**DVN: Annual General Mandate 2024**

On April 23, 2023, Viet Nam Pharmaceutical Corporation - Joint Stock Company announced the Annual General Mandate in 2024, as follows:

‎‎Article 1. Approve the Report of the Board of Directors on the operational results 2023 and the operational plan 2024.

‎‎Article 2. Approve the Report on activities of the Executive Board in 2023 and operation plan 2024:

Unit Million VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Target | Results 2023 | Plan 2024 | Compared to Result of previous year (%) |
| Combine | Consolidate | Combine | Consolidate | Combine | Consolidate |
| 1 | Total revenue and income | 307,539 | 5,868,223 | 290,356 | 5,955,239 | 94.4% | 101.5% |
| 2 | Profits and losses in joint ventures  |  | 104,041 |  | 158,160 |  | 152.0% |
| 3 | Profit before tax | 222,800 | 425,030 | 223,531 | 475,871 | 100.3% | 112.0% |

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

‎‎Article 4. Approve the overarching direction and restructuring goals of Vinapharm for the period 2023-2027 as outlined in Proposal No. 196/TTr - HDQT dated April 22, 2024, on the Restructuring Plan of Viet Nam Pharmaceutical Corporation - Joint Stock Company. Authorize the Board of Directors to approve the Restructuring Plan of Vietnam Pharmaceutical Corporation - Joint Stock Company for the period 2023-2027 and to implement the approved Restructuring Plan.

‎‎Article 5. Approve Proposal No. 197/TTr - HDQT dated April 22, 2024, on the change of management and operational organization model, and the dismiss of members of the Supervisory Board of Vietnam Pharmaceutical Corporation - Joint Stock Company.

‎‎Article 6. Approve Proposal No. 198/TTr-HDQT dated April 22, 2024 on approving the Company's charter and Internal Regulations on Corporate Governance, and Operational Regulations of the Board of Directors of Vietnam Pharmaceutical Corporation - Joint Stock Company.

‎‎Article 7. Approve Proposal No. 199/TTr - HDQT dated April 22, 2024, on the dismiss of members of the Board of Directors of Vietnam Pharmaceutical Corporation - Joint Stock Company for the term 2021-2026.

‎‎Article 8. Approve Proposal No. 200/TTr-HDQT dated April 22, 2024 of the Board of Directors on approving the Auditing Financial Statements 2023

‎‎Article 9. Approve Proposal No. 201/TTr-HDQT dated April 22, 2024 on the profit distribution 2023

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Targets | Value | Pursuant to |
| 1 | Profit after tax in the Combined Financial Statements 2023 | 222,800,078,273 |  |
| 2 | Undistributed retained profits in previous years: | 17,075,577,044 |  |
| 3 | Accumulate distribute profit after tax | 239,875,655,317 |  |
| 4 | Profit distribution in 2023 as follows: |  |  |
| 4.1 | The bonus fund, welfare fund, and bonus fund for company management, wherein | 3,675,105,774 | Decree No. 53/2016/ND-CP; Circular 28/2016/TT-BLDTBXH |
| 4.1.1 | Bonus fund | 1,571,110,465 |  |
| 4.1.2 | Welfare fund: | 1,571,110,465 |  |
| 4.1.3 | Bonus fund of Manager of the Company | 532,884,844 |  |
| 4.2 | Development and investment fund in 2023 (=[I]\*30%) | 66,840,023,482 | Decree 140/2020/ND-CP dated November 30, 2020 |
| 4.3 | Dividend payment 7%: | 165,900,000,000 |  |
| 5 | Retain profit transferred to next year | 3,460,526,061 |  |

‎‎Article 10. Approve Proposal No. 202/TTr - HDQT dated April 22, 2024, on the report of remuneration for the Board of Directors and the Supervisory Board for the year 2023, and approve the Remuneration Plan 2024 for the Board of Directors and the Supervisory Board

‎‎Article 11. Approve Proposal No. 203/TTr - BKS dated April 22, 2024, on the selection of the auditing company for the year 2024.

‎‎Article 12. Approve Proposal No. 204/TTr - BKS dated April 22, 2024, on the election of additional independent members of the Board of Directors and the election results for the additional independent member of the Board of Directors of Vietnam Pharmaceutical Corporation - Joint Stock Company for the term 2021-2026:

Mr. Do Manh Cuong has been elected as an additional independent member of the Board of Directors of Vietnam Pharmaceutical Corporation - Joint Stock Company for the term 2021-2026.

Term of additional elected independent members of the Board of Directors: The rest of the 2021 - 2026 term.

‎‎Article 13. Terms of enforcement

1. This General Mandate was approved by the Annual General Meeting of Shareholders of Vietnam Pharmaceutical Corporation - Joint Stock Company in 2024. It shall take effect from the date of signing.
2. Members of the Board of Directors, the Board of Management and shareholders of the Company are responsible for implementing this General Mandate.