

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019 OF DHG PHARMACEUTICAL JOINT STOCK COMPANY

Today, at 8:30 am on 29th June 2020, at Muong Thanh Can Tho Hotel (Lot E1, Cai Khe River Islet, Cai Khe Ward, Ninh Kieu District, Can Tho City), DHG Pharma (Business number: 1800156801, dated for the first time on 15 September 2004, 28th revision on 02 January 2020 at the Department of Planning and Investment of Cantho City), the Annual General Meeting of Shareholders 2019 (*hereinafter referred to as "AGM"*) was held with the following details:

I. Attendants and legal validity of the AGM:

1. Attendants

- Members of the Board of Directors (BOD), Board of Management (BOM) of DHG Pharma, comprising of:

No.	Full name	Title
1.	Ms. Dang Thi Thu Ha	BOD Chairwoman
2.	Mr. Masashi Nakaura	BOD Member General Director
3.	Mr. Doan Dinh Duy Khuong	BOD Member Chief Operating Officer
4.	Mr. Phan Minh Tien	Independent BOD member Head of Nomination Committee
5.	Mr. Do Le Hung	Independent BOD member Head of Audit Committee
6.	Ms. Nguyen Ngoc Diep	Deputy General Director
7.	Mr. Tomoyuki Kawata	Deputy General Director

- Representatives of Deloitte Vietnam Co., Ltd.
- Shareholders of the Company.

2. The legal validity of the AGM:

Pursuant to the Minutes No. 001/2020/BB.ĐHĐCĐ dated 29 June 2020 of the Shareholder Eligibility Verification Committee, Ms. **Phan Vu Anh Ngoc** – Head of the Shareholder Eligibility Verification Committee declares shareholders, who are eligible to attend the AGM 2019 of DHG Pharma as follows:

No.	Shareholders attending at the AGM	Number of shareholders	Number of shares	Percentage of voting shares
1.	Total voting shares in accordance with the list of shareholders dated 12 th May 2020	4,056	130,746,071	100%
2.	The number of absent shareholders or shareholders not authorizing any parties to attend the Meeting	3,450	6,301,468	4.82%
3.	The number of shareholders attending the Meeting <i>(Including shareholders officially attending the Meeting and shareholders authorizing their attendances at the Meeting).</i>	606	124,444,603	95.18%

Pursuant to Article 141 of the Law on Enterprise 2014 and Clause 1, Article 23 of the Charter of DHG Pharma, the AGM of DHG Pharma on 29 June 2020 representing 95.18% of the total voting shares of the Company is legal and valid.

II. Contents of the AGM:

1. Mr. Phan Luong Khai Hoan – On behalf of the Organizing Board introduces the AGM Chair, the Secretariat Committee, the Supervisory Committee and the Vote Counting Committee.

The AGM Chair

- + Ms. Dang Thi Thu Ha – BOD Chairwoman - Chair
- + Mr. Masashi Nakaura – BOD Member, General Director - Member
- + Mr. Doan Dinh Duy Khuong – BOD Member, Chief Operating Officer - Member

The Meeting Secretariat Committee

- + Ms. Duong Kim Loan – BOD Secretary, Person in charge of corporate governance - Head
- + Ms. Tran Thi Nhung Gam – Deputy Manager of Finance Dept. - Member

The Meeting Supervisory Committee

- + Mr. Trinh Hoang Thang – HR Dept. - Head
- + Mr. Dinh Van Dat – FN Dept. - Member

- + Mr. Truong Xuan Nam (Shareholder's code: A0223, Mr. Truong Xuan Nam owns 250 shares, accounted for 0,00% of ownership ratio) represents shareholders to supervise the AGM Supervisory Committee.

The Vote Counting Committee

- + Mr. Ho Buu Huan – Chief Accountant - Head
- + Ms. La Thi Minh Thu – Finance Department - Member
- + Ms. Nguyen Thi Ngoc Chau – Finance Department - Member

- ⇒ **Voting percentage by way of showing votes: 100%** of shareholders attending the Meeting unanimously pass the Chair, the Secretariat Committee, the Supervisory Committee and the Vote Counting Committee.
2. Mr. Phan Luong Khai Hoan – on behalf of the organizing board presents the Meeting agenda, working regulations and voting rules at the AGM 2019.
 - ⇒ **Voting percentage by way of showing votes: 100%** of shareholders attending the Meeting unanimously pass the Meeting agenda, working regulations and voting rules at the Meeting.
 3. Mr. Doan Dinh Duy Khuong – BOD Member, Chief Operating Officer presents “Report of the BOD 2019 – business plan 2020: (1) Report on the Company's performance in 2019; (2) Performance and remuneration of the BOD in 2019; (3) Production and business plan for 2020” (Report No. 001/2020/BC.ĐHĐCĐ dated 22 May 2020 enclosed).
 4. Mr. Do Le Hung – BOD Member, Head of Audit Committee presents “Report of Audit Committee in 2019” (Report No.002/2020/BC.ĐHĐCĐ dated 22 May 2020 enclosed).
 5. Mr. Do Le Hung – BOD Member, Head of Audit Committee presents “Statement on the selection of an independent auditor for 2020 financial statements of DHG Pharma” (Statement No.002/2020/TTr.ĐHĐCĐ dated 22 May 2020 enclosed).
 6. Mr. Ho Buu Huan – Chief Accountant of the Company presents “The audited consolidated financial statement FY 2019” (Report No.003/2020/BC.ĐHĐCĐ dated 22 May 2020 enclosed)
 7. Mr. Doan Dinh Duy Khuong – BOD Member, Chief Operating Officer presents “Statement on profit distribution 2019 and the profit distribution plan 2020” (Statement No.001/2020/TTr.ĐHĐCĐ dated 02 June 2020 enclosed).
 8. Mr. Vo Hoang Tam – Manager of Legal Department presents “Statement on supplementing the business lines of DHG Pharma and amending the Charter in accordance with the new supplementary business lines.” (Statement No.003/2020/TTr.ĐHĐCĐ dated 22 May 2020 enclosed).
 9. Discussion, questions from shareholders and answers from the Chair about the Meeting contents:

Questions and opinions of shareholders	Answers from the Chair
<p>Opinion of Mdm Pham Thi Viet Nga - former BOD member, General Director, a shareholder of the Company.</p> <ul style="list-style-type: none"> - I realize that the business situation in 2019 was difficult. Moving forward to 2020, it was even more difficult. In the coming years, I think DHG will face challenges when joining the hospital channel, where domestic enterprises are owning high-standard factories. - I would like to congratulate the Board of Directors and the Board of Management of DHG Pharma. Although there have been numerous personnel changes over the past time and facing the difficult economic situation, you still maintained a good performance for the Company. - DHG Pharma has been a leader in terms of sales and market. The Board of Directors needs to quickly upgrade the factories to high-standards to increase their competitive advantages. 	<p><u>Ms. Dang Thi Thu Ha – AGM Chair:</u></p> <ul style="list-style-type: none"> - Thanks for the comments and contribution of Mdm. Pham Thi Viet Nga. This afternoon, the BOD will hold a meeting to discuss about the business plans and the upgrading of high standards for strategic product lines. - Next, I would like to invite Mr. Nakaura – CEO to provide more details on the standard upgrade plan. <p><u>Sharing of Mr. Masashi Nakaura:</u></p> <ul style="list-style-type: none"> - OTC is Taisho’s strength. Taisho has supported DHG Pharma in technology transfer, product development & research and standardization in production. - Many thanks to Mdm. Nga’s sharing. We agree with your viewpoint - quality is the first priority. Additionally, when joining DHG Pharma as a General Director, I also focus on developing marketing, finance, and human resources to enhance DHG Pharma to global standards. And most importantly, we want to upgrade the factory standard to help DHG Pharma further develop. I, together with Mr. Doan Dinh Duy Khuong (COO) and DHG Pharma's employees will work towards these goals. <p>Ms. Dang Thi Thu Ha invited Mr. Doan Dinh Duy Khuong to share more information on how high standards will help DHG Pharma in terms of market growth:</p> <ul style="list-style-type: none"> - According to the pharmaceutical industry trend in recent years, the hospital channel experiences a high growth rate while the pharmacy channel is still facing a passive growth.

Questions and opinions of shareholders	Answers from the Chair
	<ul style="list-style-type: none"> - In order to enter the hospital channel, the factory's high standard will be more advantageous. It is the same for ETC management regulation. DHG Pharma's Pharmacy channel accounts for 85%, but nearly 50% of them is ETC. The Company's targets to have its ETC available in the hospital channel. Bidding with high standards will help DHG Pharma's Pharmacy channel grow easier. Simultaneously, upgrading the factory to a high standard follows the trends of the world. The Board of Management is looking forward to receiving the support of the Board of Directors and shareholders for this strategy. - Ms. Dang Thi Thu Ha added: In addition to upgrading the factories to high standards, the Board of Directors receives contributions from independent members with extensive experience in internal audit and marketing. Therefore, shareholders can feel secure when investing in the Company.

10. Ms. **Phan Vu Anh Ngoc** – Head of the Shareholder Eligibility Verification Committee reports to the Meeting the report on the shareholder eligibility verification by the time of casting “voting ballot” as follows:

No.	Shareholders attending the AGM	Number of shareholders	Number of shares	Percentage (%) of voting shares
1.	Total voting shares in accordance with the list of shareholders dated 12 May 2020.	4,056	130,746,071	100%
2.	The number of absent shareholders or shareholders not authorizing any parties to attend the Meeting	3,444	6,270,076	4.80%

No.	Shareholders attending the AGM	Number of shareholders	Number of shares	Percentage (%) of voting shares
3.	The number of shareholders attending the Meeting (Including shareholders officially attending the Meeting and shareholders authorizing their attendances at the Meeting).	612	124,475,995	95.20%

11. Shareholders conduct voting on the Meeting contents by “Voting ballot” and the Company announces the voting result.

Pursuant to the minutes of Vote Counting No.002/2020/BB.ĐHĐCĐ dated 29 June 2020 announced at the Meeting by Mr. Ho Buu Huan:

No.	Voting contents	For		Against		Abstain	
		Shares	Ratio %	Shares	Ratio %	Shares	Ratio %
1.	Report No.001/BC.ĐHĐCĐ of the Board of Directors 2019 – business plan 2020. Part 1: Report on the Company's performance in 2019.	124,461,728	99.99	0	0.00	14,267	0.01
2.	Report No.001/BC.ĐHĐCĐ of the Board of Directors 2019 – business plan 2020. Part 2: Performance and remuneration of the BOD in 2019.	124,461,598	99.99	0	0.00	14,397	0.01
3.	Report No.001/BC.ĐHĐCĐ of the Board of Directors 2019 – business plan 2020. Part 3: Production and business plan for 2020.	124,461,728	99.99	0	0.00	14,267	0.01
4.	Report No.002/2020/BC.ĐHĐCĐ of the Audit Committee 2019.	124,461,673	99.99	0	0.00	14,322	0.01
5.	Report No.003/2020/BC.ĐHĐCĐ in terms of the audited consolidated financial statement FY 2019.	124,461,673	99.99	0	0.00	14,322	0.01
6.	Statement No.001/2020/TTr.ĐHĐCĐ: Part 1: Profit distribution 2019.	124,461,673	99.99	0	0.00	14,322	0.01
7.	Statement No.001/2020/TTr.ĐHĐCĐ: Part 2: Profit distribution plan 2020.	124,461,673	99.99	0	0.00	14,322	0.01
8.	Statement No.002/2020/TTr.ĐHĐCĐ on the selection of an independent auditor for 2020 financial statements.	124,461,598	99.99	0	0.00	14,397	0.01
9.	Statement No.003/2020/TTr.ĐHĐCĐ - supplementing the business lines of	124,461,748	99.99	0	0.00	14,247	0.01

No.	Voting contents	For		Against		Abstain	
		Shares	Ratio %	Shares	Ratio %	Shares	Ratio %
	DHG Pharma and amending the Charter in accordance with the new supplementary business lines.						

As such, the contents voted by “voting ballot” have been validly passed at the Meeting because the voting percentage for each issue ensures the minimum voting percentage passed by the Resolution as stipulated in Article 25 of the Company’s Charter.

12. Ms. **Tran Thi Nhung Gam** – Meeting Secretary reports the minutes of the AGM 2019.

⇒ **Voting percentage by way of showing votes: 100%** of shareholders attending the Meeting unanimously pass the minutes of the AGM 2019.

The AGM 2019 of DHG Pharma ends at 11:00 am on the same date.

The contents that have been passed at the Meeting shall be included in the Resolution of the AGM 2019 dated 29 June 2020 of DHG Pharma.

The minutes of the Meeting is made in 02 (two) original copies with equal legal force. The BOD’s secretary and the Company’s Administration Department archive the documents.

SECRETARIAT COMMITTEE

**CHAIRWOMAN OF THE
ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2019 OF
DHG PHARMACEUTICAL JSC**

Duong Kim Loan

Tran Thi Nhung Gam

**Dang Thi Thu Ha
CHAIRWOMAN OF THE BOD**

[NOTICE: This Convocation Notice is a translation of the Vietnamese language original for convenience purpose only, and in the event of any discrepancy, the Vietnamese language original shall prevail.]