



## **B. CONFERENCE CONTENT :**

**Mr. Le Anh Phuong - Chairman of the Board of Directors and Deputy General Director approved:**

1. Board of Directors' performance report 2024 .
2. Report to the Board of Directors on production and business results for the period (2020-2024) and Directions and tasks for the period (2025-2030)

**Ms. Huynh Thi Lan - Vice Chairman of the Board of Directors and General Director approved:**

3. Report on the implementation of the 2024 production and business plan and the 2025 operating direction .

**Mr. Phan Anh Tai - Chief Accountant approved:**

4. Audited financial results for 2024 .
5. Proposal for Profit Distribution and Dividend Distribution in 2024 .

**Mr. Nguyen Ba Khoa - Member of the Board of Supervisors approved:**

6. Report of the Board of Supervisors .
7. Proposal for selecting an auditing company to conduct the audit report for the 2025 fiscal year.

**Ms. Dang Thi Kim Lan - Member of Board of Directors and Deputy General Director approved:**

8. Proposal to amend and supplement details of Business Lines and Professions .
9. Proposal to amend and supplement the Company Charter.
10. Proposal to amend and supplement the Internal Regulations on corporate governance.
11. Report on operating expenses of the Board of Directors and Board of Supervisors in 2025; Reward the Board of Directors, Executive Board and Supervisory Board in 2025 when profit exceeds plan .
12. Proposal for issuance of shares under the employee stock option program in the company .

**Mr. Le Anh Phuong - Chairman of the Board of Directors and Deputy General Director approved:**

13. Report on approval of Phase II Project at High-Tech Park - Ho Chi Minh City
14. Report on the personnel structure of the Board of Directors and Supervisory Board for term VI (2025-2030 ).
15. Discussion and comments of delegates and shareholders on Reports and Submissions:

### **Shareholder 582 :**

- In 2024, the dividend rate is 5%, compared to the profit amount, is it too little? Are not?
- About sheet program release onion neck vote give core pill labour company with price 15,000 copper/share vote is real disadvantage with those neck winter Satisfied copper onion with labour company much year, because before This they I also Okay labour company sell neck vote with price advantage treat But High than much compared to this stock issuance.

### **Owner president group**

We appreciate and thank the shareholders for accompanying the company. We would like to

answer shareholder question 582.

- The dividend rate in 2024 is 5%, which is the effort and best effort of Mekophar company, because 2025 will still have many difficulties.

- About job release onion neck vote advantage treat time This give core pill, People labor dynamic (NLĐ) in the company , this is the content that was approved by the 2024 shareholders' meeting, due to an inappropriate procedure, the company has not been able to implement it, this year the company re-submitted to the meeting, it is not new content. The stock price is sometimes high, sometimes low depending on the time, this time the issuance according to the selection program for employees currently working at the company is to want everyone in the program to shoulder the company according to each person's task.

### **Shareholder 608 :**

- The factory cooperates with Japan, currently the sales are very low, so what solutions does the company's board of directors have in the future to change the situation to be worth the time and money spent?

- Phase II project of the factory with investment capital as reported, will the company issue more shares? Or rely on loans and current capital.

- Regarding the inventory issue, I am sorry that the amount of money is a bit too much. As a loyal shareholder of the company for many years, I am very happy that the company has played an important role during the Covid epidemic period. This is also a risk, but other companies do not face this situation. I hope the Board of Directors will review and avoid this risk in the future.

### **Owner president group:**

- Regarding Mekophar BP factory, when building the factory and signing the contract with Nipro, the plan was to export 80% of goods to Japan, and 20% of goods to Vietnam. But now we are facing many difficulties when exporting goods to Japan. The plan is to have a total of 07 products of Japan with a very large output but in the end only ordered 02 items and the output was low, not as expected. So, we switched to domestic production, which are new products to be manufactured in the high-tech zone, but unfortunately the time for the numbering is very limited. Currently, we are focusing on central Ask for number post sign to product export in home machine Mekophar BP before When wax merge with Mekophar, and if the merger fails, we can still produce the products. product product with number post sign on at Mekophar BP factory. Currently, the factory has 12 numbers. In March 2025, there will be more registration numbers. Hopefully, in the fourth quarter of 2025, Mekophar BP factory will operate better, not only producing goods for export to Japan but also having products for sale domestically. When product export in home machine in CNC zone is of high quality standard but sold at low market price, we cannot sell. We will have another direction for this factory in the near future.

- Regarding the investment capital for phase II of the factory in the CNC zone , the company is currently facing difficulties in capital, so we are planning to use loans as investment capital, but we will find the best loan sources with preferential interest rates . In order to avoid high interest rates and in addition to the existing capital, if more capital is needed, the company will have option 2, which is to mobilize capital from the company's shareholders. The company is applying for a preferential loan for 7 years. We are trying to complete these procedures. If completed, the project will be implemented immediately, and the project will be implemented in each line. The Penicillin and Cephalosporin line project will be implemented first. After this line is in stable operation, we will continue to work on the Infusion line.

- We have to invest in antibiotic production lines (Penicillin and Cephalosporin) in injectable and oral forms, these are products that bring good revenue and profit to compete with some businesses, so if the company does not invest in this project, the company will fall behind and will not have goods to bid and supply to hospitals.
- As in the report I presented the expired land plots, it has been 4 years since we carried out the contract renewal procedure, but it was not possible due to changes in the nature of the work and changes in personnel of the departments. Currently, the company is looking for some units with the functions and capacity to implement, there will be a plan to get the best results for the company's shareholders.
- About row exist warehouse, will have very clear explanation because Have one neck winter same idea ants should they I will pay word shared live the following part.

#### **Shareholder 026 :**

- Through the Board of Directors' report on the difficult business and foreign investment situation, we have tried our best, and Mekophar's employees still enjoy the best benefits.
- Shareholders sitting here have been attached to Mekophar, partly because they do not care much about whether the stock increases or decreases, and secondly because they trust the Board of Directors. Regarding the issue of issuing company shares to employees, the positive side helps the company's employees have conditions to be more attached to the company. However, I suggest that the Board of Directors reconsider the proposal to issue shares to employees who are currently working and those sitting here have kept stocks as of today.

#### **Shareholders 350 :**

- What standards will our new factory in the high-tech park follow? WHO GMP in group 4 or group 5 or EU GMP in group 2?
- Monupiravir inventory is very large and the Ministry of Health has also extended the extension for this ingredient, so why do we extend it? I think we must have solutions to thoroughly resolve this ingredient.
- Home machine Mekophar BP attend ants 80% export mouth Go Japan and 20% internal land, If item pepper not achieved, at Star we do not move over domestic production ?
- If the cash dividend rate of 5% is too low, I suggest we can pay dividends in stocks. I know the company is in dire need of cash to build the factory, so we keep the cash and pay dividends in stocks at a rate of 10%, it is still within the limit of retained earnings, this encourages shareholders to receive more stocks even though they do not receive money. It helps the company have more cash to reinvest in the phase II project.

#### **Owner president group:**

- The new phase II factory is all built according to EU GMP standards.
- Regarding Monupiravir inventory, we also have a plan. The Board of Control will present this in detail.
- Regarding dividends, the company is currently in dire need of cash, but the company wants to pay cash dividends to shareholders even though the company is currently facing difficulties, unlike other companies that pay dividends in stocks . The company's board of directors has also discussed and discussed very carefully about paying dividends to shareholders.
- When we built a factory in the High-Tech Park (CNC) working with Japan, we

immediately registered 15 items to produce at this factory. According to the regulations, a new factory will be granted 15 registration numbers, but we still have not been granted due to the situation of the Ministry of Health having many problems. Up to now, we only have 8/15 registration numbers requested, and these 8 numbers produced at the CNC park have high prices that we cannot compete with, so we cannot sell them. Currently We have applied for a series of registration numbers for quality products manufactured in the CNC zone, and hope precious 4/2025 Mekophar BP factory will produce high quality and standard products. If producing normal products, it will not be effective in business. It is not like the shareholder just said that the company is just waiting for the export plan to Japan without producing domestic products. We still produce domestic products, but the registration number at the company is slower than other companies, we are trying to be able to apply for registration numbers as quickly as possible because currently the Ministry of Health also has many changes and issues registration numbers faster. The company has suffered a lot of damage in special control products and the company's registration numbers without original formulas have been stopped from being issued completely. Previously, Mekophar was a state-owned company with a very large research department, researching many quality products and still does so now, but now it has lost many registration numbers which are strategic products that bring high profits to the company. We have made a request and now the company is allowed to keep some registration numbers. We try our best to get registration numbers to produce domestic products, not just wait for products to be produced for Japan.

- There is one (01) written opinion, requesting the Board of Supervisors to respond to this opinion with the following content.

### **Shareholder 001 :**

#### **1. About conclude fruit active dynamic product export business year 2024 and plan 2025 :**

1.1. Subject Board of Directors and Executive Board of the Company :

- Clarify the list, quality, expiry date, consumption status and treatment plan to Minimize losses on 325 billion VND of Covid inventory;
- Do clear image benefit/damage lost belong to quantity row chemical This arrive result terrible business from 2025 onwards

1.2 Propose that the Company's Board of Supervisors evaluate the purchasing and inventory management process for the above quantity of goods, determine the cause, responsibility of related individuals and handling measures (if any), and report the evaluation results to Shareholders' meeting before June 30, 2025.

1.3. Request the Company to consider and implement the recommendations that Vietnam Pharmaceutical Corporation - JSC sent in Official Dispatch No. 164/TCTD-KHĐT dated March 31, 2023 regarding raw materials and finished products of Monulpiravir in stock.

#### **2. About owner Truong real presently attend sentence stage paragraph II in Area labour turmeric High City. Ho Chi Minh**

2.1. Subject proposal Labour company increase strong effect fruit product export belong to Home machine Mekophar BP to increase the benefits of Company and shareholders .

2.2. Propose that the Company work with partner Nipro Pharma Corporation to increase export output according to the agreement; At the same time, promote and strengthen registration activities so that Mekophar BP factory can operate to meet the design capacity and have corresponding efficiency.

### **Board of Control :**

About Rules Purchasing process: The company has 2022 – 2023 report

- You check control (BKS) Satisfied check check, labour company real presently correct Rules program buy goods and manage the company's inventory.
- In love image grand pandemic should labour company Satisfied receive much single row export mouth large quantity and urgent
- The company has sent a document to the Ministry of Health (MOH) requesting to import goods in original quantity. whether according to correct single put row belong to much water and Satisfied sign fit copper to buy
- When Company requesting order export, Ministry of Health suggestion due to the pandemic Domestic translation so not exported.
- Labour company Satisfied Have labour literature Ask for Okay export mouth and Orange conclude in water need will stop exporting to supply, but after more than 2 months of the Ministry of Health's official dispatch, the customer did not receive the goods and demanded a fine from the company.
- Regulations on raw materials for export are only allowed to make exported medicines, so although during this time Mekophar company had obtained the Registration Number, sign save onion (Registration Number) in water, labour company in progress Have original whether for export orders but the company still has to apply for orders to purchase raw materials for domestic production.
- When Have correct source original whether give product export in water, labour company product large quantity output to supply orders from domestic companies but very regret main book BYT rule determine medicine Right sell according to the management reason special separate, not sold as regular medicine. This regulation leads to companies ordering from Mekophar returning goods and not picking up the goods.
- Row exist warehouse Okay management reason according to correct rule program belong to labour company, presently labour The company is also contacting raw material manufacturers for solutions to handle the raw materials. whether This, side home product export original whether in progress research rescue and will Reply to the company when results are available.

### **Responsibility:**

- About export Password:

Guest mandarin To be by goalkeeper custom onion chief slow in love image very urgent Truong causing the company to be unable to deliver to customers on time, so customers canceled orders and demanded compensation.

- Domestic :

When labour company Have Registration number then main book Are not Okay sell grand tea Satisfied guide arrive job

the The distribution company canceled the signed purchase contract

The raw material manufacturer will have a look at this inventory and will have an answer for the company .

### **Chairman :**

Above is the opinion of the Control Board on the process of purchasing Monupiravir raw materials and managing Covid drug inventory. Regarding the Presidium, I also answer some more opinions of shareholder 001 :

- Clarify the list, quality, expiry date, consumption status and handling plan to minimize losses of Covid drugs:

✓ The Covid drugs stored at the company are drugs that meet quality standards and are managed according to standard procedures in the company's quality system throughout from input materials to finished products in terms of quality, expiry date, and consumption status (products in circulation; expired products, recalled products, pending processing, etc.).

✓ For products awaiting processing in relatively large quantities, in addition to managing according to the above mentioned procedures, the company plans to balance the reserve fund to minimize the impact on the company's production and business activities.

- We know that shareholders are also very concerned about the inventory of Covid drugs and this is also a concern of the company's Board of Directors. I would like to clarify this issue. When there was an export order, the company asked the Ministry of Health for permission to import raw materials and make products that are only exported according to the provisions of the Law on Pharmaceuticals not circulated in Vietnam. If it was urgent, the Ministry of Health could have allowed it within 3 days, but the Ministry of Health did not agree and at that time there was a pandemic in the country and needed Covid drugs. The company also committed to the Ministry of Health to continue exporting, but when the country needed it, the company would stop exporting to serve the country and committed that if at that time there was a shortage of this drug in the country, the company would take full responsibility. However, the Ministry of Health did not allow it and sent an official dispatch requesting that the company had requested to import raw materials to produce a drug name that must be exported under that drug name even though this drug is not circulated in Vietnam. In accordance with the principle that it must be allowed to be exported, but the Ministry of Health still did not agree to allow the company to export. We were under pressure because we did not export drugs according to customer orders. After 2 and a half months, we got the export license, which was too late for the order we signed with the customer. I talked about this issue in all the meetings of the ministry leaders and businesses, just because of administrative procedures, so many losses were caused to the company.

- The time when Mekophar's stock price increased, was when Mekophar had a Covid drug registration number, which was a great effort of the company's employees. At that time, the company had domestic orders and because Mekophar complied with regulations, it did not use available export materials to produce domestic goods but had to buy other materials to produce domestic goods and the reason why the raw materials were in stock was also presented by the Board of Supervisors above.

- We still hope that raw material manufacturers are researching to convert this raw material to other purposes.

- About the photo benefit/damage lost belong to quantity row chemical This arrive result terrible business , will certainly affect business from 2025 onwards, the company will make provisions and will balance each year in the most reasonable way.

- Regarding the expiry date of the raw material, the manufacturer still extends it, so we cannot destroy it.

- The factory in the CNC area where we are working, the previous management board of the distributor company has retired, the new management board is not interested in this cooperation, however we are still working with them, if there are any products that can be produced, we will try to produce them to export to Japan.

- The company's export volume this year decreased due to the impact of the general situation of the world war between Ukraine and Russia. Raw materials increased, but Mekophar's products were not increased in price. Only new items were calculated at the new price, while the company

sent a document requesting a price increase for old items, but out of 70 items, only a few items were increased.

**16. Mr. Le Anh Phuong - Chairman of the Board of Directors and Deputy General Director:** updated the number of shareholders attending the meeting up to the time of voting on the Reports and Proposals .

Number of shareholders attending There are **38** shareholders, representing **21,538,553** shares (**85.24 %** total number of voting shares). The congress is eligible to proceed.

**17. Mr. Le Anh Phuong - Chairman of the Board of Directors and Deputy General Director Approving the list of the Ballot Counting Committee and voting on the Reports and Submissions :**

1. Mr. Nguyen Minh Thi - Head of Department
2. Mr. To Quang Hoi – Member
3. Do Duy Liem – Member

Voting ratio: 100.00 % in favor, 00.00 % against, 00.00 % no opinion

**18. Conduct voting on reports and submissions. - ask for the Congress's opinion by "raising a ballot".**

**Mr. Le Anh Phuong - Chairman of the Board of Directors and Deputy General Director approved:**

**19. List of candidates and nominees for the Board of Directors for term VI (2025-2030) .**

**20. List of candidates and nominees for the Board of Supervisors for term VI (2025-2030).**

**21. Mr. Nguyen Minh Thi - Head of the Ballot Committee** announced the voting results of the reports and the Presentation:

STT	CONTENT	APPROVED		DISAPPROVE		NO COMMENTS	
		Number of shares	Rate (%)	Number of shares	Rate (%)	Number of shares	Rate (%)
1	Approval of the Board of Directors' 2024 Activity Report.	21,538,553	100.00	0	00.00	0	0.00
2	Approval of the Board of Directors' Report on production and business results for the period 2020-2024 and Directions and tasks for the period 2025-2030.	21,538,553	100.00	0	00.00	0	0.00
3	Approval of the Report on the implementation of the 2024 production and business plan and the 2025 operating direction	21,538,553	100.00	0	00.00	0	0.00
4	Approval of the audited 2024 Financial Results Report.	21,538,553	100.00	0	00.00	0	0.00

5	Approval of the 2024 Profit Distribution and Dividend Distribution Plan .	20,790,452	96.53	485,652	2.25	262,449	1.22
6	Through the B Control Report .	21,538,553	100.00	0	00.00	0	0.00
7	Approval of the Proposal to select an auditing company to conduct the audit report for the fiscal year 2025	21,538,553	100.00	0	00.00	0	0.00
8	Through the Proposal to amend and supplement details of Business Lines and Professions	21,538,553	100.00	0	00.00	0	0.00
9	Through the Proposal to amend and supplement the Company Charter	21,538,553	100.00	0	00.00	0	0.00
10	Through the Proposal to amend and supplement the Internal Regulations on corporate governance.	21,538,553	100.00	0	00.00	0	0.00
11	Through the Presentation: - Operating expenses of the Board of Directors and the Board of Supervisors in 2025. - Reward the Board of Directors, Executive Board and Supervisory Board in 2025 when profits exceed the plan	21,538,553	100.00	0	00.00	0	0.00
12	Approval of the Proposal for issuance of shares under the employee stock option program in the company	16,618,669	77.16	4,657,435	21.62	262,449	1.22
13	Through the Proposal for approval of Phase II Project at High-Tech Park - Ho Chi Minh City	16,618,669	77.16	0	00.00	4,919,884	22.84
14	Approval of the Report on the personnel structure of the Board of Directors and the Board of Supervisors for the 6th term (2025-2030 ).	21,538,553	100.00	0	00.00	0	0.00



15	Approval of the list of candidates and nominees for the Board of Directors for the 6th term (2025-2030).	21,538,553	100.00	0	00.00	0	0.00
16	Approval of the list of candidates and nominations for members of the Board of Supervisors for term VI (2025-2030).	21,538,553	100.00	0	00.00	0	0.00

**22.** Announcement of vote counting results for the election of members of the Board of Directors for term VI (2025-2030):

STT	Full Name	Number of votes	Proportion
01	Ms. NGUYEN THI HANG	24,066,815	111.74 %
02	Ms. PHAN THI LAN HUONG	24,471,050	113.62 %
03	Ms. DANG THI KIM LAN	16,014,935	74.35 %
04	Ms. HUYNH THI LAN	26,953,475	125.14 %
05	Mr. LE ANH PHUONG	14,045,125	65.21 %

**23.** Announcement of vote counting results for the election of members of the Board of Supervisors for term VI (2025-2030):

STT	Full Name	Number of votes	Proportion
01	Mr. NGUYEN BA KHOA	20,459,862	94.99 %
02	Mr. NGUYEN VIET LUAN	22,034,116	102.30 %
03	Mr. TRAN TRUNG NGON	21,377,966	99.25 %

**24.** Members of the Board of Directors and Supervisory Board for term V (2020-2024) announced the end of their term.

**25.** Members of the Board of Directors and Supervisory Board for the 6th term (2025-2030) were introduced to the congress.

**26.** Approval of the draft Resolution of the General Meeting of Shareholders:

Ms. Nguyen Thi Tuyet Thanh - Secretary of the Congress: Read the Draft Resolution of the 2025 Annual General Meeting of Shareholders.

Mr. Le Anh Phuong - Chairman of the delegation: Please vote to pass the Resolution.

Voting ratio: 100.00 % in favor, 00.00 % against, 00.00 % no opinion.

**The meeting resolutions and minutes will be posted on Mekophar's website for shareholders' reference.**

**27.** Closing of the Congress .

**Presidium:**

Thank you to the shareholders who attended the meeting and contributed their opinions, contributing to the success of the meeting. The Board of Directors promises to implement the Resolution of the 2025 Shareholders ' Meeting and strive to fulfill its tasks well.

Closing statement of the Congress.

The congress ended at 12:10 p.m. the same day.

**CHAIRMAN**



Mr. Le Anh Phuong



Ms. Huynh Thi Lan



Ms. Dang Thi Kim Lan

**SECRETARY OF THE UNION**



Ms. Nguyen Thi Tuyet Thanh



Ms. Nguyen Thi Chau Thuong

