

*Hanoi, April 21, 2026*



**RESOLUTION OF  
2026 ANNUAL GENERAL MEETING OF  
CENTRAL PHARMACEUTICAL JOINT STOCK COMPANY NO.2**

*Pursuant to:*

- *The Law on Enterprise No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Articles of Association of Central Pharmaceutical Joint Stock Company NO2;*
- *Minutes of the 2026 Annual General Meeting of Central Pharmaceutical Joint Stock Company NO2 (Dopharma., JSC) dated April 21, 2026.*

**RESOLVED:**

**Article 1. The 2026 Annual General Meeting of Shareholders unanimously approved the 2025 Business Performance Report of the Board of Directors, the Business Performance Plan, directions and tasks of the Board of Directors for 2026 (attached documents)**

1.1. The Annual General Meeting unanimously approved the 2025 Business Performance Report of Central Pharmaceutical Joint Stock Company NO2 (Dopharma., JSC):

- Revenue: VND 199 billion
- Profit after tax: VND -10,812 billion

With the following consensus ratio:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

1.2. The 2026 Annual General Meeting of Shareholders unanimously approved the 2026 Business Performance Plan Report of Central Pharmaceutical Joint Stock Company NO2 (Dopharma., JSC):

- Revenue: VND 210,000,000,000
- Profit after tax: VND 0

With the following consensus ratio:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

**Article 2. The 2026 Annual General Meeting of Shareholders unanimously approved the Report on activities in 2025 and directions and tasks for 2026 of the Board of Directors (attached documents)**

With the following consensus ratio:

- In favour: 18.908.410 shares, rate: 100%

- Against: 0 shares, rate: 0%
- Abstention 0 share, rate: 0%

**Article 3. The 2026 Annual General Meeting of Shareholders unanimously approved the Report on the 2025 activities and directions and tasks for 2026 of the Supervisory Board (attached document)**

With the following consensus ratio:

- In favour: 18,908,410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention 0 share, rate: 0%

**Article 4. The 2026 Annual General Meeting of Shareholders unanimously approved the 2025 audited financial statements (attached document)**

The 2026 Annual General Meeting of Shareholders unanimously approved the 2025 audited financial statement with the following consensus ratio:

- In favour: 18,908,410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention 0 share, rate: 0%

**Article 5. The 2026 Annual General Meeting of Shareholders unanimously approved the proposal for a private placement of shares to increase the company's charter capital (attached document).**

The General Meeting unanimously approved the plan for a private placement of shares to increase the company's charter capital with the following approval percentages:

- In favour: 3,908,410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention 0 share, rate: 0%

**Article 6. The 2026 Annual General Meeting of Shareholders unanimously approved the Proposal of selection of auditing firm for the 2026 fiscal year:**

The General Meeting unanimously approved the selection of an auditing firm - Viet Nam Auditing and Evaluation Company Limited (VAE) to audit the Company's 2026 financial statements with the following consensus ratio:

- In favour: 18,908,410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention 0 share, rate: 0%

**Article 7. The 2026 Annual General Meeting of Shareholders unanimously approved the Proposal on dividend payment and fund appropriation plan in 2025**

The General Meeting unanimously approved not to make the dividend payment and fund appropriation plan in 2025.

With the following consensus ratio:

- In favour: 18,908,410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention 0 share, rate: 0%

**Article 8. The 2026 Annual General Meeting of Shareholders unanimously approved the remuneration of the Board of Directors and the Supervisory Board in 2025 and the remuneration of the Board of Directors and the Supervisory Board for 2026**

1. The Annual General Meeting unanimously approved the remuneration of the Board of Directors and the Supervisory Board in 2025

- Total remuneration for the Board of Directors and Supervisory Board in 2025 is: VND 104,800,000

- Remuneration for the Board of Directors in 2025 is: VND 76,000,000

- Remuneration for the Supervisory Board in 2025 is: VND 28,800,000

With the following consensus ratio:

- |              |            |                    |
|--------------|------------|--------------------|
| ➤ In favour: | 18.908.410 | shares, rate: 100% |
| ➤ Against:   | 0          | share, rate: 0%    |
| ➤ Abstention | 0          | share, rate: 0%    |

2. The Annual General Meeting unanimously approved the remuneration of the Board of Directors and the Supervisory Board for 2026

- The remuneration of the Board of Directors in 2026 is:

+ Chairman of the Board of Directors: 1,500,000 VND/month,

+ Member of the Board of Directors: 1,000,000 VND/month.

- The remuneration of the Supervisory Board in 2026 is:

+ Head of the Board: 1,000,000 VND/month.

+ Member: 700,000 VND/month..

With the following consensus ratio:

- |              |            |                    |
|--------------|------------|--------------------|
| ➤ In favour: | 18.908.410 | shares, rate: 100% |
| ➤ Against:   | 0          | share, rate: 0%    |
| ➤ Abstention | 0          | share, rate: 0%    |

#### **Article 9. Additional provisions**

The General Meeting of Shareholders assigns the Board of Directors of Central Pharmaceutical Joint Stock Company NO2 (Dopharma., JSC) to immediately implement the 2026 production and business plan and other related tasks in accordance with the provisions of the Law on Enterprises and the Articles of Association Company.

The resolution of the Annual General Meeting is made up of 03 (three) pages and unanimously approved by the shareholders attending the Annual General Meeting at 11 hours 00 minutes on the same day.

This resolution will be notified to all shareholders entitled to attend the Company's the Annual General Meeting.

**SECRETARY OF THE MEETING**

**Dao Thi Thanh Hoa**

**ON BEHALF OF THE ANNUAL  
GENERAL MEETING  
CHAIRPERSON  
( Signed and sealed)**

**Cao Tien Dung**





No.: 01/2026/BB-DHDCD

Hanoi, April 21, 2026



**MINUTES OF 2026 ANNUAL GENERAL MEETING OF  
CENTRAL PHARMACEUTICAL JOINT STOCK COMPANY NO.2**

(Business Registration Certificate: Business code: 0100109113, registered at the Hanoi Authority for Planning and Investment on March 3, 2005, 16<sup>th</sup> registration for changes on March 17, 2023)

Head office address: No. 9, Tran Thanh Tong Street, Bach Dang Ward, Hai Ba Trung District, Hanoi City

Tel.: 024 3971 6279/91

Fax: 024 3525 1484

**I. TIME, VENUE AND PURPOSE OF THE MEETING:**

**Time:** 8:30 a.m. on April 21, 2025

**Venue:** Hall of Factory - Central Pharmaceutical Joint Stock Company NO2 (Dopharma., JSC) at Lot 27, Quang Minh Industrial Park, Quang Minh Commune, Hanoi.

**Purpose of the Meeting:**

The purpose of this Meeting is to discuss and approve the Report on the activities of the Board of Directors in 2025, the direction and tasks of Board of Directors for; approve the report on the production and business performance of the Board of Directors in 2025, the plan for 2026; approve the report of the Supervisory Board in 2025, the direction and tasks for 2026 of the Supervisory Board; approve the audited 2025 financial statements, approve the proposal for a private placement of shares to increase the company's charter capital, proposal of selection of auditing firm for fiscal year 2026; proposal on dividend payment and fund appropriation plan in 2025; Proposal on remuneration payment for members of the Board of Directors and Supervisory Board in 2025; Proposal on remuneration payment for members of the Board of Directors and Supervisory Board for 2026 and some other discussion contents.

**II. PARTICIPANTS OF THE MEETING**

**1. Presidium:**

- Mr. Cao Tien Dung - Chairman of the Board of Directors - Chairman
- Mr. Le Tien Dung - Vice Chairman of the Board of Directors
- Mr. Nguyen Thanh Tung – Board Member

**2. Secretariat:**

- Ms. Dao Thi Thanh Hoa - Head of the Secretariat
- Mr. Nguyen Tien Manh – Member

**3. Vote Counting Committee:**

- Ms. Nguyen Thi Dieu Thuy - Head of Committee
- Ms. Vu Thi Thu Hang - Member
- Mr. Bui Anh Tuan - Member

**4. Organizing Committee**

**5. Invited guests**

**6. Representative of Vietnam Auditing and Valuation Company Limited:** Ms. Dang Thi Thu Hang

**7. Shareholders of the company:**

**III. AGENDA OF THE MEETING:**

**1. Introduction:**

- The MC invited the Board of Shareholders' Qualifications to read the Minutes of the Shareholders' Qualifications Examination:

+ Number of shareholders present in person at the Meeting: 7

+ Number of shareholders duly authorized to attend the Meeting: 4

+ Total number of shareholders and authorized persons attending the Meeting: 11

+ Total number of voting shares of shareholders directly and authorized to attend the Meeting: 18.908.410

+ Percentage of voting shares attending the Meeting: 94,54%

- The MC introduced the members of the Presidium, guests and invites the Presidium to work; introduces the Secretariat, Board of Voting, the program and content of the Meeting and asks for shareholders' opinions to vote for approval;

With the following consensus ratio:



- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

- The representative of the presiding board read the regulations for organizing the Annual General Meeting; the voting rules at the Annual General Meeting and asked for shareholders' opinions to vote for approval;

With the following consensus ratio:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

## **2. Proceedings of the Annual General Meeting:**

### **2.1. To report on the activities of the Board of Directors:**

*a. The Annual General Meeting unanimously approved the content of the 2025 business results report of the Board of Directors (attached document).*

- Revenue: VND 199 billion
- Profit after tax: VND -10,812 billion

With the following consensus ratio:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

*b. The Annual General Meeting unanimously approved the 2026 production and business plan of Central Pharmaceutical Joint Stock Company No. 2 (DOPHARMA., JSC) as follows (attached document):*

- Revenue: VND 210,000,000,000
- Profit after tax: 0 VND

With the following consensus ratio:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

### **2.2 To report on the activities of the Board of Directors:**

*The Annual General Meeting unanimously approved the content of the report on the activities of the Board of Directors in 2025, the direction of activities of the Board of Directors for 2026 (attached document).*

With the following consensus:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

### **2.3 To report on the activities of the Supervisory Board in 2025 and directions and tasks of the Supervisory Board for 2026 (attached document).**

*The Annual General Meeting unanimously approved the content of the report on the activities of the Supervisory Board in 2025, direction and tasks of the Supervisory Board for 2026 (attached documents).*

With the following consensus:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

### **2.4 The Annual General Meeting unanimously approved the Company's audited 2025 financial statements (attached document).**

With the following consensus:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

## **3. To approve the contents of the proposals for the 2025 Annual General Meeting**

*3.1 The General Meeting of Shareholders unanimously approved the proposal to select the auditing firm for the 2026 fiscal year of the Company: Vietnam Auditing and Valuation Company Limited (VAE)*

With the following consensus:

- In favour: 3.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

With the following consensus:

09/11/2025  
HÀNG TỶ  
PHẦN  
C PHÂN  
GUONG  
HÀNG TỶ



- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

### **3.2. To approve the Proposal on Dividend Payment and Fund Appropriation in 2025.**

The Board of Directors of Central Pharmaceutical Joint Stock Company NO2 respectfully submits to the 2026 Annual General Meeting of Shareholders 2026 the proposal to not pay dividends in 2025 and not set up the funds in 2025.

With the following consensus:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

### **3.3 To approve the remuneration of the Board of Directors and the Supervisory Board in 2025 and the remuneration of the Board of Directors and the Supervisory Board for 2026:**

#### **a. Remuneration of the Board of Directors and the Supervisory Board in 2025**

\* Total cost: VND 104,800,000

- Board of Directors' remuneration: VND 76,000,000
- Supervisory Board's remuneration: VND 28,800,000

With the following consensus:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

#### **b. Remuneration of the Board of Directors and the Supervisory Board for 2026**

- Board of Directors' remuneration:
  - + Chairman of the Board of Directors: 1,500,000 VND/ month.
  - + Board of Directors' members: 1,000,000 VND/ month.
- Supervisory Board's remuneration:
  - + Head of the Board: 1,000,000 VND/month.
  - + Member: 700,000 VND/month.

With the following consensus:

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

### **4. To respond to shareholders' opinions**

### **5. To approve the minutes and resolutions of the 2026 Annual General Meeting with the following consensus:**

- In favour: 18.908.410 shares, rate: 100%
- Against: 0 share, rate: 0%
- Abstention: 0 share, rate: 0%

The meeting minutes consisting of 03 pages were fully recorded by the secretary and presented, read aloud before the Annual General Meeting of Shareholders and unanimously approved by all shareholders attending the meeting

### **CLOSING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Annual General Meeting ended at 11 hours 00 minutes on the same day.

*Hanoi, April 21, 2026*

**SECRETARY OF THE MEETING**

**CHAIRPERSON OF THE MEETING**

**( Signed and sealed)**

**Dao Thi Thanh Hoa**

**Cao Tien Dung**



Hanoi, March 26, 2026



**REPORT ON PRODUCTION AND BUSINESS PERFORMANCE IN 2025  
AND DIRECTIONS FOR 2026 BY THE BOARD OF DIRECTORS**

**I. Situation Overview**

**1. Global Economic and Political Situation in 2025**

2025 was assessed as a year of significant upheaval and fragmentation when the world had to adapt to new policy orders (especially from the US) and prolonged conflict hotspots.

Wars in Ukraine and the Middle East have continued to develop in a complex manner putting a pressure on global supply chains. Certain new hotspots have erupted in Latin America (Venezuela) and border tensions have arisen in Asia.

A trend towards a more multipolar world order is becoming clearer. However, due to new tariff policies, trade protectionism and economic fragmentation increased, so the global trade was more fragmented.

In terms of the economy, both IMF and World Bank predicted a low global growth (around 3.2%), reflecting the slowdown of advanced economies.

Inflation: signs of cooling down compared to the 2023-2024 period was seen but it was still higher than the targets set by many central banks.

Risks: key "headwinds" came from high public debts, climate change causing historical natural disasters, and uncertainty from trade wars.

**2. Vietnam's Economic and Political Situation in 2025**

In contrary to the global gloomy picture, Vietnam closed 2025 with many impressive results which were assessed by the Government as obtaining "record highs in many indicators".

A summary of key indicators based on the report of the General Statistics Office is as follows:

Item	Performance in 2025	Remark
GDP Growth	6.8% - 7.4%	Depending on the forecasting organization (ADB forecasts highest at 7.4%).
Inflation (CPI)	3.31%	Strongly controlled below the target set by the National Assembly (4.5%).
Trade Surplus	USD 20.03 billion	Maintaining a surplus despite challenging global trade conditions.
FDI Disbursement	~USD 25 billion	A record high in the past 5 years.
GDP Size	USD 514 billion	Pushing Vietnam further into the group of emerging economies.

Highlights in Politics and Foreign Relations



- **Internal Stability:** The Party congresses at all levels leading up to the 14th National Congress offered a new impetus. Reorganization of administrative units from July 1, 2025, has helped to build a streamline, more efficient government

- **Elevated position:** Vietnam has continued to affirm its role as a safe and reliable investment destination in the trend of supply chain relocation ("China + 1"). A great pride and internal strength have been called from activities commemorating the 50th anniversary of Reunification and the 80th anniversary of National Day.

- **Infrastructure:** In 2025, our country experienced breakthroughs in transportation infrastructure (North-South Expressway, Long Thanh Airport Phase 1) acting as a "lever" for the economy.

### **3. Situation of the Vietnamese Pharmaceutical Industry in 2025**

2025 was a year experiencing "historic transformation" of Vietnamese pharmaceutical industry. Vietnam, from a market dependent on imports, was rapidly progressing towards becoming a regional pharmaceutical manufacturing hub thanks to groundbreaking institutional changes.

The Vietnamese pharmaceutical market maintained a compound annual growth rate (CAGR) of approximately 10% - 11%, higher than the overall GDP growth rate.

**Market size:** It was expected to reach approximately USD 8.5 - USD 9 billion by the end of 2025 and aimed for USD10 billion by 2026.

**Main drivers:**

- **Population aging:** Vietnam has the fastest aging population in the world; the group over 65 years old is expected to account for 14% of the population by 2036, increasing the demand for treatment of chronic diseases (cardiovascular disease, diabetes and cancer).

- **Improved income:** Average per capita pharmaceutical spending was forecasted to increase to USD95 (~VND 2.4 million) by 2025.

- **Health awareness:** people tend to spend more on nutritional supplements and preventative medicines after covid-19 and environmental changes.

"Boost" from the amended Pharmaceutical Law 2024 (Effective from July 1, 2025)

This is the most important event to reshape the pharmaceutical industry in 2025 and following years:

- **Administrative reform:** It shortens the time for renewing and issuing new drug registration certificates. This helps to address localized drug shortages in hospitals and new drugs access the market faster.

- **Big investment incentives:** Pharmaceutical production projects with capital of VND 3,000 billion or more will be subject to special tax and land incentives. This prompted multinational corporations (Sanofi, AstraZeneca and Abbott) to shift production to Vietnam.

- **Online business:** For the first time, the legal framework for selling pharmaceutical products through e-commerce was specified and created momentum for modern pharmacy chains to break through.

**Market structure and Retail trends**

The market is still divided into two main channels: ETC (Hospital channel - accounting for 75% of revenue) and OTC (pharmacy retail channel - accounting for approximately 25%).



## Rise of "Modern Pharmacy chains"

In 2025, a clear fragmentation in the retail sector was seen:

- Long Chau (FPT Retail): Continued to maintain its leading position thanks to its extensive coverage (expected to reach 2,500 - 3,000 stores) and strength in prescription drugs (ETC-Ethical drugs).

- An Khang & Pharmacy: they have undergone restructured, focused on optimizing profits rather than racing to expand the number of stores.

- "Online Pharmacy Market" trend: Specialized healthcare applications and e-commerce platforms are beginning to dominate the over-the-counter drug and food supplement segments.

Financial institutions such as SSI and VNDirect highly valued the group of businesses with high production standards (EU-GMP, Japan-GMP):

- Hau Giang Pharmaceutical (DHG): Maintained its leading position thanks to its extremely strong OTC distribution system and production lines meeting Japan-GMP standards.

- Imexpharm (IMP): Benefited greatly from the ETC (hospital) channel thanks to its high-quality antibiotic products that can replace imported drugs.

- Bidiphar (DBD): A "star" in domestic cancer treatment drug segment, rapidly expanding into high-value specialty drugs.

Despite bright prospects, the pharmaceutical industry still faced three major challenges:

1. Dependence on raw materials (Active pharmaceutical ingredients-APIs): Approximately 80% - 90% of raw materials for drug production are still imported from China and India, making profit margins vulnerable to exchange rate fluctuations and supply disruptions.

2. Competition from foreign pharmaceutical products: With import taxes reduced to 0% under FTA agreements, domestic businesses face significant pressure from branded, high-quality pharmaceutical products.

3. Counterfeit and substandard goods: The online drug market is developing rapidly, but it is difficult for authorities to remain the quality control.

In summary: In 2025, the pharmaceutical industry was in a race of technology (GMP standards) and distribution systems. Vietnam is gradually moving away from the image of "cheap outsourcing" country to manufacturing high-value-added specialized pharmaceutical products.

## 4. Situation of Central Pharmaceutical Joint Stock Company NO2 in 2025

In the context of fluctuation of USD exchange rates and unstable global supply chains, the Company depended on imported APIs (accounting for ~ 80-90%) which eroded the already thin profit margins of generic drug segment. The 2024 Pharmaceutical Law provides strongly incentivizes to large-scale companies. However, these incentive focus on innovative drugs, high-tech drugs, or companies with meeting EU-GMP/Japan-GMP standards. The company only meets WHO-GMP standards, so we have the difficulty to access special government support packages.

In terms of the new bidding regulations: The company is losing its competitive advantage: Drug groups subject to bidding are divided by technical standards. The pharmaceutical products that met WHO-GMP standards are only eligible for bidding in the lower categories

(Groups 3, 4, and 5). Accordingly, the company faced fierce price wars with hundreds of other domestic companies and cheap pharmaceutical products from India and China.

Although the company owned nine production lines but they only met WHO-GMP standards. As a result, it caused high depreciation costs but low efficiency, making the operating costs of nine lines a huge financial burden.

Due to a weak distribution system, the company lacked a voice in negotiations to get its products into larger supply chains. Dependence on intermediaries draw up selling prices while the company's actual profit margin was reduced.

The trend of selling pharmaceuticals online requires close coordination between production and distribution. The company was weak in logistics, and our sales channels was being sidelined in the e-commerce pharmaceutical market.

The company's injectable powder production line has been ceased production for upgrading to new standards since August 23, 2025; this line is crucial for the company's profitability and sales.

The company was still unbalanced in terms of revenue and expenditure.

The company's personnel lacked professionalism and proficiency, resulting in low labor productivity.

Overcoming difficulties and challenges from many aspects, the leadership and employees of the entire company have united and continuously strived to achieve the following production and business plan targets:

## II/ 2025 Performance Results:

*The achieved results and shortcomings in various aspects of work are shown as follows:*

Key indicators:

Item	Actual 2025	Actual vs. Plan 2025		Actual 2025 vs. Actual 2024	
		Planned 2025	Actual (%)	Planned 2024	Increase / Decrease (%)
1. Net Revenue	199,017,373,658	200,000,000,000	99.5%	200,186,910,113	- 0.58%
2. Cost of Goods Sold	174,182,756,838			182,437,005,741	- 4.5%
3. Gross Profit	24,834,616,820			17,749,904,372	39.9%
4. Gross Profit Margin	12.47%			8.8%	
5. Total Expenses	31,806,626,037			23,570,175,205	34.9%
5.1. Selling Expenses	3,480,354,248			3,943,260,744	- 11.74%
5.2. Administrative Expenses	15,172,039,138			14,391,419,887	5.4%
5.3. Financial Expenses	13,154,232,651			5,235,494,574	152.2%
6. Profit Before Tax	- 10,812,495,430			-5,554,108,995	106.8%
7. Profit After Tax	- 10,812,495,430			-5,554,108,995	106.8%

Activities:



### Company's **Production** and Business Activities in 2025:

1. **Revenue:** Net revenue in 2025 reached VND 199,017 billion, achieving 99.5% of the plan.

In 2025, the company directly participated in bidding to supply drugs to 6 central hospitals, 19 provincial hospitals, and other levels.

Revenue Value from Co-produced, Distributed, and Contracted Products: VND 155,525 billion (approximately 76.1% of total revenue).

Company's Direct Revenue in 2025: from competitive and non-competitive bidding (OTC): VND 48,831 billion (approximately 23.9% of total revenue).

#### 2. *Production output of production lines in 2025:*

No.	Production line	Production output		2025 vs. 2024
		2024	2025	
1	NonBetalactam	124,082,991	136,963,632	110.38%
2	Penicillin	12,356,120	9,270,276	75.03%
3	Cephalosporin	10,664,812	7,134,288	66.9%
4	Aqueous Injection	5,301,195	8,538,620	161.07%
5	Syrup	374,654	319,001	85.15%
6	Soft Capsule	1,873,050	4,067,570	217.16%
7	Injection Powder	196,580	194,630	99.01%
8	Ointment Cream	965,726	1,046,414	108.36%

#### 3. *Employee working hours:*

In 2025, the NonBetalactam, Betalactam, Cephalosporin, and Penicillin workshops had sufficient workload.

The Water Injection and Injection Powder workshops occasionally lacked the workload and had to assist other workshops and departments.

Quality Management, R&D, and Production Management were given attention, with 100% of finished products meeting quality standards. Most products met or exceeded technical and economic norms. There were no quality violations reported throughout the year in all State quality inspection lines (according to company news, approximately 60 samples were taken for inspection at both central and local levels).

#### 4. *Company's Profit (Loss) in 2025:*

Loss: VND 10,812 billion

The revenue of this year was almost unchanged compared to last year (-0.58%); the revenue has not reached the break-even point, and the company's profit was still negative (-). The negative profit is due to the following two indicators:

- Depreciation in 2024: VND 22,036 billion. Depreciation in 2025: VND 22,147 billion
- Loan interest in 2024: VND 5,235 billion. Loan interest in 2025: VND 13,010 billion

(Loan interest in 2024 is lower than in previous years because this year the company received a reduction of approximately VND 10 billion in penalty interest).

Thus, in 2025, production and business operations were not at a loss.

Currently, the company's working capital mainly comes from:

- Revenue from sales
- Employee savings mobilization

The factory is still in the product restructuring phase, research costs are high, and there is no capital for market development investment in terms of both the distribution system and strategic products. Currently, the cost of product registration is high, and the company mainly relies on business cooperation customers, which requires profit sharing, although it leverages the customer's distribution capabilities (distribution network, finance and intellectual capital) and utilizes the factory's capacity.

31 Marketing Authorization Numbers (MAN) were granted and 16 Marketing Authorization Numbers (MAN) was renewed in 2025, and 21 new products were launched. The coordination between R&D and workshops to implement products and handle production incidents was emphasized, and most production incidents were handled promptly.

Quality control completed its assigned tasks, with quality and time basically meeting the company's requirements.

Quality assurance made great efforts but did not meet the company's expectations or the requirements of state management, requiring enhanced internal and external training.

Electrical and mechanical operations met the production service needs.

Basic construction needs specific plans and implementation to ensure timely maintenance of workshops to meet the requirements of State management agencies.

Planning basically met the requirements. Warehouse management needs to further enhance management capacity and implement an effective inventory warning system.

Procurement still needs innovation to meet the company's increasing demands, especially the application of new technology (4.0).

Finance faced many difficulties regarding capital; current capital failed to meet the needs of working capital and fixed capital. Working capital lacked bank loan limits due to the absence of collateral; fixed capital - principal and loan interest payments to the Development Bank (VDB) are insufficient. The Finance and Accounting Department has made many efforts to ensure capital for the company's operations but inevitably encounters helplessness, leading to instances of not meeting delivery schedules for business (both cooperation and self-operated), in terms of both quantity and time.

Organization and administration basically met the requirements regarding personnel work, labor wages, social insurance; maintenance of internal rules and discipline, occupational hygiene, labor productivity surveys, and implementation and supervision were still limited.

The company focuses on improving personnel quality, developing policies to attract labor, and planning and implementing enhanced on-the-job and external training.

Regarding organization and personnel:

- + Average annual labor: 172 people;



+ In 2025, 11 employees were recruited, including 03 university employees; 07 secondary and college employees and 01 elementary qualification employee.

+ Promoted 01 round of department, workshop, and team employees.

+ Settled retirement benefits for 02 employees and terminated labor contracts for 06 employees.

+ End-of-period labor as of December 31, 2025 was 174 people: including 67 university and postgraduate, 82 intermediate and college employees, 12 workers, and 13 general laborers.

Average employee income is 9.78 million VND/person/month; fully implemented health insurance, social insurance, and unemployment insurance regimes.

Investment Work:

*Joint venture project to exploit land use advantages at 9 Tran Thanh Tong:*

Continued to implement the project with previously signed partners, leveraging all advantages and maximizing relationships to facilitate the company's operations.

The Ministry of National Defense requested Prime Minister to allocate land at 9 Tran Thanh Tong to expand the funeral home, leading to project delays and the Company was unable to hand over the site to the Joint Venture. The partner is actively working with authorities to retain the advantages for the Joint Venture.

*Joint Venture Project to Leverage Land Use Advantages at 43 Vinh Tuy:*

Currently, the Company had a partner to cooperate in building a headquarters and warehouse for the Company's business operations, temporarily handing over to the partner for land management and preservation.

Regarding Occupational Safety:

The Company always emphasized ensuring occupational safety and hygiene, fire and explosion prevention, environmental protection, and improving working conditions, always assigning one officer to monitor occupational safety, and strictly adhering to State regulations on this matter.

Regarding Mass Organizations:

Mass organization activities were emphasized, and the company effectively carried out mass organization work such as Party work, trade union work, and youth union work.

### **III/ Directions and Tasks for 2026:**

*Context:*

The government identified 2025 as a pivotal year to enter a double-digit growth phase starting in 2026.

- Global: Continues to face "multiple crises" (geopolitical conflicts, trade protectionism). However, Vietnam is leveraging its position as a bridge for FDI and FTA agreements to maintain exports.

- Vietnam: The Prime Minister set a target for GDP growth of 8.0% - 8.5% (far exceeding the 6.5% target at the beginning of the term).

Core objective: Maintain macroeconomic stability, keep inflation below 4.5%.

Breakthrough: Focus on three driving forces: Public investment (highways, airports). Digital transformation, and High-tech industry.

Pharmaceutical industry forecast: Towards a "Regional manufacturing center"

The National Strategy to 2030 (Decision 1165) sets very specific milestones for 2025-2026:

- Size: The market is expected to reach USD 8.5 - USD 9 billion by the end of 2025 and US\$10 billion by 2026.

- Self-reliance: Strive for domestically produced drugs to meet 80% of the quantity used and 70% of the market value.

- "Tightening standards" Policy: The government is accelerating the standardization roadmap. By 2030, the goal is for 20% of production facilities to meet EU-GMP or equivalent standards. This means that lower standards (WHO-GMP) will gradually lose the advantage in bidding for Group 1 and 2 drugs (high-value product groups).

#### **For Pharmaceutical Joint Stock Company NO2:**

Pressure from the government's objective:

Bidding (ETC Channel): The government's objective is "quality pharmaceutical products at reasonable prices." With WHO-GMP certification, the businesses can only bid in groups 3 and 4. Here, the pressure to reduce the prices to win bids will be extremely high, while the operating costs of the production line are very high, leading to the risk of losses or negative profits.

Technological elimination: The government prioritizes granting and renewing licenses quickly for high-standard pharmaceutical products (EU/Japan-GMP) or original branded pharmaceutical products with transferred technology. WHO-GMP businesses will face more difficulties in refreshing their product portfolios.

By 2025, the retail chains (Long Chau, An Khang, etc.) will dominate the market and they will prioritize suppliers with strong brands or extremely good discounts.

The company is weak in distribution system and will be stuck between: Not winning for high-priced bids (due to low standards) and not entering into retail stores.

Recognizing the opportunities and challenges in 2026, the Company has developed production and business plan targets that are appropriate to the actual situation, specifically as follows:

Revenue: VND2 10 billion, Non-negative profit.

*Synchronized solutions to implement the 2026 plan:*

Ensure the correct, sufficient, timely, and quality delivery of co-produced products, unify planning, and monitor plan implementation with partners to ensure sales from this channel.

Increase direct bidding sales. Meet at least 80% of product volume for wholesale and retail counters and wholesale partners. Survey and implement direct distribution channel expansion through solutions such as: Setting up Agencies and/or Branches and/or establishing a new Trading Company specializing in distributing the company's manufactured drugs, potentially exploiting additional finished products from external sources, to increase the direct distribution ratio of the company's manufactured goods, aiming for 70% of the company's products to be directly sold.

Control reasonably, legally and in compliance with Accounting Law and Tax Law the company's revenues and expenses, saving costs. Conduct financial statement audits: semi-



annual and annual. Recover sales receivables on time as contractually agreed, preventing overdue receivables. Maximize capital mobilization from employees to supplement working capital. Arrange financial resources reasonably, with sufficient capital to pay customers to purchase raw materials and supplies in sync with the production plan.

The Board of Directors is requested to find solutions for working capital to achieve the above goals, as the company is currently mobilizing working capital at higher costs than the market.

Strengthen product development, identify and define strategic products for the company, significantly increase investment in R&D, innovate the company's product structure including consumption and cooperation, focusing on products with high profit and sales. Strive to submit 15 new registration dossiers, renew 20 renewal and re-registration documents; complete the process for 05 products eligible for bioequivalence testing and send samples for testing on humans, review and innovate new product development and implementation.

It is proposed to survey and renovate the penicillin production line workshop to meet the production conditions for products requiring low humidity such as Clavulanic to expand the company's product range.

Strengthen overall quality management across the company, especially paying attention to production lines and warehouses, develop, amend, and supplement technical and economic norms, compile, supplement, amend and issue batch records and standard operating procedures, conduct periodic internal inspections, provide regular training and enhance GMP knowledge, plan, prepare a list and organize drug destruction as prescribed, review quality assurance work, plan and implement, and monitor GMP compliance professionally.

Plan to develop a plan for exploitation and import: raw materials, packaging, and supplies in a timely manner to be proactive in the production plan, provide sufficient new equipment purchases, replacement parts, consumables, maintenance, etc. for departments upon approval by the Board of Management, fully evaluate suppliers according to GMP regulations, ensure stable quality and price materials for production with the principle of providing correctly, sufficiently, timely, synchronously, anti-monopoly, develop an inventory management plan, strengthen warehouse management, reduce energy costs for warehouse operations.

The production workshop implements: increasing wages and labor productivity, reducing the rate of incidents, errors, confusion, providing additional training for machine operators, and providing periodic training and retraining for employees.

Quality control: Maintain strict implementation of the laboratory according to GLP, use chemicals and solvents economically, effectively, and safely for health, ensure that all samples are tested with reliable results, promptly serving production.

Labor organization advises and implements wage increases and labor productivity increases, ensures occupational safety and health, environmental protection, fire prevention and fighting, equipment safety inspections, ensures the company's administrative tasks such as the General Meeting of Shareholders, meetings and parties, etc., organizes periodic health checkups for the employees.

Mechanical and electrical ensures energy issues for production, develops a plan and implements a plan for equipment maintenance and auxiliary systems on time, resolves unexpected incidents in the shortest time to ensure production progress.

Coordinate with the Board of Directors to implement reasonable debt settlement work: Vietnam Development Bank, land tax debt at 9 Tran Thanh Tong...etc. the cooperation with funds or financial institutions is requested to resolve the above debts.

Terminate the cooperation agreement between Central Pharmaceutical Joint Stock Company NO 2 and Nhat Minh Production Co., Ltd. regarding Project No. 15 The Giao, Hai Ba Trung, Hanoi due to slow implementation.

Repair and upgrade the company office at No. 9 Tran Thanh Tong because the current working conditions fail to meet needs and negatively affect the company's brand and reputation.

**Conclusion:**

2026 will be a year with many difficulties.

Let us join hands to overcome challenges' all employees in the company unite, strive together to improve productivity and quality and we will definitely achieve the set plan.

Sincerely thank you!

**ON BEHALF OF THE BOARD OF  
MANAGEMENT  
CHIEF EXECUTIVE OFFICER  
(Signed)**

**Pharmacist Le Tien Dung**





**CENTRAL PHARMACEUTICAL  
JOINT STOCK COMPANY NO2**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

*Hanoi, March 26, 2026*

**REPORT ON THE ACTIVITIES IN 2025 AND DIRECTIONS AND TASKS FOR 2026  
OF THE BOARD OF DIRECTORS**

Dear Delegates! Dear Shareholders!

The Board of Directors would like to respectfully welcome the Delegates and Shareholders to attend the 2026 Annual General Meeting of Central Pharmaceutical Joint Stock Company NO2 today.

Dear all!

On behalf of the Board of Directors, I am pleased to kindly report to the General Meeting on the activities in 2025 and directions and tasks of the Board of Directors term as follows:

**I - REPORT ON THE PERFORMANCE OF THE BOARD OF DIRECTORS IN 2025.**

**1/- Members of the Board of Directors of the Company:**

The Board of Directors of the Company after the 2025 General Meeting of Shareholders consists of 07 members as below:

1. Mr. Cao Tien Dung - Chairman of the Board of Directors
2. Mr. Le Tien Dung - Vice Chairman of the Board of Directors
3. Mr. Cao Minh Phuong - Vice Chairman of the Board of Directors
4. Mr. Nguyen Thanh Tung - Member of the Board of Directors
5. Mr. Cao Viet Luong - Member of the Board of Directors
6. Mr. Le Hoang Phong - Member of the Board of Directors
7. Ms. Cao Thuy Tien - Member of the Board of Directors

**II- Report on the activities of the Board of Directors of the Company in 2025:**

Performing the functions, tasks and powers of the Board of Directors as stated in the Articles of Association of the Company to implement the resolutions of the General Meeting of Shareholders, the Board of Directors of Central Pharmaceutical Joint Stock Company No2 would like to report to the 2026 Annual General Meeting of Shareholders on the results of leadership and direction of the Board of Directors of the Company in 2025 as follows:

**2.1. Organization and implementation supervision:**

In 2025, the Board of Directors held 05 meetings to serve the production and business tasks, investment and management of the Company and issued 05 resolutions to serve the company's management purpose.

The documents issued by the Board of Directors were issued promptly and based on the principles of democratic centralism, in accordance with the law, and correctly decided on the Company's business strategy.

The Board of Directors regularly supervised, inspected and directed the Chief Executive Officer and other managers in implementing the documents and resolutions of the Board of Directors. Therefore, all documents and resolutions of the Board of Directors were seriously and effectively implemented by the Chief Executive Officer and the Executive Board.

The supervision activities of the Board of Directors are also approved by the annual periodic audit.

The Board of Directors invited the Company's Supervisory Board to attend all meetings of the Board of Directors.

The Board of Directors directed and completed the following main tasks:

- Assigned the tasks to each member of the Board of Directors of the Company according to each field, sector.

- The Board of Directors of the Company regularly evaluated the Company's operations, production and business situation, the implementation of the Company's Articles of Association and the Resolutions of the General Meeting of Shareholders, thereby taking timely guidance measures.

## **2.2 Direction activities of the company's activities:**

- The Board of Directors directed and approved the production and business plan of the General Director of the Company in accordance with the Resolution of the General Meeting of Shareholders in 2025. Every month and every quarter, the implementation of tasks, production and business plans and investments were reviewed and evaluated, thereby proactively making appropriate and timely decisions and adjustments.

- Directed the reporting and analysis of economic activities on a quarterly and annual basis. These were done through inspection, supervision, and periodic auditing.

- Directed and implemented measures to recover outstanding and difficult-to-collect debts, and proposed solutions for handling debts related to the factory construction project with relevant units.

- Approved and directed the mobilization of capital for production, business, and investment.

- Planned and utilized personnel to promptly meet the requirements of production and business tasks. The Board of Directors monitored, evaluated, and made decisions on organization and personnel appropriate to the Company's operational situation.

- The Board of Directors directed the Chief Executive Officer to improve the organization and management structure of the Company to best serve the operation and implementation of the Company's production and business tasks.

- In addition, the Board of Directors directed to issue resolutions and decisions on issues that need to be resolved during the implementation of the production, business, and investment plan, providing the Chief Executive Officer with a basis for organizing implementation.



- The Board of Directors always proactively coordinated with the Party organization and other organizations within the company in carrying out its functions and tasks, especially in planning, training, assigning, and utilizing personnel, and caring for the material and spiritual well-being of employees.

- The Board of Directors regularly reported on the specific activity situation of the company and proactively proposed solutions to the company's major shareholders to gradually help the company overcome difficulties.

- The Board of Directors directly directed and supervised the production, business, and investment activities of the company.

### **3. Production and business activities of the Company in 2025**

Revenue: Net revenue in 2025: VND 199.02 billion, achieving 99.5% of the plan.

### **4. Evaluation:**

In 2025, the Board of Directors completed the tasks assigned by the General Meeting of Shareholders.

This result was first of all due to the consensus and intelligence of each member of the Board of Directors, the efforts of the Board of Directors and all employees in the Company.

The Board of Directors also always received valuable contributions from the shareholders, especially from major shareholders, guidance from the Leaders and the attention and support of Vietnam Pharmaceutical Corporation (Vinapharm).

On this occasion, the Board of Directors sincerely thanks the Board of Management, all employees of the Company, we sincerely thank the shareholders, especially the major shareholders, for your affection and intelligence to the Company.

However, the Company's activities are hampered by limited internal resources and impact of external factors such as the global economic recession and the conflict between the Russian Federation and Ukraine, which directly affected the supply of raw materials for pharmaceutical production imported from China and other countries. Therefore, some of the targets set by the Board of Directors have not been achieved as planned by the 2025 Annual General Meeting of Shareholders.

## **III - DIRECTIONS AND TASKS OF THE BOARD OF DIRECTORS FOR 2026**

According to forecasts, 2026 presents many favorable opportunities but also numerous difficulties and challenges. The Board of Directors has set the following directions and tasks:

- Revenue: VND 210 billion

- Profit: not being negative, striving for a profit.

\* Continuously improve the efficiency and effectiveness of the Board of Directors' activities based on strict adherence to legal regulations and the Company's Articles of Association, ensuring maximum conditions and development of the capabilities of the management team. Continue to improve the internal document system.

- The Board of Directors will further strengthen supervision, especially in-depth supervision according to specific topics.

\* The Board of Directors will direct and closely supervise the production costs, reduce product prices, but maintain quality and rationalize product prices must be the top priority; Regularly monitor the Board of Directors' implementation of resolutions and decisions of the Board of Directors.

- Lead the company's sustainable development through the direction and supervision of the Board of Directors' activities, achieve the goals set and approved by the General Meeting of Shareholders.

- Effectively carry out the activities of the Board of Directors in corporate governance, such as closely monitoring, providing timely guidance, and making appropriate adjustments in the specific situation to help the Chief Executive Officer to have direction in activities in 2026 and for subsequent years.

- Orient the company's strategic development through the Chief Executive Officer's expected development plans.

- Manage and directly supervise investment activities.

- Perform management functions within the scope of authority and duties of the Board of Directors as stipulated by the Law on Enterprises and the Company's Articles of Association.

We hereby respectfully submit to the General Meeting of Shareholders for your review and decision./.

**Recipients:**

- Shareholders
- Recorded: Archive

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN**

(Signed and sealed)

**Cao Tien Dung**





## **REPORT OF THE SUPERVISORY BOARD**

**To the 2026 Annual General Meeting of Shareholders**

*Pursuant to the Law on Enterprises No. 59/2020/QHN passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*

*- Pursuant to the Articles of Association of Central Pharmaceutical Joint Stock Company NO2 stating the duties and powers of the Supervisory Board;*

*- Pursuant to results of production and business activities and 2025 financial statements audited by Vietnam Auditing and Valuation Company Limited (VAE);*

On behalf of the Supervisory Board, I am pleased to report to the General Meeting of Shareholders on the activities of the Supervisory Board of the Company in 2025 and the direction of tasks for 2026 as follows:

### **I. Regarding personnel:**

The Supervisory Board of Central Pharmaceutical Joint Stock Company NO2 after the 2025 Annual General Meeting of Shareholders consists of 03 following members:

1. Ms. Tran Thi Thu Thuy - Supervisory Board
2. Mr. Ha Tho - Member
3. Ms. Nguyen Ngoc Huyen - Member

### **II. Activities of the Supervisory Board in 2025:**

In 2025, the Supervisory Board participated in the Board of Directors' meetings and presented its opinions within its scope and authority. Specifically:

The Supervisory Board provided its supervision to the activities and compliance with the regulations of the law and the Articles of Association of Company regarding the Board of Directors and the Board of Management in the management and operation of the Company.

Inspected and supervised the implementation of the Company's business plan according to the Resolutions of the 2025 Annual General Meeting of Shareholders.

Assessed and reviewed quarterly financial statements, audited financial statements, accounts and other documents of the Company to assess their accuracy and reasonableness of figures for 2025 financial statements.

### **III. Results of Inspection and Supervision by the Supervisory Board in 2025:**

#### **1. Supervisory Board's Meetings:**

- March 2025: Review meeting to provide the opinions on the audited 2024 financial statements and the Supervisory Board's activity report for 2024.



- July 2025: Review meeting to provide the opinions on the Q2 financial statements and the financial statements for the first six months of 2025, and to assess the Company's production and business performance for the first six months.

Result: Agenda items of all meetings was unanimously approved by the members of the Supervisory Board.

## **2. Main supervision matters:**

### **2.1. Supervision of the Implementation of the General Meeting of Shareholders' Resolutions and Legal Compliance:**

- Through the inspection and supervision process, the Supervisory Board assessed that the Company's production and business operations complied with legal regulations and the Articles of Association of the Company. Furthermore, the Resolutions of the 2025 General Meeting of Shareholders were fully implemented.

- The Supervisory Board agreed with the auditor's opinion that the financial statements prepared and presented by the Board of Directors fairly and reasonably reflects, in all material aspects, the Company's financial situation, in accordance with Vietnamese accounting standards, the corporate accounting system, and relevant legal regulations.

### **2.2. Supervision of financial matters:**

- Based on the review and examination of the Company's financial situation, the Supervisory Board assessed that the quarterly, semi-annual, and 2025 financial statements, both before and after auditing, have been prepared promptly and fully in accordance with Vietnamese Accounting Standards, the enterprise accounting policies, and relevant legal regulations.

- The figures reflected in the financial statements have been presented clearly, truthfully, and reasonably in all material aspects of the Company's financial position as of December 31, 2025, as well as the results of its business operations and cash flows, which have been audited by Vietnam Auditing and Valuation Company Limited (VAE);

- The Supervisory Board submitted its opinions to the Board of Directors and the Chief Executive Officer regarding the resolution of outstanding issues in 2026, on the disclaimer of opinion from the auditing firm to the 2025 audited financial statements and previous years.

- Regarding Financial and Accounting work, the Company has fully opened its accounting books system in accordance with the Accounting Law to monitor production and business activities. Fulfilled obligations to the state budget, social insurance, health insurance, unemployment insurance, and trade union activities.

- Some indicators of the Company's operational status (figures taken from the audited 2025 financial statements) are as below:



No.	Item	2025 (VND)	2024 (VND)	% Increase/ Decrease
1.	Revenue from sales and service provision	200,471,437,158	200,432,039,681	0.02%
2.	Net revenue from sales and service provision	199,017,373,658	200,186,910,113	-0.59%
3.	Gross profit from sales and service provision	24,834,616,820	17,749,904,372	28.53%
4.	Net operating profit	-6,906,934,475	-6,106,059,881	11.60%
5.	Total pre-tax accounting profit	-10,812,495,430	-5,554,108,995	48.63%
6.	Profit after tax	-10,812,495,430	-5,554,108,995	48.63%

### **2.3. Supervision of the Board of Directors' and the Board of Management's activities:**

- In the 2025 fiscal year, the Supervisory Board fully participated in the Board of Directors' meetings and presented the opinions within its functions and powers. In 2025, the Supervisory Board did not detect any irregularities in the Company's production and business activities. All Company activities comply with the Enterprise Law and the Company's Articles of Association.

- The Board of Directors has performed its leadership and supervision role over the Board of Management's operations well, ensuring the Company's production and business activities are efficient and safe.

- The Board of Management has managed and operated the Company's production and business activities in accordance with the objectives and production and business plan approved at the 2025 Annual General Meeting of Shareholders. The Supervisory Board has not recorded any cases of violations of the responsibilities and obligations of the Company's managers and executives.

### **3. Assessment of coordination between the Supervisory Board and the Board of Directors, the Board of Management:**

- The Supervisory Board closely coordinated with the Board of Directors, the Board of Management, and other managers in the performance of its functions and duties. The Board of Directors, the Board of Management, and other managers have provided necessary documents and information to the Supervisory Board, respecting the independence and objectivity of the Supervisory Board. The Supervisory Board fully participated in the Board of Directors' meetings, providing input within its functions and powers.

- In 2025, the Supervisory Board regularly received close cooperation from the Board of Directors and the Chief Executive Officer, and was facilitated to perform its supervisory duties, through the full provision of documents and information related to the Company's governance, business operations, and financial status.

- Through inspection and supervision, the Supervisory Board found that the management and administration activities of the Board of Directors, the Chief Executive Officer, and the Company's operating apparatus in 2025 made efforts to overcome all difficulties, exceeding the revenue plan set by the 2025 Annual General Meeting of Shareholders' Resolution but the planned profit has not been achieved.

#### ***IV. Directions and Tasks for 2026***

Following the 2026 Annual General Meeting of Shareholders, the Supervisory Board will develop its plan on activities in accordance with its functions and duties, as well as the regulations in the Law on Enterprises and the Company's Articles of Association, in order to:

- Conduct the valuation of quarterly, semi-annual, and annual financial statements and reports on the production and business performance of the company.

- Supervise the management and operational activities of the Board of Directors, the Chief Executive Officer, and the company's executive board in managing and operating the company's production and business activities in accordance with the objectives and production and business plans approved at the 2026 Annual General Meeting of Shareholders.

- Perform the supervisory functions within the scope of authority and duties of the Supervisory Board as stipulated in the Law on Enterprises and the Company's Articles of Association.

This is a report on the activities of the Supervisory Board in 2025. It is pleased to be submitted to the General Meeting of Shareholder for your review and approval.

***Sincerely thank you!***

**ON BEHALF OF THE SUPERVISORY BOARD**

**Head of the Board**

(Signed and sealed)

**Tran Thi Thu Thuy**





No.: 01 /Ttr-GMS

Hanoi, April 21, 2026



## PROPOSAL TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

*(Plan for private placement of shares to increase charter capital in 2026)*

**To: Shareholders of Central Pharmaceutical Joint Stock Company N0.2**

The Board of Directors of Central Pharmaceutical Joint Stock Company N0.2 hereby submits to the General Meeting of Shareholders for approval the plan for private placement of shares, specifically as follows:

### I. LEGAL BASIS

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and guiding documents;
- Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and guiding documents;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;
- Decree No. 245/2025/ND-CP dated September 11, 2025, of the Government amending and supplementing a number of articles of the Government's Decree dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Charter of Central Pharmaceutical Joint Stock Company N0.2.

### II. PURPOSE OF THE OFFERING

- To enhance the Company's financial capacity
- Investment in the project of renovating and upgrading the headquarters of Central Pharmaceutical Joint Stock Company N0.2.

### III. PRIVATE PLACEMENT PLAN

1. Name of offered shares : Shares of Central Pharmaceutical Joint Stock Company 2
2. Type of shares : Common shares
3. Stock code : DP2
4. Par value : VND 10,000/share
5. Offering method : Private offering to strategic investors
6. Expected number of shares to be offered : 4,000,000 (Four million) shares
7. Expected offering value : VND 40,000,000,000 (Forty billion)



at par value

8. **Offering price** : VND 10,000/share

9. **Target investors**

a. **Criteria for selecting investors**

Strategic investors must meet the following criteria:

- Possess financial capacity
- Possess professional expertise and experience in the Company's business lines or the capacity to support the company in corporate governance
- Commit to cooperating with the Company for at least 03 years

b. **Number of investors:** 02 investors. The specific list is as follows:

No.	Investor	Relationship with Company/insiders (if any)	Personal identification number/Business Registration Certificate number	Number of shares owned before the offering (shares)	Number of shares expected to be offered (shares)	Number of shares expected to be owned after the offering (shares)
1	Sai Gon Handicraft Fine Art Export Joint Stock company	Major shareholder	03 132 77698	15,000,000	3,000,000	18,000,000
2	V-Dan Green Energy Company Limited	-	370 258 3559	0	1,000,000	1,000,000

10. **Transfer restrictions** : Transfer restricted for 03 years from the date of completion of the offering.

11. **Expected offering time** : In 2026 and after the State Securities Commission has issued a written approval and published on its website the receipt of the complete application for the private placement of shares of the Company.

#### IV. PLAN FOR USE OF PROCEEDS FROM THE OFFERING

##### 1. Plan for use of proceeds from the offering

The total amount expected to be raised from the private placement is VND 40,000,000,000 (Forty billion) (before deducting offering expenses), which will be invested by Central Pharmaceutical Joint Stock Company N0.2 into the item: Project for renovation and upgrading of the headquarters of Central Pharmaceutical Joint Stock Company 2. Preliminary information is as follows:

- Project name: Project for renovation and upgrading of the headquarters of Central Pharmaceutical Joint Stock Company N0.2



- Location: No. 9 Tran Thanh Tong, Hai Ba Trung Ward, Hanoi
- Expected total investment (including VAT): VND 40,315,766,000, including:
  - + Compensation, resettlement support, and site clearance costs: VND 0
  - + Construction costs: VND 28,469,930,420
  - + Equipment costs: VND 4,600,752,656
  - + Project management costs: VND 862,505,000
  - + Construction investment consultancy costs: VND 2,430,748,000
  - + Other costs: VND 380,152,000
  - + Contingency costs: VND 3,571,678,000
- Source of investment capital: owner's equity and mobilized capital (if any)
- Investment duration: 2026 - 2027

The General Meeting of Shareholders authorizes the Board of Directors to develop a detailed plan for the use of proceeds. At the same time, the General Meeting of Shareholders authorizes the Board of Directors to adjust the plan for the use of proceeds from the offering in accordance with the Company's production and business situation, perform procedures related to information disclosure in accordance with regulations, and report to the General Meeting of Shareholders at the nearest meeting.

## **2. Plan to cover the capital shortfall expected from the offering**

In case the shares are not fully distributed as expected and the mobilized capital does not reach the target, the Company will proactively seek other sources of capital to cover the shortfall, such as bank loans or other solutions in accordance with the law, internal regulations, and the Company's conditions.

## **V. AMENDMENT OF CHARTER AND CHANGE OF BUSINESS REGISTRATION CERTIFICATE**

The General Meeting of Shareholders approves the amendment of the charter capital section in the Company's Charter according to the new charter capital level and approves the adjustment of the Business Registration Certificate at the Hanoi Department of Finance after the State Securities Commission announces the receipt of the report on the results of the Company's private placement. The GMS authorizes the BOD to carry out the amendment and issuance of the new Charter as per the above content based on the actual situation.

## **VI. ADJUSTMENT OF SECURITIES REGISTRATION INFORMATION AND CHANGE OF STOCK TRADING REGISTRATION**

The General Meeting of Shareholders approves the adjustment of information on the number of securities registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and the change of trading registration with the Hanoi Stock Exchange (HNX) for the successfully offered shares after the completion of the offering.

## VII. AUTHORIZATION

The General Meeting of Shareholders authorizes the Board of Directors on the following matters:

- Selecting the appropriate time to implement the offering plan and conducting other necessary procedures to implement the offering plan;
- Approving the plan to ensure the issuance meets the foreign ownership ratio;
- Deciding on the detailed plan for the use of proceeds, including adjusting the plan for the use of proceeds to suit the actual situation of the Company and reporting to the General Meeting of Shareholders at the nearest meeting;
- Implementing the plan for the use of proceeds from the offering in accordance with the purpose of the offering, ensuring the interests of shareholders and the Company; Complying with the provisions of the law and reporting to the General Meeting of Shareholders at the nearest General Meeting of Shareholders;
- Selecting the appropriate offering time to ensure the highest benefits for shareholders and the Company;
- Performing procedures to change the Business Registration Certificate with the Hanoi Department of Finance after completing the share offering;
- In case the provisions of the law related to private placement are adjusted, the General Meeting of Shareholders authorizes the Board of Directors to amend, supplement, and complete the issuance plan and offering documents to comply with current regulations;
- In addition to the above-authorized contents, during the implementation of the offering plan, the General Meeting of Shareholders authorizes the Board of Directors to amend, supplement, and complete part or all of the Offering Plan according to the actual situation of the Company or at the request of state management agencies so that the Company's capital mobilization is successful and in accordance with the law, ensuring the rights of shareholders;
- Performing other tasks related to the offering.

ON BEHALF OF THE  
BOARD OF DIRECTORS

CHAIRMAN

(Signed and sealed)

**Recipients:**

- Shareholders;
- BOD, Supervisory Board, Board of Management;
- Archive: Admin Dept..

**Cao Tien Dung**