

RESOLUTION
2017 ANNUAL GENERAL MEETING
TRAPHACO JSC

GENERAL ASSEMBLY OF SHAREHOLDERS

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

Pursuant to the Securities Law No. 70/2006/QH11 by the 11th National Assembly of the Socialist Republic of Vietnam dated 29/06/2006;

Pursuant to the Corporate Charter of TRAPHACO JSC;

Pursuant to the Minutes of Meetings of the 2017 AGM of Traphaco No. 27/2017/ BB-ĐHĐCĐ dated 30/3/2017.

RESOLVE

ARTICLE 1. APPROVE THE REPORTS IN 2016

The AGM unanimously approves the Reports in 2016 (including the Report on the results of production and business activities in 2016, the Report on the Audited Financial Statements, and the Report of the Supervisory Board), as follows:

Basic indicators of obtained business operations (according to the consolidated statement):

No	Targets in Resolution	Plan of 2016	Results in 2016	The ratio compared to planned	Compared to 2015
		VND billion	VND billion	(%)	(%)
1	Total consolidated revenue	2,100	1,998	95.14	101.23
	Traphaco's total revenue				
	<i>Manufactured goods:</i>	1,500	1,511	100.73	112.88
	<i>Consigned Export-Import goods and services, other products:</i>	260	188	72.30	56.87
	Revenue from subsidiaries	340	298	87.65	98.35
2	Profit after tax attributable to	210	210.595	100.23	116.37

	the parent company's shareholders				
	Profit of Traphaco	190	208.107	109.47	115.22

Basic indicators of the 2016 audited financial statements (consolidated)

No	Indicator	Amount (VND)
1	Total assets	1,377,453,921,670
2	Equity <i>Specifically:</i>	1,014,763,303,374
2.1	<i>Paid-in capital</i>	345,455,160,000
2.2	<i>Capital surplus</i>	153,747,160,000
2.3	<i>Funds and retained earnings</i>	428,262,659,458
3	Gross sales	2,005,540,489,832
4	Cost of goods sold	1,003,653,137,637
5	Cost of sales	464,180,865,225
6	Operating expenses	182,075,800,088
7	Profit from affiliates	72,279,483
8	Profit before tax	283,179,370,619
9	Profit after tax	228,226,092,980
10	Profit after tax attributable to the parent company's shareholders	210,595,706,839

Detailed report in the Statement to the 2017 AGM.

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

ARTICLE 2. APPROVE THE DIRECTIONS AND TASKS OF PRODUCTION AND BUSINESS ACTIVITIES IN 2017

The AGM unanimously approves the 2017 business plan with main indicators as follows:

No	Key indicators	Unit	Plan	Growth
1	Consolidated revenue <i>(without VAT)</i>	billion VND	2,000	(*)
	Sales of manufactured goods & exclusive distribution	billion VND	1,680	12%
	- Sales of exploited goods & consignment	billion VND	5	
	- Revenue from subsidiaries	billion VND	315	22%
2	Consolidated profit <i>(after tax)</i>	billion VND	242	15.2%
3	Profit of parent entity <i>(after tax)</i>	billion VND	223	
4	Number of labors increased,	%	04	

	compared to 2016			
5	Labor's income increased, compared to 2016	%	05 -10	

- Implement the Sustainable Development Strategy for the period of 2017-2020.
- Put the Vietnam Pharmaceutical Plant into commercial operation in Q3/2017, the estimated revenue of VND 100 billion.
- Develop Southern market, the estimated revenue of VND 400 billion.
- Establish 04 new branches in Thai Nguyen, Yen Bai, Kien Giang and Thua Thien Hue.
- Develop 8 new products to be launched to the market.
- Direct the operation of subsidiaries so that they are closely linked to the parent company's strategy, continue to develop and contribute to the common values of Traphaco

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

ARTICLE 3. APPROVE THE SUSTAINABLE DEVELOPMENT STRATEGY FOR THE PERIOD OF 2017-2020

The AGM unanimously approves the Sustainable Development Strategy for the period of 2017-2020 with main contents as follows:

- **Mission:** Pioneering in manufacturing "green" medicine to protect people's health.
- **Vision 2020:** By 2020, Traphaco will rank No. 1 among Vietnamese pharmaceutical companies in terms of growth of revenue and profit and market capitalization. Become the leading Green brand in Vietnam.
- **Core values:** *Pioneer - Creativity - Responsibility - Identity*
- General goals to 2020 Technology as the most advanced in Vietnam's pharmaceutical industry. Modern Management System based on information-integrated platform. Traphaco-ers are happy, satisfy with life and work, Traphaco's workplace is one of the best working environment in Vietnam.
- Market capitalization: VND 10,000 billion. Total revenue: VND 4,000 billion. Total profit: VND 500 billion.

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

ARTICLE 4. APPROVE THE PLAN OF DISTRIBUTION OF AFTER-TAX PROFIT IN 2016

According to the 2016 audited financial statements of TRAPHACO JSC, the profit after tax in 2016 is VND **210,595,706,839** (according to the consolidated statement).

The AGM unanimously approves the distribution plan of the after-tax profit in 2016 as follows:

Indicator	Ratio	Amount (VND)
Consolidated profit after tax (minus minority interest) for distribution		210,595,706,839
Bonus and welfare fund	8%	16,847,656,546
Dividend payout, 2016	30% of par value (cash)	103,627,149,000 (Advance 20%: 69,084,766,000 on 10/01/2017)
Executive reward		2,000,000,000
Investment and Development Reserve	50% of the residual profit	44,060,450,647
Retained earnings	50% of the residual profit	44,060,450,647
Remuneration of the Board of Directors	as planned	3,500,000,000
Remuneration of the Supervisory Board	as planned	600,000,000

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

ARTICLE 5. APPROVE THE SHARE SPLIT IN 2017

The AGM unanimously approves the share split plan of offering bonus shares to the existing shareholders at the ratio of 10:2, expected to be implemented in Q2/2017, taken from the following sources: (i) capital surplus, (ii) investment and development reserve and (iii) retained earnings.

Details on the Statement No.22/2017/TT-HĐQT- ĐHĐCĐ sent to shareholders/representatives of shareholders attending the AGM.

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

ARTICLE 6. APPROVE THE ESTIMATED DISTRIBUTION OF PROFIT AFTER-TAX IN 2017; REMUNERATION OF THE BOARD OF DIRECTORS, BOARD OF SUPERVISORY IN 2017

The estimated distribution of profit after-tax in 2017 is as follows:

Indicator	Ratio
Bonus and welfare fund	8% the Parent Company's Profit after tax
Dividend payout, 2017	30% of face value in cash
Investment and Development Reserve	The rest
Retained earnings	
Remuneration of the Board of Directors	3,500,000,000
Remuneration of the Supervisory Board	600,000,000

Remuneration of the Board and the Supervisory Board shall be included in the operating expense.

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

ARTICLE 7. APPROVE THE SELECTION OF AN AUDIT FIRM FOR THE FINANCIAL YEAR OF 2017

The AGM authorized the Board of Directors to select an auditing company of the Big4, that receive the approval of the State Commission of Securities, and will suit the Company in terms of requirements and size, to audit the annual financial statements and reviewing the quarterly financial statements (if necessary at the request of the State management agencies).

The AGM votes and approves with 99,34 % of the shares with voting rights at the AGM.

ARTICLE 8. APPROVE THE CONTRACT SIGNING WITH TRAPHACO CNC

The AGM unanimously approves the contract signing with Traphaco CNC, assign the Board of Directors to, in 2017, actively consider and approve the contracts signed between Traphaco and Traphaco CNC, in the spirit of ensuring Traphaco's benefits. The CEO, based on BoD's approval, sign and implement the signed contracts with Traphaco CNC.

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

ARTICLE 9. TERMS OF ENFORCEMENT

This Resolution shall take effect from March 30th, 2017.

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

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

Recipients:

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

(signed)

MSc. Vu Thi Thuan

Attachments:

- The AGM's MoM in 2017;
- Minutes of shareholders' status verification;