervise the implementation of this General Mandate in accordance with the provisions of law and the Company's charter.

1. This General Mandate is voted by the Annual General Meeting of Shareholders 2024 of the Company in accordance with the provisions of law and the Company's Charter; posted on the Company's website at: www.donaipharm.com.vn within 24 hours from the end of the General Meeting.
2. This General Mandate takes effect from the date of its signing./.