

Da Nang, 05 May 2016

THE RESOLUTION

The Annual General Meeting of Shareholders in the year of 2016

Danapha Pharmaceutical Joint Stock Company

**THE GENERAL MEETING OF SHAREHOLDERS OF DANAPHA
PHARMACEUTICAL JSC**

Pursuant to The Corporate Law No.68/2014/QH13 passed by The National Assembly of Viet Nam Socialist Republic at the 8th meeting, the eighth National Assembly on 26 November 2014;

Pursuant to the Minutes of the annual General meeting of shareholders in the year of 2016 of Danapha Pharmaceutical JSC on 05 May 2016;

HEREBY RESOLVE

Article 1. Adopt the report of result of business operation in the year of 2015 and orientation of activities of Company in the year of 2016.

Article 2. Adopt the report of activities of Control Board of Company in the year of 2015

Article 3. Adopt the Financial Statement in the year of 2015 has audited with the following basic targets:

No	Targets	Unit (dongs)
1	Total assets	471.901.001.423
2	Equity	257.618.336.347
3	Net profit from business operation	54.976.008.094
4	Total profit before tax	54.948.626.738
5	Profit after tax	44.022.643.763

Article 4. Agree to adopt the plan of profits division in the year of 2015 and estimation of financial target in the year of 2016.

1. The plan of profits division and make funds of the fiscal year of 2015:

No	Items	Amount
1	Total profit after tax	44.022.643.763
2	Undistributed earnings after taxes in the previous	0

	year	
3	Total undistributed earnings after taxes	44.022.643.763
4	Dividend (20%/ chartered capital)	19.530.000.000
5	Developing investment funds	17.168.813.233
6	Bonus & welfare funds, Directors Board	7.323.830.530
	Retained earnings after tax in 2016	0

2. Estimation of some financial targets in 2016:

Unit: Dongs

No	Target	Estimation of customers in 2016	Rate compared with turnover in 2016
1	Goods sale	500.000.000.000	
2	Cost of goods sold	270.000.000.000	54%
3	Selling expenses	97.500.000.000	19,5%
4	Managing expenses	45.000.000.000	9%
5	Financial activities expenses	10.000.000.000	2%
6	Provision cost	5.000.000.000	1%
7	Estimated earnings before tax	72.500.000.000	14.5%
8	Earnings after tax	58.000.000.000	
9	Dividend	20%/chartered capital	

Article 5. Agree to adopt amendment, supplement of Regulations of organization and operation of Company at the Statement No.18/2016/TT-DHDCD on 05 May 2016. The new regulation is valid since 05 May 2016 and replace for the current Regulations (*under the attached statement*).

Article 6. Adopt the plan of stocks issuance for the current shareholders

Adopt the plan of further issuance of 3.255.000 (three million, two hundred fifty-five thousand) stocks in order to increase the chartered capital stated at the Statement No. 20/2016/TT-DHDCD on 05 May 2016 (*under the attached statement*).

Article 7. Adopt the list of auditing Company for the fiscal year of 2016

1. Viet Nam Ernst & Young Co., Ltd
2. Deloitte Viet Nam Co., Ltd
3. PricewaterhouseCoopers Viet Nam Co., Ltd
4. KPMG Viet Nam Co., Ltd

General Meeting of shareholders authorized to Chairman of Directors Board to decide the maximum choice of two auditing companies of above list to implement the financial statement of 2016 and consider the financial statement of middle year of 2016 and assign General Director who is charge of signing the contract to company selected to supply services of audit

Article 8. Adopt fee of Directors Board, Control Board of 2015 and plan to pay fee in 2016.

The plan of fee payment in 2016 as follows:

- Fee for Chairman of Directors Board: 7.000.000 dongs/ a month
- Fee for Member of Directors Board: 6.000.000 dongs/ a month/person

- Fee of Head of Control Board: 5.000.000 dongs/ month
- Fee of Standing Control Board: 4.000.000 dongs/ month
- Fee of Controller: 3.000.000 dongs/ month
- Fee of Secretary: 3.000.000 dongs/ month

Article 9. Adopt Chairman of Directors Board double as a General Director of Company

Article 10. Approve the result of selecting members of Directors Board and controllers of the period of 2016-2021 as follows:

1. Members of Directors Board are:

- Mr. Mai Dang Dau
- Mr. Pham Khac Ha
- Mrs. Nguyen Thi Lien Hoa
- Mr. Lai Tien Manh
- Mr. Nguyen Duc Son
- Mrs. Nguyen Thi Van Tho
- Mr. Truong Cong Tri
- Mr. Nguyen Quang Tri

2. Controllers are:

- Mr. Nguyen Hoang Giang
- Mrs. Pham Huong Giang
- Mrs. Ha Thi Phuc

Article 11. Execution provisions

1. The Resolution is valid since 05 May 2016. General Meeting of shareholders has voted 100% approval through Resolution in full of the annual General meeting of shareholders of 2016 of Danapha Pharmaceutical JSC
2. Members of Directors Board, Control Board, General Director and the entire shareholders of Danapha Pharmaceutical JSC take responsibility for implementing the contents of this Resolution.

Attn:

- Shareholders
- UBCKNN
- Directors Board
- Control Board
- General Director
- Store: TK

On Behalf of General meeting of shareholders

CHAIRMAN

Nguyen Quang Tri, MBA