



CÔNG TY CỔ PHẦN DƯỢC - THIẾT BỊ Y TẾ ĐÀ NẴNG

DANANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT STOCK COMPANY

Head Office:
02 Phan Dinh Phung St.,
Hai Chau Dist., Da Nang City - Vietnam
Tel: (84 236)3 810 735
Fax: (84 236)3 891 752
Email: info@dapharco.com.vn
Website: dapharco.com.vn

No: 03/2025/TB-HDQT

Da Nang, March 24, 2025

NOTICE

Invitation to the 2025 Annual General Meeting of Shareholders

To: Shareholders of Da Nang Pharmaceutical – Medical Equipment Joint Stock Company

Issuer Name: **Da Nang Pharmaceutical – Medical Equipment Joint Stock Company**
Trading Name: **Dapharco**
Stock Code: **DDN**
Tax Code: 0400101404
Head Office: 02 Phan Dinh Phung, Hai Chau District, Da Nang City
Phone: (0236) 3822247 - 3810735
Website: <https://dapharco.com.vn/>

The Board of Directors of Da Nang Pharmaceutical – Medical Equipment Joint Stock Company cordially invites shareholders to attend the 2025 Annual General Meeting of Shareholders with the following details:

- Time:** 7:30 AM, Friday, April 18, 2025
- Venue:** 3rd Floor, Nalod Da Nang Hotel, 192 Vo Nguyen Giap, Phuoc My Ward, Son Tra District, Da Nang City
- Main Agenda**
 - Report from the Board of Directors on the company's operations in 2024 and development plans for 2025;
 - Evaluation report from the Independent Board Member on the Board of Directors' activities in 2024;
 - Supervisory Board's report on 2024 activities and plan for 2025;
 - Proposals for shareholder approval, including:
 - + Audited financial statements for 2024;
 - + Profit distribution plan for 2024;
 - + Remuneration for the Board of Directors and Supervisory Board in 2025;
 - + Business plan for 2025;
 - + Selection of an independent audit firm for 2025;
 - + Amendment of business sector details and revision of the company's charter;
 - + Election of Board of Directors and Supervisory Board members for the 2025-2030 term;
 - + Other matters within the General Meeting's authority.





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4. Meeting Documents

All meeting-related documents will be available on the company's website: <https://dapharco.com.vn/>.

Shareholders are requested to download the documents and related forms from the website.

5. Eligibility to Attend

All shareholders holding valid shares of Da Nang Pharmaceutical – Medical Equipment Joint Stock Company as recorded on **March 19, 2025** are eligible to attend the meeting.

Shareholders unable to attend may authorize another person to participate. The authorized representative may not delegate further.

6. Registration for Attendance

To facilitate the organization of the meeting, the Board of Directors kindly requests shareholders to confirm their attendance or proxy participation before **4:00 PM on April 10, 2025**, via phone or email at:

Da Nang Pharmaceutical – Medical Equipment Joint Stock Company

Address: 02 Phan Dinh Phung, Hai Chau Ward, Hai Chau District, Da Nang City

Phone: (0236) 3810735 or Mobile: 0935141780 (Ms. Nguyen Phan Thuy Duong)

Fax: (0236) 3891752

Email: duongnpt@dapharco.com.vn

Shareholders or authorized representatives attending the meeting must bring:

- ID card/citizen identification card or passport;
- Confirmation of attendance or proxy authorization (for authorized representatives).

This notice serves as an official invitation.

Sincerely,

Recipients:

- Shareholders;
- Company website;
- SSC, HNX;
- Archives.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Nguyen Luong Tam





AGENDA
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Time: 07:30 AM, April 18, 2025

Venue: 3rd Floor, Nalod Hotel Da Nang, 192 Vo Nguyen Giap, Phuoc My Ward, Son Tra District, Da Nang City

Time	Content
7h30 – 8h00	Registration Procedures – Welcoming Delegates - Shareholders/representatives present ID/passport and authorization letter (if applicable) - Receive voting ballots and cards
08h00 – 08h30	I. Opening Session - Declaration of reasons - Introduction of delegates - Report on verification of shareholder/representative eligibility - Introduction of the Presidium, Secretariat, and election of the Vote Counting Committee
8h30 – 10h00	II. Main Agenda 1. Approval of the Meeting Agenda and Working Regulations 2. Reports from the Board of Directors: * Business results of 2024 * Business plan for 2025 3. Independent Board member's assessment report on the Board of Directors' activities in 2024 4. Supervisory Board's activity report for 2024 5. Submission to the General Meeting of Shareholders: * Audited financial statements for 2024 * Profit distribution plan for 2024 * Dividend payment plan for 2024 * Exemption from public tender offer * Business plan for 2025 * Remuneration for the Board of Directors and Supervisory Board in 2025 * Selection of an independent auditing firm for 2025 * Amend business sector details and revise the Company's Charter * Election of Board of Directors and Supervisory Board members for the 2025-2030 term * Election regulations for Board of Directors and Supervisory Board members 6. Other relevant issues (if any)
10h00-10h20	7. Discussion and voting on the agenda items
10h20-10h40	Coffee Break (Light refreshments) – Vote Counting
10h40-11h00	8. Announcement of voting results 9. Approval of the General Meeting's Resolutions III. Closing Session 10. Closing speech

ORGANIZING COMMITTEE



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DRAFT

Da Nang, April 18, 2025

**WORKING REGULATIONS
AT THE 2025 AMG OF SHAREHOLDERS
DANANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT
STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on June 17, 2020;
- Pursuant to the Charter on the organization and operation of Da Nang Pharmaceutical - Medical Equipment Joint Stock Company.

In order to ensure that the 2025 Annual General Meeting of Shareholders of Da Nang Pharmaceutical - Medical Equipment Joint Stock Company is conducted efficiently, smoothly, in a manner that safeguards shareholders' rights, and in compliance with the Law on Enterprises and the Company's Charter, we respectfully request the General Meeting of Shareholders to approve the Working Regulations for the 2025 Annual General Meeting of Shareholders, as follows:

I. Shareholders attending the meeting

- Shareholders attending the General Meeting are shareholders or legally authorized representatives whose names appear on the list of shareholders entitled to attend as of the record date (March 19, 2025).
- At the General Meeting, each shareholder or their authorized representative will receive a Voting Card/Ballot from the Shareholder Eligibility Verification Committee.
- Shareholders and their authorized representatives must comply with the directions of the Chairperson, facilitate the smooth and successful conduct of the meeting, and adhere to the regulations and procedures of the General Meeting.
- Shareholders or authorized representatives arriving late (after the opening and commencement of the meeting) may still participate in the General Meeting and vote on all subsequent issues. However, prior voting results remain legally valid and will not be subject to re-voting.

II. Responsibilities of the general meeting

- Voting to approve reports from the Board of Directors and the Executive Board.
- Voting to approve proposals submitted by the Board of Directors.
- Voting on other matters within the authority of the General Meeting of Shareholders.



III. Voting on resolutions and decisions of the general meeting

1. Voting Principles

- All decisions of the General Meeting shall be voted on publicly and directly under the direction of the Presidium.
- Decisions of the General Meeting are approved when they meet the minimum voting percentage as prescribed by law and the Company's Charter.
- The following matters require approval by at least 65% of the total votes from shareholders present in person or through an authorized representative:
 - ✓ Types and total number of shares of each type.
 - ✓ Changes in business sectors and fields of operation.
 - ✓ Changes in the company's management structure.
 - ✓ Reorganization or dissolution of the company.
 - ✓ Investment projects or asset transactions worth 35% or more of the company's total assets, as recorded in the latest financial statements, unless otherwise specified by the Charter.
- Other matters require at least 50% approval, except for cases governed by specific clauses of the Enterprise Law.

2. Voting Procedures

- Shareholders/authorized representatives will receive a Voting Card/Ballot indicating their name and voting rights.
 - Voting options: "Agree," "Disagree," or "No Opinion."
 - The Vote-Counting Committee will count votes in the following order: "Agree" first, "Disagree" second, and "No Opinion" last.
 - Each shareholder may cast their vote only once per matter.

3. Invalid Votes

- Ballots that do not follow the prescribed format, are not issued by the Company, or lack the company's seal.
 - Altered, erased, or incorrectly completed ballots.
 - Torn or damaged ballots.
 - Ballots with more than one option marked per issue.
 - Ballots missing a shareholder's signature.
 - Ballots left blank will be considered as "No Opinion."
 - The Vote-Counting Committee must collect ballots after the voting session.



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IV. Speaking at the general meeting

Shareholders/representatives may express opinions on all matters but must:

- Raise their Voting Card and state their name and voting shares.
- Obtain the Chairperson's permission.
- Keep remarks concise and relevant, within 5 minutes.

V. Presidium

- The Chairman of the Board of Directors will preside over the meeting. If absent, the remaining Board members will elect a substitute.
- The Presidium includes Board members and company executives appointed by the Chairman.
- The Presidium's responsibilities:
 - ✓ Conduct the meeting according to the approved agenda and regulations.
 - ✓ Guide discussions and voting on agenda items.
 - ✓ Address issues arising during the meeting in accordance with regulations, the Enterprise Law, and the Company's Charter.
 - ✓ The Chairperson has the right to ignore or simply acknowledge shareholder contributions if they are unrelated to the meeting's agenda.
 - ✓ The Chairperson may request authorities to maintain order or remove disruptive attendees.

VI. Secretariat

The Secretariat is appointed by the Presidium and is responsible for:

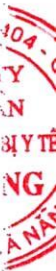
- Recording meeting proceedings and discussions.
- Drafting and reading the General Meeting's resolutions.
- Performing support tasks as assigned.

VII. Vote-counting committee

- Includes a Head and members approved by the General Meeting.
- Responsible for:
 - ✓ Guiding shareholders on voting procedures.
 - ✓ Ensuring an accurate and transparent vote count.
 - ✓ Announcing the results and submitting records to the Presidium.

VIII. Meeting minutes and resolutions

- Minutes of the meeting will be drafted, read, and approved before adjournment.
- The Chairman will issue resolutions based on voting results.





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- All meeting documents and vote-counting records will be kept at the company's headquarters.

IX. Other regulations

- Shareholders must maintain order and silence mobile phones.
- Those absent during voting will be considered as voting "Agree."
- The meeting may extend beyond scheduled breaks to complete the agenda.
- Shareholders must comply with these regulations.

**ON BEHALF OF THE BOD
CHAIRMAN**

Nguyen Luong Tam





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PROXY REGISTRATION FORM FOR ATTENDING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

DANANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT STOCK COMPANY

To: Board of Directors of Danang Pharmaceutical - Medical Equipment Joint Stock Company

1. Information of the Shareholder Granting the Proxy

Shareholder's Name	ID/Passport/Business Registration Certificate No.	Number of Shares Owned

I hereby agree to authorize the individual mentioned in Section 2 to attend the 2025 Annual General Meeting of Shareholders on my behalf.

2. Information of the Authorized Representative

Full Name	ID/Passport/Business Registration Certificate No.	Number of Shares Authorized

I take full legal responsibility for all actions undertaken by the authorized representative at the General Meeting on behalf of the shares I have authorized.

This authorization is valid until the conclusion of the 2025 Annual General Meeting of Shareholders of Danang Pharmaceutical - Medical Equipment Joint Stock Company. The authorized representative is not permitted to delegate this authority to another person.

3. Confirmation of Authorization

Signature of the Shareholder (Grantor)	Signature of the Authorized Representative:

Notes on Authorization:

- The authorized representative is only allowed to vote on behalf of the shareholder within the authorized number of shares.
- The original proxy registration form must be submitted to the event reception team before the official start of the General Meeting.
- The registration deadline is as specified in the Invitation to the 2025 Annual General Meeting of Shareholders.
- For further details, shareholders are advised to refer to the guidance provided by the event organizers.

Confirmation by the Shareholder Qualification Verification Committee

Verification Details:	Verifier's Signature & Full Name:
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- Confirmation of the validity of the shareholder's signature and the number of shares authorized for the meeting
- Confirmation that the authorized representative is eligible to attend and vote at the General Meeting.
- Confirmation of the validity of the Proxy Registration Form



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No:04/2025/TB-HĐQT

Da Nang, March 24, 2025

NOTICE

Regarding the Nomination and Candidacy for the Board of Directors and the Supervisory Board for the 2025-2030 Term

To: Shareholders of Danang Pharmaceutical - Medical Equipment Joint Stock Company

Based on the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Based on the Company's Charter;

Based on the Company's Internal Governance Regulations.

The **Board of Directors (BOD)** and the **Supervisory Board (SB)** of Danang Pharmaceutical - Medical Equipment Joint Stock Company will conclude their 2020-2025 term. The election for the new BOD and SB for the **2025-2030 term** will take place at the **2025 Annual General Meeting of Shareholders (AGM)**.

To ensure objectivity and compliance with legal regulations, we invite eligible shareholders to nominate or apply for positions in the BOD and SB under the following guidelines:

- Number of BOD members to be elected: 05
- Number of SB members to be elected: 03
- Term duration: 2025-2030
- Maximum number of candidates: Unlimited

The rights to nominate, apply, and the qualifications for candidates must comply with the Company's Charter, Internal Governance Regulations, and applicable legal provisions.

Nomination/Application Documents:

Interested shareholders must submit their nomination/application documents by **3:00 PM on April 3, 2025**, to:

- **Mr. Pham Ngoc Ha** – Authorized Information Disclosure Office
- **Address:** No. 02 Phan Dinh Phung, Hai Chau 1 Ward, Hai Chau District, Da Nang City
- **Phone:** 0236. 3810735
- **Email:** hapn@dapharco.com.vn





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Only complete and eligible applications will be considered for election. Late submissions after **3:00 PM on April 3, 2025**, will be invalid.

Nominees/candidates must be legally responsible for the accuracy and truthfulness of their submitted documents.

Required Documents for Nomination/Application:

- **Nomination/Application Letter** (as per the attached form)
- **Candidate's Brief Curriculum Vitae** (as per the attached form)
- **Certified copies** of the following:
 - ✓ **ID Card/Passport/Business Registration Certificate**
 - ✓ **Relevant educational and professional certificates** (if applicable)
- **Valid Power of Attorney for Nomination** (if a shareholder authorizes another person to nominate)
- **Other related documents** (if any)

Based on the received applications, the BOD will compile a list of eligible candidates and present them for election at the 2025 AGM. If the number of nominated candidates is insufficient, the incumbent BOD and SB will propose additional candidates following the Company's Charter and Internal Governance Regulations.

Best regards,

Recipients:

- As addressed;
- Members of the Board of Directors;
- Members of the Supervisory Board;
- Executive Board of the Company;
- Information Disclosure Department, Website;
- Filed at the Board of Directors.

On behalf of the General Meeting
Organizing Committee
Chairman of the Board of Directors



Nguyen Luong Tam



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NOMINATION FORM FOR THE BOARD OF DIRECTORS/SUPERVISORY BOARD

For the 2025-2030 Term

To: Danang Pharmaceutical - Medical Equipment Joint Stock Company

- ◇ Shareholder's Name:
- ◇ ID/Passport/Business Registration Certificate No.:
- ◇ Date of Issue: Place of Issue:
- ◇ Legal Representative (if applicable):
- ◇ Number of Shares Owned:
- ◇ Percentage of Voting Rights:

Candidate Information:

- ◇ Full Name:
- ◇ ID/Passport No.:
- ◇ Date of Issue: Place of Issue:
- ◇ Permanent Address:
- ◇ Educational Background:
- ◇ Field of Expertise:

I hereby nominate the above candidate for the Board of Directors/Supervisory Board of Danang Pharmaceutical - Medical Equipment Joint Stock Company for the 2025-2030 term.

I certify that the information provided is true and take full legal responsibility before the AGM and the law regarding the accuracy and honesty of the documents submitted.

Date:

Nominator's Signature & Stamp (if applicable)



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CANDIDACY FORM FOR THE BOARD OF DIRECTORS/SUPERVISORY BOARD

For the 2025-2030 Term

To: Danang Pharmaceutical - Medical Equipment Joint Stock Company

- ◇ **Full Name:**
- ◇ **ID/Passport No.:**
- ◇ **Date of Issue:** **Place of Issue:**
- ◇ **Permanent Address:**
- ◇ **Educational Background:**
- ◇ **Field of Expertise:**
- ◇ **Number of Shares Owned:**
- ◇ **Percentage of Voting Rights:**

I hereby apply for the position of Board of Directors/Supervisory Board Member of Danang Pharmaceutical - Medical Equipment Joint Stock Company for the 2025-2030 term.

If elected, I commit to dedicating my full abilities and efforts to the Company's growth and success.

I certify that the information provided is true and take full legal responsibility before the AGM and the law regarding the accuracy and honesty of the documents submitted.

Date:

Candidate's Signature



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....., Date ... Month ... Year 2025

BRIEF CURRICULUM VITAE

(For candidates applying for Board of Directors/Supervisory Board positions)

1. Full Name:
2. Gender:
3. Date of Birth:
4. Place of Birth:
5. ID Card/Citizen ID (or Passport) No.: Date of Issue: Place of Issue:
6. Nationality:
7. Ethnicity:
8. Permanent Address:
9. Phone Number:
10. Email Address:
11. Educational Background:
12. Work Experience:
13. Current Position at Danang Pharmaceutical - Medical Equipment Joint Stock Company (if applicable):
14. Companies where the candidate currently holds Board of Directors/Supervisory Board positions or other management roles:
15. Number of shares held in Danang Pharmaceutical - Medical Equipment Joint Stock Company (if applicable):
- Represented shares:
- Personal shares:
16. Any relevant interests related to the Company and its affiliated parties (if applicable):
17. Other relevant information (if any):

I hereby certify that all information provided above is true and accurate. I take full legal responsibility for any inaccuracies and commit to performing my duties with integrity if elected as a member of the Board of Directors/Supervisory Board.

APPLICANT

(Signature, full name)



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**REGULATIONS ON NOMINATION, CANDIDACY, AND ELECTION
OF THE BOARD OF DIRECTORS AND SUPERVISORY
BOARD
FOR THE 2025-2030 TERM
DANANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT STOCK
COMPANY**

Based on the following legal documents:

- The Law on Enterprises No. 59/2020/QH14, dated June 17, 2020;
- The Law on Securities No. 54/2019/QH14, dated November 26, 2019;
- The Charter of Danang Pharmaceutical - Medical Equipment Joint Stock Company (the "Company");
- The Internal Corporate Governance Regulations of the Company.

The regulations on the **nomination, candidacy, and election** of members of the **Board of Directors (BOD) and the Supervisory Board (SB)** for the **2025-2030 term** at the **2025 Annual General Meeting of Shareholders (AGM)** are as follows:

Article 1. Scope and Application

1. This regulation provides guidance on the **nomination, candidacy, and election procedures** for members of the **BOD and SB** of Danang Pharmaceutical - Medical Equipment Joint Stock Company.
2. Shareholders and candidates participating in the **nomination, candidacy, and election process** must comply with the terms set forth in this regulation.

Article 2. Definitions and Abbreviations

- **Company:** Danang Pharmaceutical - Medical Equipment Joint Stock Company
- **BOD:** Board of Directors
- **SB:** Supervisory Board
- **AGM:** Annual General Meeting of Shareholders
- **Delegate:** A shareholder or an authorized representative of a shareholder

Article 3. Responsibilities of the AGM Chairperson

The **AGM Chairperson** is responsible for overseeing the election process, including:

- Introducing the list of nominees and candidates for the **BOD and SB**;
- Supervising the **voting and ballot counting**;
- Addressing **complaints related to the election process** (if any).



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Article 4. Regulations on BOD Nomination and Candidacy

1. Number of Members and Term

- **Number of BOD members: 05**
- **Term duration: 5 years (2025-2030)**
- **Maximum number of candidates: No restriction**

2. Qualifications for BOD Candidates

Candidates must meet the criteria set forth in **Clause 1 and Clause 2, Article 155 of the Law on Enterprises** and **Article 25 of the Company's Charter**, including:

- a) Having full **legal capacity** and **not being subject to any corporate management restrictions** under Clause 2, Article 17 of the Law on Enterprises No. 59/2020/QH14.
- b) Having **professional qualifications and business management experience**. The candidate **does not need to be a shareholder** of the Company.
- c) A **BOD member may concurrently serve as a BOD member in no more than five (05) other companies**.

3. Nomination Rights

- a) **Shareholders holding at least 10% of total common shares** have the right to **nominate BOD candidates**.
- b) If the number of **nominated candidates is insufficient**, the **incumbent BOD** has the right to **nominate additional candidates** or organize a nomination process following the **Company's Charter and Internal Governance Regulations**.

- **Additional candidates must be announced publicly before the AGM votes on the final list.**

Article 5. Regulations on SB Nomination and Candidacy

1. Number of Members and Term

- **Number of SB members: 03**
- **Term duration: 5 years (2025-2030)**
- **Maximum number of candidates: No restriction**

2. Qualifications for SB Candidates

Candidates must meet the criteria set forth in **Article 169 of the Law on Enterprises** and must **not**:

- a) Be employed in the Company's **accounting or finance department**.
- b) Be a **member or employee of an independent auditing firm** that audited the Company's financial statements within the last **three (03) years**.



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3. Nomination Rights

- a) Shareholders holding at least 10% of total common shares have the right to nominate SB candidates.
- b) If the number of nominated candidates is insufficient, the incumbent SB has the right to nominate additional candidates or organize a nomination process following the Company's Charter and Internal Governance Regulations.

Article 6. Required Documents for Nomination and Candidacy

- Application/Nomination Form for BOD/SB Membership
- Valid copy of ID/Passport/Business Registration Certificate
- Certified copies of academic and professional certificates
- Brief Curriculum Vitae
- Valid Power of Attorney for Nomination (if applicable)
- Other relevant supporting documents (if any)

All nominees and candidates must take full legal responsibility for the accuracy and truthfulness of their submitted documents.

Article 7. Election Process for BOD and SB Members

1. Election Principles

- ✓ The election must comply with legal regulations, the Company's Charter, and ensure fairness and transparency.
- ✓ Voting rights are allocated based on the number of shares owned or represented.
- ✓ Each delegate is issued a single voting ballot per election.

2. Voting Method

✓ Cumulative Voting Method:

Each shareholder's total votes = Total shares owned × Number of positions available.

- ✓ Shareholders may allocate all votes to a single candidate or split votes among multiple candidates.

3. Valid and Invalid Ballots

- Valid Ballots: Must be issued by the Company, properly filled out, and bear the Company's stamp.
- Invalid Ballots:
 - Modified, erased, or altered ballots.
 - Votes exceeding the total voting power of the shareholder.



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- **Unsigned ballots.**
- **Ballots missing the required markings or vote counts.**

Article 8. Election Results and Announcements

- **Winning Candidates:**
 - Candidates are ranked **from highest to lowest number of valid votes.**
 - The top-ranking candidates will be elected **until all available positions are filled.**
- **Tie-breaking Procedures:**
 - If two or more candidates receive **the same number of votes** for the final available position, a **re-election** will be held among them.
 - If necessary, the AGM will continue voting rounds **until all positions are filled.**
- **Publication of Results:**
 - The **final election results** will be **publicly announced** at the AGM.
 - The **results will also be officially documented** and archived by the Company.

Article 9. Implementation of This Regulation

- This regulation **takes effect immediately** upon its **approval by the AGM.**
- The regulation **applies only** to the **2025-2030 term election** for BOD and SB members.





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GUIDELINES FOR THE ELECTION OF BOD AND SB MEMBERS

(Using the Cumulative Voting Method)

1. Types of Ballots

There are **two types** of ballots:

- ◇ **Blue ballot:** For electing **BOD** members
- ◇ **Pink ballot:** For electing **SB** members

2. Voting Procedure

Shareholders or their authorized representatives shall cast their votes for **BOD and SB candidates** by placing their ballots into the designated ballot boxes.

3. How to Fill Out the Ballot

Each shareholder has a total number of votes equal to their **total number of shares** × **number of positions to be elected**.

✓ **Votes may be distributed in three ways:**

1. **Evenly distribute votes among selected candidates**
2. **Allocate all votes to one candidate**
3. **Split votes among multiple candidates in any ratio**

Example:

If the AGM elects **5 BOD members** and a shareholder owns **1,000 shares**, the total number of votes available is:

$$\text{1,000 shares} \times 5 = 5,000 \text{ votes}$$

◇ **Option 1 – Evenly Distribute Votes:**

The shareholder selects **5 candidates** and gives **1,000 votes** to each.

◇ **Option 2 – Allocate All Votes to One Candidate:**

The shareholder gives **all 5,000 votes** to one candidate.



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◇ **Option 3 – Uneven Vote Distribution:**

The shareholder splits **3,000 votes** for Candidate A and **2,000 votes** for Candidate B.

4. Invalid Ballots

A ballot is considered **invalid** if:

- ✗ It was not issued by the Company or does not bear the Company's stamp.
- ✗ It contains erasures, alterations, or additional markings.
- ✗ The number of allocated votes exceeds the total votes available to the shareholder.
- ✗ The ballot is unsigned or missing required markings.
- ✗ More candidates are selected than the number of positions available.
- ✗ The ballot is left blank without any candidate selection.

5. Ballot Collection and Counting Process

- ✓ Each shareholder is issued **one ballot for BOD elections** and **one ballot for SB elections**.
- ✓ Shareholders must **verify their ballot details** upon receipt and report any errors to the **Election Committee** immediately.
- ✓ Shareholders **cast their votes** in the **designated ballot boxes** under the supervision of the Election Committee.
- ✓ After voting ends, the **Election Committee** will **count and validate** the ballots under the oversight of the AGM Chairperson and shareholder representatives.
- ✓ The **Election Committee** will prepare a **Ballot Counting Report** and **announce the results**.

6. Election Results and Announcements

🕒 **Winning Candidates:**

- Candidates are ranked **from highest to lowest number of valid votes**.
- The top-ranking candidates will be elected **until all available positions are filled**.

🕒 **Tie-breaking Procedures:**

- If two or more candidates receive **the same number of votes** for the final available position, a **re-election** will be held among them.





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- If necessary, the AGM will continue voting rounds **until all positions are filled.**

Publication of Results:

- The **final election results** will be **publicly announced** at the AGM.
- The **results will also be officially documented** and archived by the Company.

7. Implementation of This Regulation

- This regulation **takes effect immediately** upon its **approval by the AGM.**
- The regulation **applies only** to the **2025-2030 term election** for BOD and SB members.





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No. /2025/BC-HĐQT

Da Nang, April..., 2025

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**REPORT OF THE BOARD OF DIRECTORS
DA NANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT
STOCK COMPANY
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Respectfully to:

- *The Presidium;*
- *Dear Shareholders.*

Pursuant to the Charter of Organization and Operation of Da Nang Pharmaceutical - Medical Equipment Joint Stock Company (Dapharco) and current legal regulations, the Board of Directors (BOD) respectfully reports to the General Meeting of Shareholders on the activities of 2024 and the plan for 2025, including the following parts:

Part I: - Report of the Board of Directors on the operational aspects of 2024.

Part II: - Plan of the Board of Directors for 2025.

PART I:

Report of the Board of Directors on the operational aspects of 2024:

Business operations in 2024 continued to face numerous difficulties and challenges with increasing geopolitical instability, food security concerns, natural disasters, and climate change. However, in the past year, with the effort and determination to adhere to the set objectives, the BOD and the Company's Executive Board have had effective solutions to implement the Resolution of the 2024 AGM, demonstrated by the following quite impressive results:

1. Implementation of business targets for 2024:

- Total revenue: 1,392.7 billion VND / Plan 720 billion VND, achieving 193%.
- Contribution to the state budget: 210.4 billion VND.
- Contribution to employee benefits: 1.7 billion VND.
- Profit before tax: 9.24 billion VND / Plan 6 billion VND, achieving 154%.
- Average income per person/month: 12,000,000 VND, an increase of 11% compared to 2023.
- Basic earnings/share: 478 VND, an increase of 564% compared to 2023.
- Owner's equity as of December 31, 2024: 203.47 billion VND; an increase of 3.7% compared to December 31, 2023.
- Business areas, operating expenses, and financial expenses are strictly controlled.

2. Profit distribution in 2023:

Implementing Resolution of the General Meeting of Shareholders No. 19/2024/NQ-ĐHĐCĐ dated April 26, 2024, the Company did not pay dividends for 2023 to ensure cash flow for reinvestment in business operations.



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3. Regarding the audit firm for reviewing the semi-annual financial statements and auditing the 2024 financial statements:

Implementing the authorization of the 2024 AGM regarding the assignment of the BOD to select the audit firm, the BOD decided to select AASC Auditing Company Limited (Hanoi) as the firm to review the semi-annual financial statements of 2024 and audit the financial statements of 2024; and the audit of the 2024 financial statements was completed on .../3/2025.

4. Activities of the Board of Directors in 2024:

4.1. Regarding the organizational structure of the BOD

The Company's Board of Directors consists of 05 members:

- Mr. Nguyen Luong Tam - Chairman of the Board of Directors
- Mr. Do Thanh Trung - Member of the Board of Directors
- Ms. Dinh Thi Mong Van - Member of the Board of Directors
- Mr. Nguyen Trung - Member of the Board of Directors
- Mr. Hoang Trung Dung - Independent Member of the Board of Directors

4.2. BOD meetings and the issuance of documents:

Based on the provisions of law and the Company's Charter, the BOD has properly performed its functions, duties, and powers regarding corporate governance and supervisory activities, directing and issuing resolutions and decisions as a basis for the Executive Board to organize implementation.

4.2.1 Regular governance activities:

The Board of Directors has approved several key contents as follows:

- Approved the content of the AGM and successfully organized the 2024 Annual General Meeting of Shareholders.
- Approved company management personnel.
- Implemented the completion of the NeoVita Vaccination and Healthcare Center projects in Ho Chi Minh City;
- Agreed on policies and adjusted the Authority Framework to improve the operational efficiency of the apparatus...

The Board of Directors has directed:

- Directing corporate management and production and business tasks, ensuring the Company's operations are safe, effective, and in compliance with state laws, the Resolution of the General Meeting of Shareholders, and the Resolutions of the Board of Directors.
- Continuing to direct and supervise the implementation of the Company-wide organizational restructuring; Implementing business restructuring; Implementing the revised authority framework and key processes; Evaluating and adjusting the company's system operations to suit the socio-economic situation.
- Evaluating and adjusting the system of processes, working regulations, and directing standardization to enhance supervision of the implementation of these processes and regulations in all aspects of the Company's operations.

4.2.2 Supervisory activities of the BOD over the Executive Board:



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Based on the Company's Charter and Corporate Governance Regulations, the Board of Directors has conducted inspections and supervision of the Executive Board's operations in managing production and business and implementing the resolutions of the AGM and the BOD in 2024 as follows:

Supervising the compliance with the company's charter and the AGM's Resolution when the Executive Board and management members implement them.

The BOD regularly exchanges information via online meeting software, email, and telephone regarding the progress and implementation of business strategies, plans, and the implementation of the BOD's resolutions.

The Board of Directors has worked with the Executive Board, professional departments, and the independent audit firm to conduct inspection, supervision, and evaluation of: the financial situation, compliance, and risk management at the Company.

In addition, the BOD regularly receives reports and opinions from the Executive Board to promptly adjust the system of regulations, rules, and approval authority to ensure suitability with the Company's operations, enhancing proactivity for the operating apparatus.

At the BOD meetings, the BOD discussed and approved decisions by resolution after each meeting regarding: the Company's operating situation, changes, forecasts, plans for the next quarter, and other related issues to provide a basis for the Executive Board to implement.

5. Activities of sub-committees within the Board of Directors:

The BOD sub-committees work according to the Company's charter, regulations, and rules. The sub-committees have contacted and worked with the Executive Board and relevant departments to collect information, evaluate the implementation of the BOD and AGM resolutions, as well as the Company's compliance and risk management.

- The Finance sub-committee conducts appraisal, monitoring, and evaluation of the budget plan and financial plan for the Company;
- The Human Resources - Internal Affairs - Legal sub-committee evaluates the objectives in human resource management and the Company's internal affairs;
- The Internal Audit sub-committee has contacted and worked with related parties such as the independent audit firm reviewing and auditing the financial statements, the Executive Board, and professional departments to monitor the implementation plans and exchange directions for handling arising issues.

6. Implementation of information disclosure:

The Company fully implements information disclosure in accordance with regulations. Receives and processes information from investors promptly.

7. Evaluation of the BOD on the activities of the Executive Board:

According to the BOD's assessment, the Executive Board has made many efforts in performing the assigned tasks in 2024, strictly complying with current legal regulations and the Company's operating regulations. The Company's organization, control, and management system are maintained and improved. Information and reports on the Company's operations are sent to the Board of Directors in a timely manner and in accordance with regulations.



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In addition to the Revenue and Profit Before Tax in 2024 both exceeding the Plan approved by the 2024 Annual General Meeting of Shareholders, the Company has achieved several results as follows:

- There have been positive results from the activities of the ETC and OTC channels, expanding the OTC channel to the northern market.
- Maintaining and developing as a reputable import-export partner in Vietnam.
- Launching and receiving market acceptance of natural essential oil product lines under the Ecotherapy brand.
- Successfully registering a set of functional food products under the Megamda brand to be ready for launch in the market in 2025.
- Completing the investment and putting into operation 02 NeoVita Vaccination - Healthcare Centers in Binh Tan District and Go Vap District - Ho Chi Minh City.
- Maintaining, modifying, and operating well ISO 9001-2015, ISO 9001-13485 throughout the Company's system.
- The Company continues to be voted as one of the Top 10 prestigious companies in medical equipment & healthcare in Vietnam in 2024 and has consistently been in the top 10 prestigious pharmaceutical - medical equipment companies in Vietnam for 9 consecutive years from 2016 to 2024.
- The company's brand is increasingly recognized and interested by many domestic and foreign partners and consumers; Many partners have strengthened links in buying, selling, and agency; Timely and fully supplying medicines and medical supplies for the needs of medical examination and treatment in Da Nang City and the Central-Central Highlands; Ensuring the quality of supplied medicines; Effectively organizing the distribution of self-owned and exclusive products.

8. Implementation of payment of remuneration to the BOD, the Supervisory Board, and income of the Executive Board in 2024:

Remuneration of the BOD, the Supervisory Board:

Implemented according to the Resolution of the 2024 Annual General Meeting of Shareholders with a total payment of: 470,000,000 VND (Planned to spend 6% of Profit Before Tax - Actual spending 5.1% of Profit Before Tax), specifically:

No.	Full Name	Position	Time in Office	Remuneration
A	BOARD OF DIRECTORS			420,000,000
1	Nguyen Luong Tam	Chairman of the BOD	From 01/01 - 31/12/2024	100,000,000
2	Do Thanh Trung	Member of the BOD	From 01/01 - 31/12/2024	100,000,000
3	Dinh Thi Mong Van	Member of the BOD	From 01/01 - 31/12/2024	70,000,000

**CÔNG TY CỔ PHẦN DƯỢC - THIẾT BỊ Y TẾ ĐÀ NẴNG****DAPHARCO****DANANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT STOCK COMPANY**

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4	Nguyen Trung	Member of the BOD	From 26/04 31/12/2024	-	50,000,000
5	Hoang Trung Dung	Independent Member of the BOD	From 01/01 31/12/2024	-	100,000,000
B	SUPERVISORY BOARD				50,000,000
1	Nguyen Thi Yen	Head of the Board	From 01/01 31/12/2024	-	20,000,000
2	Pham Thi Minh Ngoc	Member	From 01/01 31/12/2024	-	15,000,000
3	Nguyen Thi Thanh Thuy	Member	From 01/01 31/12/2024	-	15,000,000
	TOTAL				470,000,000

Income of the Executive Board:

No.	Full Name	Position	Time in Office	Income	
A	BOARD OF GENERAL DIRECTORS			615,362,471	
1	Nguyen Trung	Deputy General Director	From 01/01 31/12/2024	-	615,362,471
2	Nguyen Ba Hai	Deputy General Director	From 15/10 31/12/2024	-	641,804,416

PART II:**Operating plan for 2025**

In 2025, Dapharco will continue to set challenging goals aimed at changing the company's quality of growth. To achieve this, we will invest in key pillars:

Specifically, in 2025, the Company orients its production and business plan as follows:

1. Production - Business Plan:

- Total revenue: 1,200 billion VND
- Profit before tax: 10 billion VND

2. Basic solutions:**2.1. Digital transformation:**

- Continue to invest in phase 2 of the ERP management system, including the DMS system, ordering app, Human Resources module, Management reporting system, and API integration with the NeoVita vaccination and healthcare service software.
- Continue to develop the e-commerce website system.

2.2. Enhancing customer experience:



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- Invest in personnel, processes, and infrastructure renovation to improve the service quality of the NeoVita System and the BLU+ Pharmacy Chain.
- Build a Loyalty system and a CRM system to manage services and enhance customer experience.

2.3. Investing in people:

- Collaborate with quality training units to train and improve the professional capacity of the staff.
- Develop bonus policies based on contributions, improving the regime for employees.

2.4. Bringing new products to the market:

- Proceed to launch the European standard Megamda Health Protection Food products that Dapharco has registered.
- Promote the advertising and development of new products in the natural essential oil group under the Ecotherapy brand.
- Strengthen the registration of high-quality drug and medical equipment registration numbers as well as cooperate with product-owning partners to shorten the process of bringing products to market.

2.5. Optimizing operations:

- Apply AI, invest in a digital office system, serving electronic management to minimize the use of paper.
- Apply technology to optimize logistics services in the Central - Central Highlands region.
- Adjust and remove unnecessary procedures to reduce product costs.

The above is the report of the BOD in 2024 and the direction of operations for 2025.

Sincerely thank you!

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN LUONG TAM





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Nr.: /2025/BC-HĐQT

Da Nang, April 18, 2025

INDEPENDENT BOARD MEMBER'S ASSESSMENT REPORT

ON THE PERFORMANCE OF THE BOARD OF DIRECTORS IN 2024

The **Board of Directors (BOD)** of **Danang Pharmaceutical - Medical Equipment Joint Stock Company** for the **2020-2025 term** consists of **five (05) members**, including **one (01) independent member**. Below is the **Independent BOD Member's Report** on activities conducted and an evaluation of the BOD's performance in **2024**.

1. Activities of the Independent BOD Member in 2024

- In 2024, the Independent BOD Member attended 100% of the BOD meetings and voted on all matters within the BOD's authority, with a 100% approval rate for resolutions passed by the BOD.
- Additionally, the Independent BOD Member actively performed supervisory functions over the BOD's operations through meetings, discussions, and monitoring the process of issuing BOD Resolutions. The Independent BOD Member also oversaw the Executive Board (EB) regarding the implementation of BOD Resolutions and the delegation of authority between the BOD and EB.

Key activities of the Independent BOD Member include:

- ✓ Supervising and ensuring compliance with legal regulations, the Company's Charter, and Resolutions of the Annual General Meeting of Shareholders (AGM), BOD, and EB.
- ✓ Reporting to Shareholders at the AGM on the activities and monitoring results of the Independent BOD Member for 2024.
- ✓ Attending all regular and extraordinary BOD meetings, providing independent feedback and critical analysis on matters discussed. The BOD meetings were properly convened, well-structured, and conducted in compliance with corporate governance principles.
- ✓ Throughout the year, the Independent BOD Member maintained effective collaboration with other BOD members, the EB, and the Company's management team. The Independent BOD Member highly appreciates the cooperation and support of all stakeholders during 2024.

2. Evaluation of the BOD and EB Performance

- According to the BOD's operational plan, the tasks executed in 2024 were aligned with AGM Resolutions, the Company's Charter, and internal corporate governance regulations.





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- All BOD members demonstrated a strong sense of responsibility and professionalism. Roles and responsibilities were clearly defined to safeguard the Company's interests, and each member executed their duties with diligence and caution.
- The BOD effectively carried out its role in implementing strategic plans and business directions set by the AGM. The BOD complied with legal regulations and corporate governance standards, convening regular and extraordinary meetings and utilizing written opinions to address emerging issues. Decisions were made promptly to ensure the best interests of the Company and Shareholders.
- BOD members holding executive positions actively participated in regular and extraordinary EB meetings. Major EB decisions were thoroughly analyzed, reviewed, and discussed with BOD members to ensure they aligned with the Company's interests.
- The BOD actively recognized its responsibility to support the EB by sharing experience and engaging in discussions on corporate governance practices.
- Despite facing economic challenges and geopolitical uncertainties, the Company successfully overcame difficulties and maintained sustainable growth. This achievement resulted from the strong leadership and decisive management of the BOD and EB, along with their commitment to cooperation, responsibility, and shareholder value protection.



Conclusion:

In 2024, the Board of Directors operated with a high level of responsibility, transparency, and adherence to corporate governance regulations applicable to public companies.

Independent Board Member

Hoang Trung Dung



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No.: .../2025/BC-BKS

Da Nang, April 18, 2025

SUPERVISORY BOARD REPORT

AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To:

- The General Meeting Presidium
- Esteemed Shareholders of Danang Pharmaceutical - Medical Equipment Joint Stock Company

In accordance with the Law on Enterprises, the Company's Charter, and relevant regulations, the Supervisory Board (SB) hereby presents the following key points to the General Meeting of Shareholders (GMS):

1. Supervisory Board Membership and Activities in 2024

1.1. Number of Supervisory Board Members

In 2024, the Supervisory Board consisted of three (03) members:

- Ms. Nguyen Thi Yen – Head of Supervisory Board
- Ms. Pham Thi Minh Ngoc – Member
- Ms. Nguyen Thi Thanh Thuy – Member

1.2. Supervisory Board Activities

The SB developed an annual work plan, assigned specific responsibilities to each member, and conducted inspections and oversight of the Company's operations, including:

- ✓ Reviewing and evaluating the financial statements (FS) and business performance report for 2023 to analyze financial health, operational efficiency, and capital preservation & growth.
- ✓ Monitoring the implementation of resolutions from the 2024 AGM, compliance with legal regulations, the Company's Charter, and internal management policies.
- ✓ Supervising and assessing corporate governance and management performance, ensuring transparency and risk mitigation in business operations.
- ✓ Monitoring timely and accurate public disclosures, verifying the authenticity of information provided to shareholders.





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✓ Ensuring full participation of all three (03) SB members in meetings and control activities. After each review, the SB documented its findings and recommendations to the BOD and Executive Board (EB) to enhance internal governance and protect shareholders' rights.

2. Monitoring of Financial Reporting and Business Performance

- The SB reviewed, analyzed, and validated quarterly, semi-annual, and annual FS before submission to the BOD and AGM, in agreement with the independent auditor's opinions.
- The FS were prepared and disclosed in accordance with accounting standards and legal requirements.
- No changes in accounting policies or tax regulations impacted financial disclosures.
- No material misstatements or inaccuracies were detected.
- The Company engaged AASC Auditing Firm Co., Ltd. as its independent auditor for 2024. The auditor:
 - Complied with audit timelines.
 - Maintained independence and objectivity in its audit opinion.

3. Oversight of the Board of Directors, Executive Board, and Management

Following the review of corporate governance activities and the Company's FS, the SB concludes:

- ✓ The BOD and EB fully complied with legal regulations in corporate management.
- ✓ All BOD members, executives, and managers fulfilled their roles and responsibilities as per the Company's Charter and AGM Resolutions.
- ✓ The BOD and EB ensured compliance with financial reporting and corporate governance disclosure requirements, following Circular 96/2020/TT-BTC issued by the Ministry of Finance on November 16, 2020.
- ✓ No shareholder complaints or disputes were received by the SB in 2024.

4. Coordination Between the Supervisory Board, BOD, EB, and Management

- ✓ The BOD provided all resolutions and decisions to the SB in a timely and transparent manner.
- ✓ The EB facilitated SB access to necessary business and financial information.
- ✓ The BOD, SB, EB, and management worked collaboratively to support business operations and governance.
- ✓ The SB appreciates the cooperation and support from the BOD and EB, which enabled effective oversight.
- ✓ No complaints were filed against the Company's management or governance in 2024.





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CÔNG TY CỔ PHẦN DƯỢC - THIẾT BỊ Y TẾ ĐÀ NẴNG

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5. Supervisory Board's Work Plan for 2025

To effectively fulfill its monitoring and oversight responsibilities, the SB has outlined the following key objectives for 2025:

- ✓ Ensuring compliance with legal regulations, the Company's Charter, and resolutions of the AGM and BOD.
- ✓ Continuing to monitor business management and corporate governance.
- ✓ Overseeing the execution of business strategies and operational plans.
- ✓ Reviewing and validating semi-annual and annual FS.
- ✓ Enhancing collaboration between the SB, BOD, and EB.
- ✓ Other duties as required by law and the Company's Charter.

The Supervisory Board hereby presents this report on 2024 activities and the 2025 work plan to the Annual General Meeting of Shareholders (AGM) 2025.

We sincerely appreciate your attention.

Respectfully submitted.

ON BEHALF OF THE SUPERVISORY BOARD

Head of Supervisory Board

Nguyen Thi Yen





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/2025/TTr-HĐQT

Da Nang, April 18th 2025

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AGENDA FOR DISCUSSION
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
DANANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT
STOCK COMPANY

Hereby presented to : General Meeting of Shareholders
Danang Pharmaceutical - Medical Equipment
Joint Stock Company

In accordance with the Charter on Organization and Operation of Danang Pharmaceutical - Medical Equipment Joint Stock Company (Dapharco) and prevailing legal regulations, the Board of Directors (BOD) hereby submits for consideration and discussion by the Annual General Meeting of Shareholders (AGM) the following matters within its purview, as detailed below:

AGENDA ITEM I. AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2024
AND BUSINESS PERFORMANCE RESULTS FOR THE YEAR 2024

A. Summary Financial Statements - Audited

- Assets

(Unit: VND)

No.	ITEM	31/12/2024	01/01/2024
I	SHORT-TERM ASSETS	1.077.395.804.950	641.075.714.301
1	Cash and Cash Equivalents	29.114.872.681	17.184.012.943
2	Short-term Financial Investments	123.544.270.909	103.060.000.000
3	Short-term Receivables	751.476.264.837	404.373.123.288
4	Inventories	164.092.519.226	112.349.311.852
5	Other Short-term Assets	9.167.877.297	4.109.266.218
II	LONG-TERM ASSETS	92.721.612.596	86.104.462.762
1	Fixed Assets	80.845.408.770	77.346.110.129
	- Tangible Fixed Assets	59.037.756.993	54.783.850.473
	- Intangible Fixed Assets	21.807.651.777	22.562.259.656
2	Long-term Assets in Progress	1.939.045.712	73.955.000
3	Other Long-term Assets	9.937.158.114	8.684.397.633
	TOTAL ASSETS	1.170.117.417.546	727.180.177.063



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- Sources of Funds

(Unit: VND)

No.	SOURCES OF FUNDS	31/12/2024	01/01/2024
I	LIABILITIES	966.678.479.560	531.042.143.239
1	Short-term Liabilities	964.196.879.560	528.124.718.239
2	Long-term Liabilities	2.481.600.000	2.917.425.000
II	EQUITY	203.438.937.986	196.138.033.824
1	Owners' Equity	203.438.937.986	196.138.033.824
	- Contributed Capital	153.493.280.000	153.493.280.000
	- Share Premium	9.215.548.634	9.215.548.634
	- Other Owners' Equity	2.334.190.178	2.334.190.178
	- Development Investment Fund	25.644.628.267	25.644.628.267
	- Undistributed After-Tax Profit	12.751.290.907	5.450.386.745
	TOTAL FUNDS	1.170.117.417.546	727.180.177.063

- 2024 Business Performance Results

(Unit: Billion VND)

No.	ITEM	2023 ACTUAL	2024		2024 Actual/2023 Actual	2024 Actual/ 2024 Plan
			PLAN	ACTUAL	(% Increase/ Decrease)	(%)
1	Total Revenue	945,6	720,0	1.392,7	47%	193%
2	Total Pre-Tax Profit	2,2	6,0	9,3	323%	155%
3	Profit After Corporate Income Tax	1,1	4,8	7,3	564%	152%
4	Basic Earnings Per Share	72,0	313,0	476,0	561%	152%

Note: Number of Shares in 2024: 15,349,328 shares

AGENDA ITEM II. PROFIT DISTRIBUTION PLAN AND FUND ALLOCATION FOR 2024 AND 2025 FORECAST

No.	CONTENT	DISTRIBUTION PLAN	
		2024 Actual	2025 Plan
1	Charter Capital	153.493.280.000	161.167.940.000

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2	Profit After Tax	7.300.904.162	8.000.000.000
3	Undistributed Profit After Tax	12.751.290.907	13.076.630.907
4	Dividend Payout Ratio (%)	5%	5%
	Projected Value at Par Value	7.674.660.000	8.058.390.000
	Payment Method	Shares	Shares
5	Remaining Undistributed Profit After Tax	5.076.630.907	5.018.240.907

AGENDA ITEM III. SHARE ISSUANCE PLAN FOR 2024 DIVIDEND PAYMENT TO AUGMENT CHARTER CAPITAL

1. Issuance Purpose:

- Increase capital scale, enhance financial capacity to access bank loans.
- Ensure cash flow for the Company to implement investment projects.

2. Overview:

- Share Name: Shares of DaNang Pharmaceutical - Medical Equipment Joint Stock Company
- Share Type: Common shares, freely transferable
- Par Value: VND 10,000 per share
- Issuance Price: VND 10,000 per share
- Total Outstanding Shares: 15,349,328 shares
- Expected Number of Shares to be Issued: 767,466 shares
- Total Shares Expected After Issuance: 16,116,794 shares
- Charter Capital Before Issuance: VND 153,493,280,000
- Expected Increase in Charter Capital: VND 7,674,660,000
- Expected Charter Capital After Issuance: VND 161,167,940,000
- Additional issued shares will be centrally registered at the Vietnam Securities Depository and Clearing Corporation and registered for additional trading on the Upcom trading system at the Hanoi Stock Exchange in accordance with legal regulations.

3. Details:

- Expected Total Number of Shares to be Issued: 767,466 shares
- Total Expected Issuance Value at Par Value: VND 7,674,660,000
- Issuance Target: Existing shareholders of the Company whose names are on the list at the final registration date to exercise the right to receive stock dividends.



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- Rights Exercise Ratio: 100:5 (On the final registration date to close the shareholder list to exercise the right, shareholders owning 100 shares will receive dividends of 05 newly issued shares, corresponding to a stock dividend payout ratio of 5%)
- Rounding Principle and Plan for Handling Fractional Shares: The number of shares issued to pay dividends to each shareholder will be rounded down to the unit, and fractional shares (if any) will be canceled and not implemented.
- Implementation Funding Source: From undistributed after-tax profit as of December 31, 2024, based on the audited 2024 financial statements.
- Expected Implementation Time: In the third quarter of 2025 (After receiving the certificate from the State Securities Commission)

4. Authorization to the Board of Directors:

The General Meeting of Shareholders authorizes the Board of Directors to:

- Select and decide the shareholder list closing date and stock dividend payment date.
- Amend and supplement the Company's Charter and carry out the procedures for registering an increase in charter capital, changing the business registration certificate, and business registration content according to the new charter capital level after issuance.
- Carry out the necessary procedures to complete the issuance of shares to pay dividends to increase charter capital in accordance with legal regulations and company regulations.

AGENDA ITEM IV. EXEMPTION FROM PUBLIC TENDER OFFER

The Board of Directors of Danang Pharmaceutical - Medical Equipment Joint Stock Company (stock code: DDN) respectfully submits to the General Meeting of Shareholders for consideration and approval of the exemption from a public tender offer, with specific information as follows:

1. Transferee:

- Shareholder Name: Do Thanh Trung
- ID number: 033072014636, Issue Date: July 8, 2022, Issuing Authority: Department of Administrative Management of Social Order Police
- Address: Trung Hoa, Cau Giay, Hanoi
- Number of DDN Shares Held: 543,170 shares, representing 3.54% of the Company's charter capital
- Representative of DDN Share Ownership: Megram Joint Stock Company (holding company) holds 7,829,019 shares, representing 51% of the Company's charter capital.

2. Transferor:

- Shareholder Name: Trinh Thi Ngoc Lan
- Address: Bac Son, Bim Son, Thanh Hoa

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- Number of DDN Shares Held: 391,730 shares, representing 2.55% of the Company's charter capital

3. Transfer Method: Negotiated transactions and/or order matching in accordance with legal regulations.

4. Implementation Time: After the 2025 Annual General Meeting of Shareholders of Danang Pharmaceutical - Medical Equipment Joint Stock Company approves.

5. Exemption Condition: In the event that the Transferee purchases DDN shares from the Transferor and/or purchases additional DDN shares from other shareholders, resulting in direct or indirect ownership reaching or exceeding 55%, 65%, 75% of the voting shares of Danang Pharmaceutical - Medical Equipment Joint Stock Company at the time of transaction completion, the Transferee shall not be required to conduct public tender offer procedures as stipulated.

ISSUE V. 2025 BUSINESS PRODUCTION PLAN

Some Indicators:

Unit: Billion VND

No.	CONTENT	UNIT	2024 Actual	2025 Plan	% Increase(+)/ Decrease (-)
1	Revenue	Billion VND	1.392,7	1.200,0	-13,8%
2	Profit Before Tax	Billion VND	9,3	10,0	+7,5%
3	Profit After Tax	Billion VND	7,3	8,0	+9,6%
4	Dividend Payout	% of Charter Capital	5%	5%	0,0%
5	Earnings Per Share	VND	476	496	+4,2%

Note: Expected number of shares for 2025: 16,116,794 shares (After distributing the 2024 dividend at a rate of 5% in shares)

The General Meeting of Shareholders authorizes the Board of Directors to develop and implement specific strategies to execute the 2025 business production plan.

AGENDA ITEM VI. REMUNERATION FOR THE BOARD OF DIRECTORS AND SUPERVISORY BOARD 2025

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2025 remuneration for members of the Board of Directors and the Supervisory Board as follows:

Position	Remuneration/Month
Board of Directors:	

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Position	Remuneration/Month
- Chairman of the Board of Directors	3.000.000 VND
- Member of the Board of Directors	2.000.000 VND
- Secretary of the Board of Directors/Company Governance Officer	1.000.000 VND
Supervisory Board:	
- Head of the Supervisory Board	1.500.000 VND
- Member of the Supervisory Board	1.000.000 VND

AGENDA ITEM VII. SELECTION OF AUDIT FIRM FOR 2025 FINANCIAL STATEMENTS

To conduct the semi-annual financial statement review and the annual financial statement audit for 2025, it is proposed that the General Meeting of Shareholders authorize the Board of Directors to select one of the following audit firms, which are all listed on the State Securities Commission (SSC)'s published list:

- Ho Chi Minh City Auditing and Informatics Services Co., Ltd. (AISC);
- AAC Auditing and Accounting Co., Ltd.;
- AASC Auditing Firm Co., Ltd.;
- A&C Auditing and Consulting Co., Ltd.

In the event that it is not possible to select one of the aforementioned audit firms, the Board of Directors will select another audit firm from the SSC's published list to audit the Company's financial statements.

AGENDA ITEM VIII. AMENDMENT OF BUSINESS SECTOR DETAILS AND REVISION OF THE COMPANY'S CHARTER

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the amendment of business sector details as follows:

No.	Current Business Sector (as per existing industry classification)	Amended Business Sector Details	Industry Code	Main Business Sector
1	Activities of general medical clinics, specialized clinics, and dental clinics	Activities of general medical clinics, specialized clinics, and dental clinics		
	Details: Pediatric specialty clinic, Obstetrics and Gynecology specialty		8620	



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No.	Current Business Sector (as per existing industry classification)	Amended Business Sector Details	Industry Code	Main Business Sector
clinic (without inpatient care)				

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the amendment and supplementation of the Company's Charter in accordance with the above amendments to the business sector details and authorizes the Board of Directors to finalize and promulgate the Company's new Charter.

AGENDA ITEM IX. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD FOR THE 2025-2030 TERM

2025 is the first year of the 2025-2030 term for the Board of Directors and the Supervisory Board. Based on the provisions of the Enterprise Law and the Company's Charter, the Board of Directors submits to the General Meeting of Shareholders the election of members of the Board of Directors and the Supervisory Board for the new term.

- The list of candidates for election to the Board of Directors and the Supervisory Board, and related information, will be published on the Company's website at: <https://dapharco.com.vn/dai-hoi-co-dong>

The above are the contents submitted to the General Meeting of Shareholders for approval.

We sincerely appreciate your attention.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Nguyễn Lương Tâm





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DANANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT STOCK COMPANY

DANANG PHARMACEUTICAL -
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STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

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No:/2025/NQ-ĐHĐCĐ

Da Nang, April ...2025

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RESOLUTION ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 DA NANG PHARMACEUTICAL - MEDICAL EQUIPMENT JOINT STOCK COMPANY

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;
- Pursuant to the Charter of Organization and Operation of Da Nang Pharmaceutical - Medical Equipment Joint Stock Company;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2025 of Da Nang Pharmaceutical - Medical Equipment Joint Stock Company dated ...;

RESOLVES

- Article 1.** Unanimously approve the Board of Directors' report on business performance in 2024 and the business plan for 2025.
- Article 2.** Unanimously approve the evaluation report on the activities of the Board of Directors by the Independent Board Member for 2024
- Article 3.** Unanimously approve the Supervisory Board's report on its activities in 2024 and its operation plan for 2025.
- Article 4.** Unanimously approve the 2024 financial statements audited by AASC Auditing Firm Co., Ltd. (Hanoi).
- Article 5.** Unanimously approve the 2024 profit distribution plan and the establishment of funds.
- Article 6.** Unanimously approve the dividend payment plan...
- Article 7.** Unanimously approve the production, business, profit, and dividend plans for 2024 of the Company.
- Article 8.** Unanimously approve the remuneration plan for the Board of Directors and the Supervisory Board in 2025 amounting to ...
- Article 9.** Unanimously approve the content of the exemption from public tender offer as presented.
- Article 10.** Unanimously authorize the Board of Directors of Pharmaceutical - Medical Equipment Da Nang Joint Stock Company to select one of the following





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audit firms to review the semi-annual financial statements and audit the 2025 financial statements:

- HCMC Auditing and Informatics Services Co., Ltd. (AISC);
- AAC Auditing and Accounting Co., Ltd.;
- AASC Auditing Firm Co., Ltd.;
- A&C Auditing and Consulting Co., Ltd.

If none of the above audit firms can be selected, the Board of Directors will select another audit firm from the list published by the State Securities Commission to review the semi-annual financial statements and audit the Company's financial statements.

Article 11. Unanimously approves the amendment of business sector details as presented and authorizes the Board of Directors to issue amendments and supplements to the Company's Charter in accordance with the above content.

Article 12. Unanimously approves the list of candidates for election as members of the Board of Directors and the Supervisory Board for the 2025-2030 term.

Article 13. Unanimously approves the election regulations for members of the Board of Directors and the Supervisory Board for the 2025-2030 term.

Article 14. Unanimously approves the list of elected members of the Board of Directors and the Supervisory Board for the 2025-2030 term.

Article 15. The General Meeting of Shareholders authorizes the Board of Directors of Danang Pharmaceutical and Medical Equipment Joint Stock Company to organize, implement, and supervise the execution of the resolutions of the General Meeting.

The General Meeting of Shareholders has voted with 100% approval to pass the full text of the Resolution of the 2025 Annual General Meeting of Shareholders of Danang Pharmaceutical - Medical Equipment Joint Stock Company, which takes effect from ... [date] ..., 2025.

**ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRPERSON OF THE MEETING**

Recipients:

- *Company shareholders;*
- *State Securities Commission;*
- *Hanoi Stock Exchange;*
- *Board of Directors;*
- *General Director;*
- *Archived.*

