

RESOLUTION
2020 ANNUAL GENERAL MEETING
TRAPHACO JSC

GENERAL ASSEMBLY OF SHAREHOLDERS

Pursuant to the Enterprise Law No. 68/2014/QH13 by the 13th National Assembly of the Socialist Republic of Vietnam dated 26/11/2014;

Pursuant to the Securities Law No. 70/2006/QH11 by the 11th National Assembly of the Socialist Republic of Vietnam dated 29/6/2006;

Pursuant to the Corporate Charter of TRAPHACO JSC;

Pursuant to the Minutes of Meetings of the 2020 AGM of Traphaco No. 13/2020/BB-ĐHĐCĐ dated 26/3/2020.

RESOLVE

ARTICLE 1. APPROVE THE REPORTS FOR 2019

The General Assembly of Shareholders approved the 2019 Reports of the Board of Directors, the Board of Supervisors, and audited consolidated financial statements:

Some basic indicators of business operations in 2019:

No.	Indicator	Plan of 2019	Results in 2019	The ratio compared to planned	The ratio compared to 2018
		<i>billion VND</i>	<i>billion VND</i>	%	%
1	Net revenue from sales and services	1,850	1,710	92%	95%
1.1	<i>Manufactured goods:</i>	<i>1,560</i>	<i>1,410</i>	90%	96%
1.2	<i>Consigned Export-Import goods and services, other products:</i>	60	73.5	122.5%	75.8%
1.3	<i>Revenue from subsidiaries</i>	230	228	99%	100%
2	Consolidated profit after tax	170	170.6	100%	100%

Basic indicators of the 2019 audited financial statements (consolidated)

No.	Indicator	Amount (VND)
1	Total assets	1,571,511,988,088
2	Equity <i>Of which:</i>	1,116,169,959,036
2.1	<i>Paid-in capital</i>	<i>414,536,730,000</i>
2.2	<i>Capital surplus</i>	<i>133,021,732,000</i>
2.3	<i>Investment and Development Fund</i>	<i>377,188,672,853</i>
2.4	<i>Retained earnings</i>	<i>95,211,969,791</i>
3	Gross sales	1,710,439,868,422
4	Cost of goods sold	770,011,246,983
5	Selling expenses	489,643,762,133
6	Operating expenses	222,945,532,474
7	Profit before tax	214,838,737,402
8	Profit after tax	170,592,226,504
9	Profit after tax attributable to the parent company's shareholders	153,427,254,762

Detailed report in the Statement to the 2020 AGM.

*The AGM votes and approves with **100%** of the shares with voting rights at the AGM.*

ARTICLE 2. APPROVE THE DIRECTIONS AND TASKS OF PRODUCTION AND BUSINESS ACTIVITIES IN 2020

The AGM unanimously approves the 2020 business plan with main indicators as follows:

No.	Key indicators	Unit	Amount	Growth compared to 2019 (%)
1	Consolidated revenue (<i>without VAT</i>)	billion VND	2,000	16%
1.1	Parent Company's Revenue	billion VND	1,750	24%
	Revenue from production (by Traphaco and Subsidiaries):	billion VND	1,630	16%
	Revenue from distributed products (Natural Factors,...)	billion VND	120	70%
1.2	Revenue from subsidiaries	billion VND	250	9%
2	Consolidated profit (<i>after tax</i>)	billion VND	180	9%

No.	Key indicators	Unit	Amount	Growth compared to 2019 (%)
3	Increase in the income of the parent company's employees compared to 2019	%	5%	

- Shift the strategy focus to Development of western medicines: revenue growth rate of 20% annually from now to 2025;
- Continue to deploy 5 major solutions: Details from the annual plan target into goals of Departments, Committees and divisions; Innovating Marketing activities; Focus on the ETC market; Change the way of contracting and applying KPI to calculate salary for sales bloc; Implementation of cost limit;
- Building and applying Traphaco Culture in a new phase
- Promote imported products;
- Technology transfer;
- Through the Representative, strengthen the governance, ensure the operation in accordance with the direction of the parent company; improve the performance, achieve the targets of 2020 plan; contribute to the value chain of Traphaco.

Detailed report in the Statement to the 2020 AGM.

The AGM votes and approves with 100% of the shares with voting rights at the AGM.

ARTICLE 3. APPROVE THE PLAN OF DISTRIBUTION OF AFTER-TAX PROFIT IN 2019

According to the 2019 audited financial statements of TRAPHACO JSC, the Profit after tax attributable to the parent company's shareholders in 2019 is VND **153,427,254,762** (according to the consolidated statement)

The AGM unanimously approves the distribution plan of the after-tax profit in 2019 as follows:

Indicator	Ratio	Amount (VND)
Consolidated profit after tax (minus minority interest) for distribution		153,427,254,762
Bonus and welfare fund	9%	13,808,452,929
Dividend payout, 2019	30% of par value (cash)	124,351,620,000
Investment and Development Reserve	50% of the residual profit	7,633,590,917
Retained earnings	50% of the residual profit	7,633,590,916

- Remuneration of the Board of Directors VND 3,500,000,000.

- Remuneration of the Board of Supervisors VND 600,000,000.

() Remuneration of the Board of Directors and the Board of Supervisors shall be included in the operating expenses.*

The AGM votes and approves with 100% of the shares with voting rights at the AGM.

ARTICLE 4. APPROVE THE PROFIT DISTRIBUTION PLAN FOR 2020; REMUNERATION OF THE BOARD OF DIRECTORS, BOARD OF SUPERVISORY IN 2020

The AGM unanimously approves the distribution plan of the after-tax profit in 2020 as follows:

Indicator	Ratio
Bonus and welfare fund	9% consolidated EAT,
Dividend payout, 2020	30% of face value in cash
The residual profit will be allocated to the Investment and Development Reserve and undistributed profits	The rest

- Remuneration of the Board of Directors VND 3,500,000,000.

- Remuneration of the Board of Supervisors VND 600,000,000.

() Remuneration of the Board of Directors and the Board of Supervisors shall be included in the operating expenses.*

The General Assembly of Shareholders authorizes the Board of Directors to temporarily pay out the bonus and welfare fund in the year based on the actual results of production and business and profit in the year according to the proportion already approved by the General Assembly of Shareholders.

The AGM votes and approves with 100% of the shares with voting rights at the AGM.

ARTICLE 5. APPROVE THE SELECTION OF AN AUDIT FIRM FOR THE FINANCIAL YEAR OF 2020

The General Assembly of Shareholders authorized the Board of Directors to select and approve the Auditing Company within the Big4 group, approved by the State Securities Commission, in accordance with the size and requirements of the Company, to audit the annual financial statements and review of quarterly financial statements (if necessary at the request of the State management agency) and assign the CEO to sign an audit contract.

The AGM votes and approves with 100% of the shares with voting rights at the AGM.

ARTICLE 6. APPROVE THE SIGNING OF CONTRACTS with TRAPAHCO CNC JSC & TRAPHACO Hung Yen Co., Ltd.

The General Assembly of Shareholders unanimously approved the signing of contracts with Traphaco High-tech Joint Stock Company and Traphaco Hung Yen Co., Ltd., assigned to the Board of Directors in 2020 to actively review and approve the contracts signed between Traphaco JSC with Traphaco High-tech Joint Stock Company and Traphaco Hung Yen Co., Ltd., in the spirit of ensuring Traphaco's interests. The CEO, based on BoD' approval, to sign and implement signed contracts with Traphaco High-tech Joint Stock Company and Traphaco Hung Yen Co., Ltd.

The AGM votes and approves with 100% of the shares with voting rights at the AGM.

ARTICLE 7. ADDING AND UPDATING BUSINESS LINES

The General Assembly of Shareholders unanimously approved:

- Adding 03 following business lines for the Company:
 - 4772 - Retail sale of drugs, medical supplies, cosmetics and sanitary articles in specialized stores;
 - 4722 - Retail sale of food in specialized stores;
 - 4791 - Retail sale by mail order or internet;

- Update industry code:
 - 0128 - Growing of spices, medicinal plants, perennial aromatic plants.

Authorize the Board of Directors to implement the amending the provisions of business lines in the Charter of the Company in accordance with the additional content, updated above.

The AGM votes and approves with 100% of the shares with voting rights at the AGM.

ARTICLE 8. ADDITIONAL ELECTION 03 MEMBER OF THE BOARD OF DIRECTORS 2016-2020

The General Assembly of Shareholders approved the dismissal of the position of member of the Board of Directors of Traphaco Joint Stock Company for Mr. **Nguyen Quoc Huy**, Mr. **Ji Chang Won**, Mr. **Lee Choong Hwan**.

The General Assembly of Shareholders approved the election of Mr. **Vu Tri Thuc**, Mr. **Lee Tae Yon**, Mr. **Chung Ji Kwang** as members of the Board of Directors of Traphaco Joint Stock Company for the 2016-2020 term.

ARTICLE 9. ADDITIONAL ELECTION 01 MEMBER OF THE BOARD OF SUPERVISORS 2016-2020

The General Assembly of Shareholders approved the dismissal of the position of member of the Board of Supervisors of Traphaco Joint Stock Company for Ms. **Trần Thị Lý**.

The General Assembly of Shareholders approved the election of Mr. **Kwon Ki Bum** as a member of the Board of Supervisors of Traphaco Joint Stock Company for the 2016 - 2020 term.

ARTICLE 10. TERMS OF ENFORCEMENT

This Resolution shall take effect from March 26th, 2020.

The General Assembly of Shareholders assign members of the Board of Directors, the Company's Executive Board and the related persons to be responsible for the implementation of this Resolution.

Recipients:

- Shareholders, Website TRAPHACO;
- SSC/Stock Exchange;
- Members of BoD, Executive Board;
- Member of Board of Supervisors
- Archive HC.

Attachments:

- The AGM' MoM in 2020;
- Minutes of shareholders' status verification;

**B/O. GENERAL ASSEMBLY OF
SHAREHOLDERS
CHAIRWOMAN OF THE AGM -
CHAIRWOMAN OF BOD**

(signed)

MSc. Vu Thi Thuan