## REFERENCE TABLE AMENDING AND SUPLEMENTING THE CHARTER OF DHG PHARMA AT THE GENERAL MEETING OF SHAREHOLDERS IN 2020

## 1. Reference guides

The underlined texts: the amendments and supplements.

The strikethrough texts: contents proposed to remove.

## 2. Reference contents

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
INTRODUCTION	INTRODUCTION	Updating number, date of issuance
This Charter has been approved in	This Charter has been approved in accordance with	of the new Resolution approved by
accordance with Resolution No.	Resolution No	the Annual General Meeting of
001/2020/DHDCD of the Annual General		Shareholders 2020.
Meeting of Shareholders 2019, dated 29		
<del>June 2020.</del>		
Chapter I: GENERAL PROVISION	Chapter I: GENERAL PROVISION	
Article 2. Interpretation of term		
1. In this Charter, the terms below are		
construed as follows:		
	"Voting capital" means the share that endows the	Supplementing the content in
	holder the right to vote on the issues within the	accordace with clause 33, Article 4
	jurisdiction of the General Meeting of Shareholders;	of the Law on Enterprises 2020.
k. "The Law on Enterprises" means the Law	k. "The Law on Enterprises" means the Law on	The Law on Enterprises No.
on Enterprises No. 68/2014/QH13 passed	Enterprises No. <u>59/2020/QH14</u> passed by the National	68/2014/QH13 was expired.
by the National Assembly on <del>26 November</del>	Assembly on <u>17 June 2020</u> .	Amending the content in
<del>2014</del> .		accordance with the Law on
		Enterprises No. 59/2020/QH14
		(replacing the Law on Enterprises
		No. 68/2014/QH13).

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n. "Enterprise Executives" are the General Director, Deputy General Director, Chief Accountant, Functional Directors, and other positions within the appointed competence of the Board of Directors.  o. "Related person" means any individual or organization that has a direct or indirect relationship with DHG PHARMA in the cases prescribed by Clause 17, Article 4 of the Law on Enterprises and Clause 34 Article 6 of the	n. "Enterprise Executives" are General Director, Chief Operating Officer, Deputy General Director(s), Chief Accountant, Functional Director(s), and other positions within the appointing authority of the Board of Directors.  o. "Related person" means any individual or organization that has a direct or indirect relationship with DHG PHARMA in the cases prescribed at clause 23, Article 4 of the Law on Enterprises and clause 46, Article 4 of the Law on Securities.	Adding the title "Chief Operating Officer" according to the reality and The Company's current organizational structure.  Revising/ Updating the references in accordance with the Law on Enterprises 2020 and the Law on Securities 2019.
Law on Securities.	"Relatives" of a person include the spouse, biological parents, adoptive parents, parents-in-laws, biological children, adopted children, children-in-law, biological siblings, siblings-in-law and biological siblings of the spouse.	Adding the content according to clause 22, Article 4 of the Law on Enterprises 2020.
s. "Independent Board of Directors' members" are the members of the Board of Directors that satisfy the following standards and conditions:  (i) Not being a current employee of DHG PHARMA or its subsidiaries; Not being a person that used to work for DHG PHARMA or its subsidiaries over the previous three (03) consecutive years;	s. "Independent board members" are the members of the Board of Directors that satisfy the following standards and conditions:  (i) Not being a current employee of DHG PHARMA, its parents company or its subsidiaries; Not being a person that used to work for DHG PHARMA, its parents company or its subsidiaries over the previous three (03) consecutive years;	Adding/ Revising the content in accordance with point a, clause 2, Article 155 of the Law on Enterprises 2020.
(iii) Not having a spouse, birth parents or sibling being a major shareholder of DHG PHARMA; being an Enterprise Executive of	(iii) Not having his/her spouse, biological parents, adoptive parents, biological children, adoptive children or biological siblings being a major shareholder of DHG	Adding/ Revising the content in accordance with point c, clause 2, Article 155 of the Law on Enterprises 2020.

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DHG PHARMA or DHG PHARMA's	PHARMA; being an Enterprise Executive of DHG	
subsidiaries;	PHARMA or DHG PHARMA's subsidiaries;	
(v) Not ever holding the position of members	(v) Not ever holding the position of members of the	Adding/ Revising the content in
of the Board of Directors, the Board of	Board of Directors, the Board of Supervisory of the	accordance with point dd, clause 2,
Supervisory of DHG PHARMA for at least	Company for at least previous five (05) consecutive	Article 155 of the Law on Enterprises
previous five (05) consecutive years.	years, unless being appointed continuously for 02	2020.
	consecutive terms.	
t. Audit Committee is an Internal Audit Board	t. Audit Committee is a specialized body under the	Revising the Vietnamese name of
under the Board of Directors in accordance	Board of Directors in accordance with point b, clause 1,	Audit Committee to unify the names
with point b, clause 1, Article 434 of the Law	Article 137, and clause 1 Article 161 of the Law on	of Committees under the Board of
on Enterprises.	Enterprises.	Directors.
		Revising/ Updating the reference in
		accordance with the Law on
		Enterprises 2020.
Article 8. Seal	Article 8. Seal	
1. DHG PHARMA has one (01) seal, and this	1. DHG PHARMA has one (01) seal, and this seal is	Adding/ Revising the content in
seal is the property of DHG PHARMA. The	the property of DHG PHARMA. The Board of Directors	accordance with Article 43 of the
Board of Directors decides the form, number,	decides the form, number, and contents of the official	Law on Enterprises 2020 and Article
and contents of the official seal of DHG	seal of DHG PHARMA and the official seal of DHG	58 of the Model Charter under
PHARMA and the official seal of DHG	PHARMA's subordinate units.	Circular 116/2020/TT-BTC.
PHARMA's subordinate units.	In case of necessity to serve production and business	
	activities, the Board of Directors can register additional	
	seals in the form of digital signatures in accordance with	
	the provisions of law on electronic transactions.	
	3. The Board of Directors and General Director use and	Adding/ Revising the content in
	manage the seal in accordance with the applicable law	accordance with Article 43 of the
	and the regulation on seal management issued by the	Law on Enterprises 2020 and Article
	Board of Directors. The Company uses the seal in	58 of the Model Charter under
	transactions as prescribed by law.	Circular 116/2020/TT-BTC.

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Chapter II: CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS	Chapter II: CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS	
Article 10. Share certificates	Article 10. Share certificates	Revising/ Updating the reference in
2. Shares are certificates issued by the company, book entries or electronic data certifying ownership of one or a number of shares of DHG PHARMA. Shares must contain all contents as stipulated in Clause 1, Article 120 of the Law on Enterprises.	2. Shares are certificate issued by the Company, book entries or electronic certifying the ownership of one or a number of shares of DHG PHARMA. Shares shall contain all information as stipulated in clause 1, Article 121 of the Law on Enterprises.	accordance with the Law on Enterprises 2020.
Article 13. Reclamation of shares	Article 13. Reclamation of shares	Revising/ Updating the reference in
4. The reclaimed shares shall become assets and are considered as the shares offered for sale of DHG PHARMA as stipulated in clause 3, Article 111 of the Law on Enterprises. The Board of Directors may directly execute or authorize the sale, redistribution or settlement for persons whose own shares reclaimed or other subjects under the conditions and ways which the Board of Directors deems appropriate.	4. The reclaimed shares shall become assets and are considered as the shares offered for sale of DHG PHARMA as stipulated in clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly execute or authorize the sale, redistribution or settlement for persons whose own shares reclaimed or other subjects under the conditions and ways which the Board of Directors deems appropriate.	accordance with the Law on Enterprises 2020.
Chapter III: ORGANIZATIONAL	Chapter III: ORGANIZATIONAL STRUCTURE,	
STRUCTURE, MANAGEMENT, AND CONTROL	MANAGEMENT, AND CONTROL	
	Article 14. Organizational structure, management,	•
management, and control	and control	according to point b, clause 1, Article
The organizational structure, management,	The organizational structure, management, and control	137 of the Law on Enterprises 2020;
governance and control of DHG PHARMA	of DHG PHARMA include:	Article 11 of the Model Charter under
include:	The General Meeting of Shareholders;	Circular 116/2020/TT-BTC and

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1. The General Meeting of Shareholders;	2. Boards of Directors, Audit Committee under the	Article 282 of Decree 155/2020/ND-
2. The Board of Directors;	Board of Directors.	CP.
3. Audit Committee under the Board of	3. General Director.	
Directors (hereinafter referred to the Audit		
Committee);		
4. The General Director.		
Section A: SHAREHOLDERS AND THE	Section A: SHAREHOLDERS AND THE GENERAL	
GENERAL MEETING OF	MEETING OF SHAREHOLDERS	
SHAREHOLDERS		
Article 15. Rights of shareholders	Article 15. Rights of shareholders	Adding/ Revising the content
c. Shareholders have the right to protect their	c. Shareholders are entittle to protect their legal rights	according to Article 115 of the Law
legal rights. In case the decision of the	and to request for suspension, cancellation of	on Enterrprises 2020 and point I,
General Meeting of Shareholders violates	resolutions and decisions of the General Meeting of	clause 1, Article 12 of the Model
the law or the Charter, the Board of Directors'	Shareholders and the Board of Directors when (i) The	Charter under Circular 116/2020/TT-
decisions in contrary to the provisions of law	resolution of the General Meeting of Shareholders	BTC.
or the Charter causing damage to DHG	violates provisions of law. (ii) or the Charter (iii) or the	
PHARMA, shareholders have the right to	orders, procedures for convening and making	
propose the cancellation or suspension of	decisions of the General Meeting of Shareholders	
such decisions in accordance with the Law	seriously violate the provisions of the Law on	
on Enterprises;	Enterprises and the Company's Charter (iv) and the	
	content of the resolution violates regulations of law or	
	the Company's Charter.	
I. To request DHG PHARMA to repurchase	I. To request DHG PHARMA to repurchase shares in	Revising/ Updating the reference in
shares in the cases stipulated in Article 129	the cases stipulated in Article 132 of the Law on	accordance with the Law on
of the Law on Enterprises;	Enterprises;	Enterprises 2020.
3. A shareholder or a group of shareholders	3. A shareholder or a group of shareholders holding five	Adding/ Revising the content
holding five percent (5%) or more of the total	percent (5%) or more of the total number of ordinary	according to clause 2, Article 115 of
number of ordinary shares for at least six (06)	shares shall have the following rights:	the Law on Enterprises 2020 and

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consecutive months or more shall have the		clause 2, Article 12 of the Model
following rights:		Charter under Circular 116/2020/TT-
		BTC.
a. To nominate members to the Board of		Moving and expanding at clause 6 of
Directors according to the respective		this Article.
provisions of Clause 1 of Article 33 of this		
Charter.		
b. To request the Board of Directors to	b. To request the Board of Directors to convene the	Revising/ Updating the references in
convene the meeting of the General Meeting	General Meeting of Shareholders in accordance with	accordance with the Law on
of Shareholders in accordance with Article	clause 3 Article 115 and Article 140 of the Law on	Enterprises 2020.
114 and Article 136 of the Law on	Enterprises and clause 4 of this Article.	Moving the "the request must be
Enterprises.		made in writing competence"
The request must be made in writing,		content to clause 5 of this Article.
accompanied by the required documents		
and evidence of the violations of the Board of		
Directors, the extent of the violations or the		
decisions beyond its competence.		
	d. Examine, extract the minutes, resolutions and	Adding the content in accordance
	decisions of the Board of Directors, interim and annual	with clause 2 Article 12 of the
	financial statements, reports of the Audit Committee,	Model Charter under Circular
	contracts and transactions subject to approval by the	116/2020/TT-BTC.
	Board of Directors and other documents, except	
	documents relevant to the Company's trade secrets;	
	Propose inclusion of issues in the agenda of the	Adding the content in accordance
	General Meeting of Shareholders. The proposal must	with clause 2 Article 12 of the Model
	be made in writing and sent to the Company at least 03	Charter under Circular 116/2020/TT-
	working days before the opening date. The proposal	BTC.
	shall specify the shareholder's name, quantity of each	

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	type of shares being held by the shareholder and the	
	proposed issues:	
	4. A shareholder or group of shareholders defined in	Adding according to clause 3, Article
	clause 3 of this Article has the right to request	115 of the Law on Enterprise 2020.
	convening the General Meeting of Shareholders in the	
	following cases:	
	a. The Board of Directors seriously violates the rights of	
	shareholders, the obligations of the manager or makes	
	a decision beyond its assigned authority;	
	b. Other cases as stipulated in the Company's Charter.	
	5. The request to convene a meeting of the General	Adding the content according to
	Meeting of Shareholders specified in clause 4 of this	clause 4, Article 115 of the Law on
	Article must be made in writing and contain full names,	Enterprises 2020 and point dd,
	mailing addresses, nationalities, legal document	clause 2, Article 12 of the Model
	numbers of shareholders that are individuals; names,	Charter under Circular 116/2020/TT-
	business code or legal document numbers,	BTC.
	headquarters addresses of shareholders that are	
	organizations; quantities of shares and time of shares	
	registration of each shareholder, total quantity of shares	
	of the group and their holdings in the company; the	
	reasons for convening the General Meeting of	
	Shareholder. The request shall be enclosed with	
	documentary evidence of the violations committed by	
	the Board of Directors, seriousness of the violation or	
	the decision issued ultra vires.	
	6. A shareholder or a group of shareholders that holds	Adding the content according to
	at least 5% of total ordinary shares is entitled to	clause 5, Article 115 of the Law on
	nominate candidates to the Board of Directors. The	Enterprises 2020 and clause 3,

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	nomination to the Board of Directors is carried out as	Article 12 of the Model Charter under
	follows:	Circular 116/2020/TT-BTC.
	a. Ordinary shareholders who meet in group to	Revising the ownership to 5% to be
	nominate candidates to the Board of Directors must	consistent with clause 1 Article 33 of
	inform the participating shareholders before the	this Charter
	opening of the General Meeting of Shareholders;	
	b. Depending on the quantity of members of the Board	
	of Directors, a shareholder or a group of shareholders	
	prescribed at clause 6 of this Article may nominate one	
	or several candidates in accordance with clause 1	
	Article 33 of this Charter.	
	In case the number of nominated candidates is smaller	
	than the maximum permissible number of candidates	
	specified in the decision of the General Meeting of	
	Shareholders, the remaining candidates shall be	
	nominated by Board of Directors and other	
	shareholders in accordance with clause 1 Article 33 of	
	this Charter.	
	7. Other rights as prescribed by the Law on Enterprises	Adding the content according to
	and this Charter.	clause 6, Article 115 of the Law on
		Enterprises 2020.
Article 16. Obligations of shareholders	Article 16. Obligations of shareholders	
1. Shareholders have the following	Shareholders have the following obligations:	
obligations:		
a. Not to withdraw the capital contributed as	a. Not to withdraw the capital contributed as ordinary	Adding according to clause 2, Article
ordinary shares from DHG PHARMA in any	shares from DHG PHARMA in any form unless the	119 of the Law on Enterprises and
form, except in the case of DHG PHARMA or	shares are re-purchased by DHG PHARMA or other	clause 2, Article 13 of the Model
others repurchase the shares. If a	persons. If the shareholder withdraws all or part of the	Charter under Circular 116/2020/TT-
shareholder withdraws a part or all of the	share capital against regulations of this point, members	BTC.

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contributed share capital in contravention of	of the Board of Directors and the legal representative of	
this point, members of the Board of Directors	DHG PHARMA shall be jointly liable for DHG	
and the legal representative of DHG	PHARMA's liabilities and other asset obligations which	
PHARMA shall be jointly liable for the debts	are equal to the value of the shares withdrawn and	
and other asset obligations of DHG	damages caused by this action.	
PHARMA within the value of equity have		
been withdrawn.		
c. To pay for shares according to the number	c. To pay fully and on time the committed shares to	Adding/ Revising the content
of shares which the shareholder has	purchase.	according to clause 1, Article 119 of
registered to subscribe in accordance with		the Law on Enterprises 2020 and
the regulations;		clause 1, Article 13 of the Model
		Charter under Circular 116/2020/TT-
		BTC.
	To protect the confidentiality of information provided by	Adding the content according to
	the Company in accordance with the Company's	clause 5, Article 119 of the Law on
	Charter and the law; only use the provided information	Enterprises 2020 and clause 5,
	to perform and protect their lawful rights and interests;	Article 13 of the Model Charter under
	it is prohibited to spread or share information provided	Circular 116/2020/TT-BTC.
	by the Company to any other organization or individual.	
g. To attend the meeting of the General	g. To attend the General Meeting of Shareholders and	Adding the content according to
Meeting of Shareholders and exercise the	exercise the voting right in the following forms:	point c, clause 6, Article 13 of the
voting right in the following forms:	(iii) To attend and vote via online meetings, electronic	Model Charter under Circular No.
(iii) To attend and vote via online meetings,	voting or other electronic forms in accordance with the	116/2020/TT-BTC.
electronic voting or other electronic forms;	voting rule and the agenda of the General Meeting of	
	Shareholders;	
2. The organizations and individuals who	2. The organizations and individuals who become	Adding the content in accordance
become major shareholders of	or no longer become major shareholders of DHG	with clause 1 Article 31 in Circular
DHG PHARMA, apart from the	PHARMA, apart from the obligations prescribed at	96/2020/TT-BTC dated 16
obligations prescribed by Clause 1 this	clause 1 of this Article and disclose information in	November 2020

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Article and disclose information in	accordance with regulations of law, must also fulfill	
accordance with regulations of law, must	obligations to report to DHG PHARMA, the State	
also fulfill obligations to report to DHG	Securities Commission and the Stock Exchange	
PHARMA, the State Securities	within five (05) working days after they become or	
Commission and the Stock Exchange	no longer become majority shareholders in	
where stocks of DHG PHARMA are listed	accordance with the sample prescribed at	
within seven (07) days after they become	Appendix VII of Circular 96/2020/TT-BTC dated 16	
majority shareholders. A report on a	November 2020.	
majority shareholder's ownership covers		
the following contents:		
a. The name, address and business lines		
in case of a major shareholder being an		
organization; Full name, age, nationality,		
residence, and profession in case of a		
major shareholder being an individual;		
b. The number and percentage of shares		
owned by organizations or individual or		
jointly with other organizations or		
individuals on the total number of		
outstanding shares.		
3. If there is an important change in the	3. If there is an important change in the information	Adding the content in accordance
information in the report stipulated in	in the report stipulated in clause 2 of this Article, or	with clause 2 Article 31 in Circular
Clause 2 of this Article, or if there is a	if there is a change in the number of shares owned	96/2020/TT-BTC dated 16
change in the number of shares owned in	in excess of one percent (1%) of the number of	November 2020
excess of one percent (1%) of the number	shares of the same class currently in circulation,	
of shares of the same class currently in	then within five (05) working days from the date of	
circulation, then within seven (07) days	such change in accordance with the samples	
from the date of such change, the major	prescribed at Appendix VIII in Circular 96/2020/TT-	
shareholder must submit an amendment	BTC dated 16 November 2020, the major	
or supplement report to DHG PHARMA,	shareholder must submit an amendment or	

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the State Securities Commission and the	supplement report to DHG PHARMA, the State	
Stock Exchange where the shares are	Securities Commission and the Stock Exchange	
listed.	where the shares are listed.	
Article 17. The General Meeting of	Article 17. The General Meeting of Shareholders	Adding the content according to
Shareholders	1. The General Meeting of Shareholders shall be the	clause 1, Article 14 of the Model
1. The General Meeting of Shareholders	highest competent authority of DHG PHARMA. The	Charter under Circular No.
shall be the highest competent authority of	Annual General Meeting of Shareholders shall be	116/2020/TT-BTC and clause 1,
DHG PHARMA. The Annual General	organized once every year and must be held within four	clause 2 Article 139 of the Law on
Meeting of Shareholders shall be organized	(04) months from the end of a fiscal year. The Board of	Enterprises 2020.
once every year and must be held within four	Directors decides on the extension of the Annual	
(04) months from the end of a fiscal year. At	General Meeting of Shareholders, but not exceeding	
the request of the Board of Directors, this	six (06) months from the end of the fiscal year.	
period of time may be extended if approved	In addition to the annual meeting, the General Meeting	
by the Authority issuing the Business	of Shareholders may hold extraordinary meetings. The	
Registration Certificate, but not exceeding six	venue of the General Meeting of Shareholders is	
(06) months from the end of the fiscal year.	determined to be the place where the chairperson	
	attends the meeting and must be in the territory of	
	<u>Vietnam.</u>	
2. The Board of Directors convenes the	2. The Board of Directors convenes the Annual	Adding the content according to
meeting of Annual General Meeting of	General Meeting of Shareholders and selects the	clause 2, Article 14 of the Model
Shareholders and selects the appropriate	appropriate venue. The Annual General Meeting of	Charter under Circular No.
venue. The Annual General Meeting of	Shareholders shall make decisions on issues in	116/2020/TT-BTC for clarification.
Shareholders shall make decisions on issues	accordance with the law and this Charter, especially the	
in accordance with the law and this Charter,	annual financial statements and estimation for the next	
especially the annual financial statements	fiscal year. In cases where the audited financial	
and estimation for the next fiscal year. In	statements of DHG PHARMA have material	
cases where the audited financial statements	exceptions, opposite opinions or refusal from the	
of DHG PHARMA have significant	auditor, the Company must invite representative(s) of	
exceptions, DHG PHARMA may invite	the accredited audit organization that audited the	

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representatives of the independent auditor to	Company's financial statements to participate in the	
attend the meeting of the General Meeting of	Annual General Meeting of Shareholders. The invited	
Shareholders in terms of giving explanation	representative of the audit organization has the	
on related contents.	responsibility to participate in the Annual General	
	Meeting of Shareholders in terms of giving explanation	
	on related contents.	
c. The number of the Board of Directors'	c. The <u>remaining</u> number of the Board of Directors'	Adding the text in accordance
members, independent Board of Directors'	members, independent board members are less than	with point b clause 1 Article 140 of
members are less than the number of	the minimum number of members required by law or	the Law on Enterprises 2020 and
members required by law or the number of	the number of the Board of Directors' members are	point b clause 3 Article 14 of the
the Board of Directors' members are reduced	reduced by more than one-third (1/3) compared to the	Model Charter under Circular
by more than one-third (1/3) compared to the	number of members stipulated in clause 2 Article 32 of	116/2020/TT-BTC.
number of members stipulated in Clause 2	this Charter;	
Article 32 of this Charter;		
4. To convene an extraordinary meeting of	4. To convene extraordinary General Meetings of	
the General Meeting of Shareholders	Shareholders	
b. If the Board of Directors fails to convene	b. If the Board of Directors fails to convene the General	Adding the content in accordance
the meeting of the General Meeting of	Meeting of Shareholders in accordance with point a,	with clause 3, Article 140 of the Law
Shareholders in accordance with Point a,	clause 4 of this Article, then within the next thirty (30)	on Enterprises 2020 and clause 4,
Clause 4 of this Article, then within the next	days, a shareholder or a group of shareholders as	Article 14 of the Model Charter under
thirty (30) days, a shareholder or a group of	stipulated in point e, clause 3 of this Article shall have	Circular No. 116/2020/TT-BTC for
shareholders as stipulated in Point e, Clause	the right to replace the Board of Directors to convene	clarification.
3 of this Article shall have the right to replace	the General Meeting of Shareholders.	
the Board of Directors to convene the	In this case, the requesting shareholder or group of	
meeting of the General Meeting of	shareholders may request the business registration	
Shareholders. In this case, a shareholder or	authority to supervise the process of convening,	
a group of shareholders convening the	conducting and decision-making of the General	
meeting of the General Meeting of	Meeting of Shareholders. The costs of convening and	
Shareholders shall have the right to request	conducting the General Meeting of Shareholders shall	

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the Business Registration Authority to	be reimbursed by the Company. These costs do not	
supervise the convening and conduct the	include the costs incurred by the shareholders during	
meeting if necessary.	their participation in the General Meeting of	
	Shareholders, including accomodation and travel	
	<u>costs</u> .	
	Procedures to hold the General Meeting of	Reference is made to Article 21 of
	Shareholders are specified in Article 21 of this Charter.	the Charter (according to clause 5,
		Article 140 of the Law on Enterprises
		2020 and clause 2, Artice 14 of the
		Model Charter under Circular
		116/2020/TT-BTC)
Article 18. Rights and duties of the	Article 18. Rights and duties of the General Meeting	Adding according to point c, clause 2
General Meeting of Shareholders	of Shareholders	Article 15 of the Model Charter under
1. The Annual General Meeting of	1. The Annual General Meeting of Shareholders shall	Circular 116/2020/TT-BTC and
Shareholders shall be held at least once (01)	be held at least once (01) a year and it is not held by	Article 284 of Decree 155/2020/ND-
a year and it is not held by way of collecting	way of collecting shareholders' opinions by solicitation	СР
shareholders' opinions by solicitation of	of written consent. The Annual General Meeting of	
written consent. The Annual General	Shareholders has the right to discuss and approve:	
Meeting of Shareholders has the right to	b. Report of the Board of Directors on corporate and the	
discuss and approve:	performance of the Board of Directors and each	
b. Report of the Board of Directors evaluating	member of the Board of Directors; independent board	
the status of business management in DHG	members are responsible for reporting at the Annual	
PHARMA;	General Meeting of Shareholders as stipulated in	
	Article 284 of the Decree No. 155/2020/ND-CP dated	
	31 December 2020 detailing the implementation of a	
	number of articles of the Law on Securities.	
	The Company's annual business plan;	Adding the content in accordance
		with point a, clause 3 Article 139 of
		the Law on Enterprises 2020.

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2. The Annual and Extraordinary General	2. The Annual and Extraordinary General Meeting of	Adding the content in accordance
Meeting of Shareholders shall make	Shareholders shall make decisions on the following	with point k, clause 2, Article 138 of
decisions on the following issues:	issues:	the Law on Enterprises 2020 and
f. Total remuneration of the Board of	f. Making decisions on the budget or total	point k, clause 1; point i, clause 2,
Directors' members and reports on the Board	remunerations, bonuses and other benefits for the	Article 15 of the Model Charter under
of Directors' remuneration;	Board of Directors.	116/2020/TT-BTC for clarification.
g. Supplement and amendment to DHG	g. Making decisions to amend and supplement the	Revising the texts according to point
PHARMA's Charter, Regulations on internal	Charter of DHG PHARMA;	dd and I, clause 2, Article 138 of the
<del>governance;</del>	Approving the internal regulation on corporate	Law on Enterprises 2020 and point
	governance and the operatinal regulation of the Board	dd and I clause 1, point I and t clause
	of Directors.	2, Article 15 of the Model Charter
		under Circular 116/2020/TT-BTC for
		clarification.
j. Dissolution (liquidation) of DHG PHARMA	j. Restructuring, dissolution (liquidation) of DHG	Adding/ Revising the texts according
and appointment of liquidators;	PHARMA and appointment of liquidators;	to point i, clause 2, Article 138 of the
		Law on Enterrpises 2020 and point i,
		clause 1; point o, clause 2, Article 15
		of the Model Charter under Circular
		116/2020/TT-BTC for clarification.
k. Examine and handle violations of the	k. Reviewing and handling violations of the Board of	Adding/ Revising the texts according
Board of Directors that may cause damage	Directors that may cause damages to DHG PHARMA	to point h, clause 2, Article 138 of the
to DHG PHARMA and DHG PHARMA's	and DHG PHARMA's shareholders;	Law on Enterprises 2020 and point
shareholders;		h, clause 1, Article 15 of the Model
		Charter under Circular 116/2020/TT-
		BTC for clarification.
n. DHG PHARMA or subsidiaries of DHG	n. DHG PHARMA or subsidiaries of DHG PHARMA	Revising/ Updating the reference in
PHARMA sign contracts with persons	sign contracts with persons defined in clause 1, Article	accordance with the Law on
defined in Clause 1, Article 162 of the Law on	167 of the Law on Enterprises with a value of twenty	Enterprises 2020.
Enterprise with a value of twenty percent	percent (20%) or more of the total value of DHG	

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(20%) or more of the total value of DHG	PHARMA's assets recorded in the most recent audited	
PHARMA's assets recorded in the most	financial statements;	
recent audited financial statement;		
p. Report of the Board of Directors on	p. Report of the Board of Directors on governance and	Revising the Vietnamese name of
governance and performance of the Board of	performance of the Board of Directors and each	Audit Committee to be consistent
Directors and each member of the Board of	member of the Board of Directors, results of internal	with the change of Article 161 of the
Directors, results of internal audit of the Audit	audit of the Audit Committee;	Law on Enterprises 2020 and Article
Committee;		282, 283, 284 of Decree
		155/2020/NÐ-CP.
q. Selecting an audit firm;	q. Approving the list of accepted auditing firms; deciding	Supplementing and explaning the
	on the selection of accepted auditing firm to audit the	content in accordance with point m,
	Company's operations, dismissing the approved	clause 2, Article 138 of the Law on
	auditor when deeming it necessary;	Enterprises 2020 and point m, clause 1
		and point k, clause 2, Article 15 of the
		Model Charter under Circular
		116/2020/TT-BTC for clarification.
s. Adjustment of DHG PHARMA's	s. Adjustment of DHG PHARMA's organizational	Revising/ Updating the reference in
organizational structure in accordance with	structure in accordance with Article 137 of the Law on	accordance with the Law on
Article 134 of the Law on Enterprises;	Enterprises;	Enterprises 2020.
Article 19. Authorized representatives	Article 19. Authorized representatives	
1. Shareholders who are entitled to attend	1. Shareholders who are entitled to attend the General	Revising in accordance with Clause
the General Meeting of Shareholders in	Meeting of Shareholders in accordance with the law	2, Article 16 of the Model Charter
accordance with the law may directly attend	may directly attend or authorize their proxies to attend.	under Circular 116/2020/TT-BTC.
or authorize their proxies to attend. In cases	In cases more than one authorized representative is	
more than one authorized representative is	appointed, the number of shares and the number of	
appointed, the number of shares and the	votes of each representative must be specified.	
number of votes of each representative must	Shareholders may authorize the Board of Directors or	
be specified. Shareholders may authorize	depository institutions to represent them at the General	
the Board of Directors or depository	Meeting of Shareholders. If the depository institutions	

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institutions to represent them at the General	are authorized by the shareholders to act as their	
Meeting of Shareholders. If the depository	representatives, the depository institutions shall have to	
institutions are authorized by the	publicize the contents entitled to vote.	
shareholders to act as their representatives,		
the depository institutions shall have to		
publicize the contents entitled to vote.		
Persons authorized to attend the General		
Meeting of Shareholders are not allowed to		
re-authorize the third party to attend the		
meeting.		
2. Authorization for a proxy must be made in	2. Authorization for an individual or organization to	Adding and explaining the content in
writing on the standard form of DHG	attend the General Meeting of Shareholders in	accordance with clause 2, Article
PHARMA and must be signed in accordance	accordance with clause 1 of this Article must be made	144 of the Law on Enterprises 2020
with the following provisions:	in writing. The power of attorney must be made in	and clause 2, Article 16 of the Model
a. If an individual shareholder is a principal,	accordance with civil laws and specify the names of the	Charter under Circular 116/2020/TT-
the power of attorney must be signed by such	authorizer, proxy, the quantity of shares authorized,	BTC for clarification.
shareholder and the individual/legal	scope of authorization, term of authorization,	
representative of the organization authorized	signatures of the authorizer and the proxy.	
to attend the meeting;	The proxy must submit his/her power of attorney when	
b. If an organization shareholder is a	registering at the Meeting.	
principal, the power of attorney must be	In case of re-authorization, the meeting participant	
signed by the authorized representative, the	must present the original power of attorney of the	
legal representative of the organization	shareholder or the authorized representative of	
shareholder, and the individual/legal	organization shareholder (if it has not been registered	
representative of the organization authorized	with the Company before).	
to attend the meeting;		
c. In other cases, there must be the signature		
of the legal representative of the shareholder		
and the proxy to attend the meeting;		

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Any proxy to attend the General Meeting of		
Shareholders must submit the power of		
attorney when registering for the meeting		
before he/she enters the meeting room.		
Article 21. Convening, agenda and notice	Article 21. Convening, agenda and notice of the	
of the meeting of the General Meeting of	General Meeting of Shareholders	
Shareholders	2. The convener of the General Meeting of	
2. The person who convenes the meeting of	Shareholders must carry out the following duties:	
the General Meeting of Shareholders must		
carry out the following duties:		
	Providing information and resolving complains related	Adding to the content in accordance
	to the list of shareholders;	with point b, clause 5, Article 140 of
		the Law on Enterprises 2020.
a. Prepare a list of all shareholders	a. Prepare a list of all shareholders entitled to	Adding the texts in accordance with
entitled to attend the meeting of the	attend the General Meeting of Shareholders no	point a, clause 2 Article 18 of the
General Meeting of Shareholders no	later than ten (10) days before the sending date of	Model Charter under Circular
earlier than ten (10) working days before	the meeting notice. The Company must disclose	116/2020/TT-BTC and clause 1
the date of sending the notice of the	information on the preparation of the list of	Article 141 of the Law on
meeting of the General Meeting of	shareholders entitled to attend the General	Enterprises 2020 for clarification.
Shareholders;	Meeting of Shareholders at least 20 days prior to	
	the record date.	

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3. The notice of the meeting of the General	3. The meeting notice of the General Meeting of	Adding the explanation according to
Meeting of Shareholders is sent to all	Shareholders is sent to all shareholders by a	clause 1, Article 143 of the Law on
shareholders by a guaranteed method, and	guaranteed method, and at the same time shall be	Enterprises 2020.
at the same time shall be published on the	published on the media means (website) of DHG	
media means (website) of DHG PHARMA,	PHARMA, the State Securities Committee and Stock	
the State Securities Committee and Stock	Exchange.	
Exchange.	The convener of the General Meeting of Shareholders	
The convener of the meeting of the General	must send the meeting notice to all shareholders	
Meeting of Shareholders must send the	satisfying all conditions for attending and voting at the	
notice of meeting to all shareholders	meeting at least twenty first (21) days prior to the	
satisfying all conditions for attending and	opening day of the General Meeting of Shareholders,	
voting at the meeting at least fifteen (15) days	(calculated from the date on which the notice is validly	
prior to the opening day of the meeting of the	sent or delivered, the postal charge is paid, or the notice	
General Meeting of Shareholders,	is put in the mailbox). The meeting agenda of the	
(calculated from the date on which the notice	General Meeting of Shareholders and documents	
is validly sent or delivered, the postal charge	relating to the matters to be voted at the meeting shall	
is paid, or the notice is put in the mailbox).	be sent to the shareholders or/and published on the	
The agenda of the meeting of the General	website of the Company. In case where no document	
Meeting of Shareholders and documents	is attached with the meeting notice of the General	
relating to the matters to be voted at the	Meeting of Shareholders, the meeting notice must	
meeting shall be sent to the shareholders	specify the link for shareholders to access such	
or/and published on the website of the	documents, including:	
Company. In the case where no document is		
attached with the notice of the meeting of the		
General Meeting of Shareholders, the notice		

inviting to the meeting must specify the website address in order to enable the shareholders to access such documents,

including:

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6. The person convening the meeting of the	6. The convener of the General Meeting of	Deleting the texts in accordance with
General Meeting of Shareholders shall have	Shareholders shall have the right to refuse any	clause 2, Article 115 of the Law on
the right to refuse any recommendation	recommendation related to clause 5 of this Article in the	Enterprises 2020 and point b, clause
related to Clause 5 of this Article in the	following cases:	5, Article 18 of the Model Charter
following cases:		under Circular 116/2020/TT-BTC for
b. At the time of the recommendation, the	b. At the time of making recommendation, the	clarification.
shareholder or group of shareholders does	shareholder or group of shareholders does not own five	
not own five percent (5%) or more of the	percent (5%) or more of the ordinary shares.	
ordinary shares for at least six (06)		
consecutive months;		
Article 22. Effect of resolutions of the	Article 22. Effect of resolutions of the General	
General Meeting of Shareholders	Meeting of Shareholders	
3. Where a shareholder or group of	3. When a shareholder or group of shareholders	Revising/ Updating the reference
shareholders request a court or arbitrator to	requests a court or arbitrator to cancel the resolutions	according to the Law on Enterprises
cancel the resolutions of the General	of the General Meeting of Shareholders in accordance	2020.
Meeting of Shareholders in accordance with	with Article 151 of the Law on Enterprises, such	
Article 147 of the Law on Enterprises, such	resolutions shall still be effective until the Court and the	
resolutions shall still be effective until the	Arbitrator make a different decision, except for cases of	
Court and the Arbitrator make a different	application of temporary emergency measures under	
decision, except for cases of application of	the decision of the competent authority.	
temporary emergency measures under the		
decision of the competent authority.		
Article 24. Procedures for conducting the	Article 24. Procedures for conducting and voting at	
meeting and voting at the meeting of the	the General Meeting of Shareholders	
General Meeting of Shareholders		
5. The Chairman of the Board of Directors	5. The Chairperson of the Board of Directors shall chair	Revising the content in accordance
shall act as Chairman of the Presidium of all	or authorize another member of the Board of Directors	with point a, clause 2, Article 146 of
the meetings convened by the Board of	to chair the General Meeting of Shareholders if it is	the Law on Enterprises 2020 and
Directors. In case the Chairman is absent or	convened by the Board of Directors. If the Chairperson	point a, clause 2, Article 20 of the

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is temporarily unable to work, then the remaining members of the Board of Directors shall elect one of them to act as the Chairman of the Presidium of the meeting by a majority vote.  In other cases, the person who signed the document convening the meeting of the General Meeting of Shareholders shall arrange for the meeting of the General Meeting of Shareholders to elect the Chairman of the Presidium of the meeting and the person with the highest number of votes shall act as the Chairman of the Presidium, the name of the Chairman of the Presidium, the name of the elected Chairman and the number of votes for the Chairman must be announced.	of the Board of Directors is absent or temporarily not able to work, other members of the Board of Directors shall elect one of them as the Chair under the majority rule.  In other cases, the person who signed to convene the General Meeting of Shareholders controls the General Meeting of Shareholders to elect the Chairperson of the meeting and the person with the highest number of votes shall be appointed as the Chairperson of the meeting. In case of electing a Chairperson, name of the Chairperson appointed and the number of votes for this person shall be announced.	Model Charter under Circular 116/2020/TT-BTC.
	The Chairperson appoints one or more people to be the secretary(s) of the meeting:  The General Meeting of Shareholders elects one or	Adding the content in accordance with point c, clause 2, Article 146 of the Law on Enterprises 2020 and point c, clause 2, Article 20 of the Model Charter under Circular 116/2020/TT-BTC.  Adding the content in accordance
	more persons to join the vote counting committee at the request of the chairperson of the meeting;	with point d, clause 2, Article 146 of the Law on Enterprises 2020 and point d, clause 2, Article 20 of the

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		Model Charter under Circular
		116/2020/TT-BTC.
	10. In case the Company applies modern technology	Adding the content in accordance
	to hold an online General Meeting of Shareholders, the	with clause 10, Article 20 of the
	Company shall ensure that shareholders are able to	Model Charter under Circular
	participate and vote electronically in accordance with	116/2020/TT-BTC and <u>clause 3</u> ,
	Article 144 of the Law on Enterprises and clause 3	Article 273 of Decree 155/2020/ND-
	Article 273 of Decree No. 155/ND-CP dated 31	<u>CP</u> to match the current practice.
	December 2020 elaborating some Articles of the Law	
	on Securities.	
The person convening the meeting of the	The convener or the Chairperson of the General	Adding the content in accordance
General Meeting of Shareholders shall have	Meeting of Shareholders has the following rights:	with clause 7 Article 146 of the Law
the following rights		on Enterprises 2020 and clause 7
		Article 20 of the Model Charter
		under Circular 116/2020/TT-BTC
Article 25. Approving the decisions of the	Article 25. Approving the decisions of the General	Revising the Vietnamese name of
General Meeting of Shareholders	Meeting of Shareholders	Audit Committee to be consistent
1. The decisions of the General Meeting of	1. The decisions of the General Meeting of	with the change of Article 161 of the
Shareholders shall be adopted when it is	Shareholders shall be adopted when it is approved by	Law on Enterprises 2020 and
approved by a number of shareholders with	a number of shareholders with voting rights that	Article 282, 283, 284 of Decree
voting rights that represent fifty-one percent	represent fifty-one percent (51%) or more of all votes of	155/2020/NÐ-CP.
(51%) or more of all votes of shareholders	shareholders who are present in person or by an	
who are present in person or by an	authorized representative at the General Meeting of	
authorized representative at the meeting of	Shareholders for the following issues:	
General Meeting of Shareholders for the	g. Report of the Audit Committee on the assessment	
following issues:	results of DHG PHARMA's operation and finance;	
g. Report of the Audit Committee on the	supervisory results over the members of the Board of	
assessment results of DHG PHARMA's	Directors, the Board of Management and other	
operation and finance; supervisory results	managers; report evaluating the coordination of	

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over the members of the Board of Directors,	activities between the Board of Directors, the General	
the Board of Management and other	Director and other managers; and	
managers; report evaluating the coordination		
of activities between the Board of Directors,		
the General Director and other managers;		
and		
Article 26. Competence and procedures	Article 26. Competence and procedures for	
for collecting shareholders' opinions by	collecting shareholders' opinions by solicitation of	
solicitation of written consent to adopt	written consent to adopt the resolution of the	
the resolution of the General Meeting of	General Meeting of Shareholders	
Shareholders		
3. Voting ballots must have the following	3. Voting ballots must have the following main contents:	Revising the content in accordance
main contents:	c. Full name, mailing address, nationality, <u>legal</u>	with point c, clause 3, Article 149 of
c. Full name, permanent address, nationality,	document number of the individual if shareholder is an	the Law on Enterrpises 2020 and
citizen identification number/ID card	individual; name, business code or legal document	point c, clause 3, Article 22 of the
number/Passport or lawful identity	number of the organization, address of the	Model Charter under Circular
documents if the shareholder is an individual;	headquaters if shareholder is an organization or full	116/2020/TT-BTC.
Name, business code or number of	name, mailing address, nationality, legal document	
establishment decision, address of head	number of the organization's representative if the	
office if shareholder is an organization, or full	shareholder is an organization; quantity of each type of	
name, permanent address, nationality,	shares and number of votes of the shareholder;	
citizen identification number/ID card		
number/Passport or lawful identity		
documents if the proxy of shareholder is an		
organization; the number of shares of each		
class and number of votes of the		
shareholder;		
Article 27. Minutes of the meeting of the	Article 27. Meeting minutes of the General Meeting	Adding the content in accordance
General Meeting of Shareholders	of Shareholders	with clause 1, Article 150 of the Law

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1. The meeting of the General Meeting of	1. The General Meeting of Shareholders must be	on Enterprises 2020 and point I,
Shareholders must be recorded in the	recorded in the minutes and may be recorded or typed	clause 1 and clause 2, Article 23 of
minutes and may be recorded or typed and	and archived in other electronic forms. The minutes	the Model Charter under Circular
stored in other electronic forms. The minutes	must be written in Vietnamese, and an English version	116/2020/TT-BTC.
must be written in Vietnamese, and English	may be prepared. In addition, the minutes shall have	
version may be prepared. In addition, the	the following main contents:	
minutes shall have the following main	i. Full names and signatures of the Chairperson and the	
contents:	Secretary.	
i. Signature of the Chairman of the Presidium	In case the Chairperson, the Secretary refuse to	
and Secretary.	sign the minutes of meeting, the minutes of meeting	
The minutes of the meeting of the General	shall be effective if it is signed by all other members	
Meeting of Shareholders must be completed	of the Board of Directors attending the meeting and	
and approved before the closing of the	fully contains the contents as prescribed in this	
meeting of the General Meeting of	clause. Minutes of the meeting clearly state that the	
Shareholders.	Chairperson and Secretary refused to sign the	
	meeting minutes.	
	The minutes of meeting of the General Meeting of	
	Shareholders shall be completed and approved before	
	the closing of the General Meeting of Shareholders.	
	The Chairperson and the Secretary or other persons	
	signing the minutes of meeting shall be jointly	
	responsible for the truthfulness and accuracy of the	
	content of the minutes.	
Section B: THE BOARD OF DIRECTORS	Section B: THE BOARD OF DIRECTORS	
Article 29. Powers and obligations of the	Article 29. Powers and obligations of the Board of	Adding the content in accordance
Board of Directors	Directors	with point p, clause 2, Article 153 of
4. The rights and obligations of the Board of	4. The rights and obligations of the Board of Directors	the Law on Enterprises 2020 and
Directors shall be regulated by the law, the	shall be regulated by the law, the Charter and the	point p, clause 2, Article 27 of the
Charter and the internal regulations of DHG	internal regulations of DHG PHARMA and the	

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PHARMA and the decision of the General	decisions of the General Meeting of Shareholders.	Model Charter under Circular
Meeting of Shareholders. Specifically, the	Specifically, the Board of Directors has the following	116/2020/TT-BTC.
Board of Directors has the following powers	powers and obligations:	
and obligations:	a. Rights to petition, propose:	
a. Rights to recommend, propose:	(vi) To petition the restructuring, dissolution of the	
(vi) <del>To propose classes of stock to be issued</del>	company; request for bankruptcy of the company;	
and total number of issued stock by class;		
b. Rights to decide:	b. Rights to decide:	Adding the content in accordance
(iv) Deciding on the establishment of	(iv) Promulgating the Financial Management	with point I, clause 2, Article 153 of
subsidiaries, branches, and representative	Regulation, Investment Management Regulation, the	the Law on Enterprises 2020 and
offices;	Regulation on Seal Management and Utilization, and	point I, q, clause 2, Article 27 of the
	other regulations if nessessary; Promugating the	Model Charter under Circular
	Operational Regulation of the Board of Directors, the	116/2020/TT-BTC.
	Internal Regulation on Corporate Governance after	
	they are approved by the General Meeting of	
	Shareholders.	
	Approving the Operational Regulation of Audit	
	Committee of DHG PHARMA, deciding on the	
	establishment of subsidiaries, branches, representative	
	offices and capital contribution, share purchase of other	
	enterprises.	
(xi) The decision to buy back no more than	(xi) The decision to repurchase no more than ten	Revising/ Updating the reference in
ten percent (10%) of each class of issued	percent (10%) of each class of issued shares. For the	accordance with the Law on
shares. For the acquisition of shares of each	acquisition of shares of each type offered for sale within	Enterprises 2020.
type offered for sale within twelve (12)	twelve (12) months, this must comply with the	
months, this must comply with the provisions	provisions of Article 133 of the Law on Enterprises and	
of Article 130 of the Law on Enterprises and	the applicable Law on securities purchase and transfer;	
the Law on securities purchase and transfer;		

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5. The Board of Directors must report to the	5. The Board of Directors must report to the General	
General Meeting of Shareholders on its	Meeting of Shareholders on its performances, in	
performances, in particular on the	particular on the supervision of the Board of Directors	
supervision of the Board of Directors over	over Enterprise Managers, Enterprise Executives in the	
Enterprise Managers, Enterprise Executives	financial year. The Board of Directors' report on	
in the financial year. The Board of Directors'	performance submitting to the General Meeting of	
report on performance submitting to the	Shareholders must include the following contents:	
General Meeting of Shareholders must		
include the following contents:		
d. Activities of other Committees under the	d. Activities of other Committees under the Board of	Revising the Vietnamese name of
Board of Directors;	<u>Directors</u> ;	Committees to unify the names of
		Committees under the Board of
		Directors.
	h. Submitting annual audited financial statements to the	Adding the content in accordance
	General Meeting of Shareholders;	with point n, clause 2, Article 153 of
		the Law on Enetrprises 2020 and
		point n, clause 2, Article 27 of the
		Model Charter under Circular
		16/2020/TT-BTC.
	The Board of Directors shall ratify its resolution and	Adding the content in accordance
	decisions by voting at the meeting, solicitation of written	with clause 3 Article 153 of the Law
	opinion or email and other similar methods. Each	on Enterprises 2020.
	member of the Board of Directors shall have one vote.	
7. When exercising their power and duties,	7. When exercising their power and duties, the Board	Adding the content in accordance
the Board of Directors strictly abides by the	of Directors strictly abides by the provisions of law, this	with clause 4, Article 153 of the Law
provisions of law, this Charter and decisions	Charter and decisions of the General Meeting of	on Enterprises 2020.
of the General Meeting of Shareholders. In	Shareholders. In case the decision, <u>resolution</u> adopted	
case the decision adopted by the Board of	by the Board of Directors contrary to the provisions of	
Directors contrary to the provisions of the law	the law or this Charter causing damages to DHG	

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or this Charter causing damage to DHG	PHARMA, the Board of Directors' members approving	
PHARMA, the Board of Directors' members	the decision, resolution must jointly bear personal	
approving the decision must jointly bear	responsibility for this decision, resolution and must	
personal responsibility for this decision and	compensate for damages to DHG PHARMA; the	
must compensate for damages to DHG	members that vote against such <u>resolution</u> or decision	
PHARMA; Members who object to this	shall not be held responsible;	
decision will be exempt from liability.	In this case, DHG PHARMA's shareholders are entitled	
	to request the court to suspend or invalidate the	
	resolution or decision mentioned above.	
Article 30. Remuneration, salaries and	Article 30. Remunerations, salaries, and other	Adding the content in accordance
other benefits of the Board of Directors'	benefits of the Board of Directors' members	with clause 1, Article 163 of the Law
members	1. The Company shall pay remunerations, bonuses to	on Enterprises 2020 and clause 1,
1. Members of the Board of Directors	the Board of Directors according to the Company's	Article 28 of the Model Charter under
(excluding authorized representatives) shall	business performance.	Circular 116/2020/TT-BTC.
be entitled to remunerations for their	Members of the Board of Directors (excluding	
assignments in their capacity as the Board of	authorized representatives) shall be entitled to receive	
Directors' members. The total remuneration	remunerations for their assignments as the Board of	
for the Board of Directors shall be decided by	Directors' members. The total remuneration for the	
the General Meeting of Shareholders. This	Board of Directors shall be decided by the General	
remuneration will be distributed to the	Meeting of Shareholders. This remuneration will be	
members of the Board of Directors as agreed	distributed to the members of the Board of Directors as	
upon by the Board of Directors or equally	agreed upon by the Board of Directors or equally	
divided in the case where no agreement is	divided in the case where no agreement is reached.	
reached.		

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2. The total amount of money paid to each	2. The total amount of money paid to each member of	Adding the content in accordance
member of the Board of Directors including:	the Board of Directors including: remunerations,	with clause 2, Article 163 of the Law
remuneration, expenses, commissions, right	expenses, commissions, right to purchase stock and	on Enterprisees 2020 and clause 2,
to purchase stock and other benefits	other benefits received from DHG PHARMA, its	Article 28 of the Model Charter under
received from DHG PHARMA, its	subsidiaries, associates and other companies in which	Circular 116/2020/TT-BTC.
subsidiaries, associates and other	a member of the Board of Directors is the capital	
companies in which a member of the Board	contributor representative, must be detailed in the	
of Directors is the capital contributor	annual report of DHG PHARMA.	
representative, must be detailed in the	The remunerations of each member of the Board of	
annual report of DHG PHARMA. The	Directors shall be recorded as the Company's	
remuneration of the Board of Directors'	expenses in accordance with regulations of law on	
members must be shown separately in the	corporate income tax in a separate section of the	
Annual financial statements of DHG	company's annual financial statements and shall be	
PHARMA.	annually reported at the General Meeting of	
	Shareholders.	
	Members of the Board of Directors may have	Adding the content in accordance
	responsibility insurance purchased by the Company if	with clause 6, Article 28 of the Model
	it is approved by the General Meeting of Shareholders.	Charter under Circular 116/2020/TT-
	This insurance does not cover the responsibilities of	BTC.
	members of the Board of Directors relevant to violations	
	against the law and the Company's Charter.	
3. Any member of the Board of Directors who	3. Any member of the Board of Directors who holds any	Removing the Deputy Chairperson
holds any executive position (including the	executive position (including the Chairman), or who	title to be consistent with the current
Chairman or Deputy Chairman), or who	works in committees of the Board of Directors or who	Board of Directors' structure.
works in committees of the Board of	performs other work which is, in the opinion of the	Revising the Vietnamese name of
Directors or who performs other work which	Board of Directors, beyond the scope of normal tasks	Committees to unify the names of
is, in the opinion of the Board of Directors,	of a member of the Board of Directors, may be paid	Committees under the Board of
beyond the scope of normal tasks of a	extra remuneration in the form of a lump sum wage on	Directors.
member of the Board of Directors, may be		

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paid extra remuneration in the form of a lump	each time, salary, commission, profit percentage or	
sum wage on each time, salary, commission,	other form as decided by the Board of Directors.	
profit percentage or other form as decided by		
the Board of Directors.		
4. Members of the Board of Directors shall be	4. Members of the Board of Directors shall be entitled	Revising the Vietnamese name of
entitled to reimbursement of all costs of	to reimbursement of all costs of travel, meals,	Committees to unify the names of
travel, meals, accommodation and other	accommodation and other reasonable expenses paid	Committees under the Board of
reasonable expenses paid by them when	by them when performing their responsibilities as the	Directors.
performing their responsibilities as the Board	Board of Directors' members, including expenses	
of Directors' members, including expenses	arising out of attending the General Meeting of	
arising out of attending the meetings of the	Shareholders, meetings of the Board of Directors or	
General Meeting of Shareholders, the Board	committees of the Board of Directors.	
of Directors or committees of the Board of		
Directors, or the General Meeting of		
Shareholders.		
Article 31. The right to be informed of the	Article 31. The right to be informed of the Board of	
Board of Directors' members	Directors' members	
2. Requested persons in Clause 1 of this	2. Requested persons in clause 1 of this Article are	Adding the content in accordance
Article are required to provide timely,	required to provide timely, complete and accurate	with clause 2, Article 159 of the Law
complete and accurate information and	information and documents in writing as requested by	on Enterprises 2020.
documents in writing as requested by the	the members of the Board of Directors.	
members of the Board of Directors.	Orders, procedures to request and provide information	
	shall be specified in the Ccompany's regulations.	
Article 32. Components and term of the	Article 32. Components and term of the Board of	Revising /Updating the content in
Board of Directors' members	Directors' members	accordance with Article 276 in
2. The composition of the Board of Directors	2. The composition of the Board of Directors must be	Decree 155/2020/NQ-CP and
must be balanced between the number of	balanced between the number of members having	clause 3, Article 26 of the Model
members having knowledge and experience	knowledge and experience in law, finance and	Charter under Circular
in law, finance and business operations of		116/2020/TT-BTC.

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
DHG PHARMA and gender balance.	business operations of DHG PHARMA and gender	
Besides, must ensure that: (i) at least one-	balance. Besides, it must ensure that:	
third (1/3) of the Board of Directors' members	(i) At least one-third (1/3) of the Board of Directors'	
are independent members; (ii) At least one-	members are non-executive members.	
third (1/3) of the Board of Directors' members	It must minimize that the number of the Board of	
are non-executive members.	Directors' members concurrently holds several	
Must minimize the number of the Board of	executive titles of DHG PHARMA to ensure the	
Directors' members who concurrently hold	independence of the Board of Directors.	
several executive titles of DHG PHARMA to	(ii) The total independent board members must ensure	
ensure the independence of the Board of	the following regulation:	
Directors.	a. Having at least 01 independent board member if	
The minimum number of the independent	DHG PHARMA has from 03 to 05 members of the	
Board of Directors' member and non-	Board of Directors.	
executive members of the Board of Directors	b. Having at least 02 independent board members if	
is determined by the method of rounding	DHG PHARMA has from 06 to 08 members of the	
<del>down.</del>	Board of Directors.	
	c. Having at least 03 independent board members if	
	DHG PHARMA has from 09 to 11 members of the	
	Board of Directors.	
3. The term of the Board of Directors is five	The term of the Board of Directors is five (05) years.	Adding the content in accordance
(05) years. The term of a member of the	The term of a member of the Board of Directors shall	with clause 2 Article 154 of the Law
Board of Directors shall not exceed five (05)	not exceed five (05) years; members of the Board of	on Enterprises 2020 and clause 2
years; members of the Board of Directors	Directors may be re-elected for an unlimited number of	Article 26 of the Model Charter under
may be re-elected for an unlimited number of	terms by cumulative voting. An individual can only be	Circular 116/2020/TT-BTC.
terms by cumulative voting.	elected as an independent board member of a	
	company for no more than 2 consecutive terms.	
Article 33. Candidacy and nomination of	Article 33. Candidacy and nomination of the Board	Adding the content in accordance
the Board of Directors' members	of Directors' members	with clause 5, Article 115 of the Law
		on Enterprises 2020 and clause 2,

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
1. Shareholders who are holding 5% or more	1. Shareholders who are holding 5% or more of their	Article 25 of the Model Charter under
of their voting shares for at least six (06)	voting shares have the right to add up the number of	Circular 116/2020/TT-BTC.
consecutive months have the right to add up	voting rights of each other to nominate candidates for	
the number of voting rights of each other to	the Board of Directors. A shareholder or a group of	
nominate candidates for the Board of	shareholders who are holding from 5% to under 10%	
Directors. A shareholder or a group of	of the total number of voting shares shall be entitled to	
shareholders who are holding from 5% to	nominate one (01) candidate; from 10% to under 30%	
under 10% of the total number of voting	may nominate up to two (02) candidates; from 30% to	
shares shall be entitled to nominate one (01)	under 40% may nominate up to three (03) candidates;	
candidate; from 10% to under 30% may	from 40% to under 50% shall be entitled to nominate	
nominate up to two (02) candidates; from	up to four (04) candidates; from 50% to under 60% shall	
30% to under 40% may nominate up to three	be entitled to nominate up to five (05) candidates; from	
(03) candidates; from 40% to under 50%	60% to under 70% shall be entitled to nominate up to	
shall be entitled to nominate up to four (04)	six (06) candidates; from 70% to under 80% shall be	
candidates; from 50% to under 60% shall be	entitled to nominate up to seven (07) candidates and	
entitled to nominate up to five (05)	from 80% to under 90% shall be entitled to nominate	
candidates; from 60% to under 70% shall be	up to eight (08) candidates.	
entitled to nominate up to six (06) candidates;		
from 70% to under 80% shall be entitled to		
nominate up to seven (07) candidates and		
from 80% to under 90% shall be entitled to		
nominate up to eight (08) candidates.		
Article 34. Standards, conditions, rights,	Article 34. Standards, conditions, rights, and	
and obligations of the Board of Directors'	obligations of the Board of Directors' members	
members	1. Members of the Board of Directors must have the	
1. Members of the Board of Directors must	following standards and conditions:	
have the following standards and conditions:		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
a. Have full civil act capacity and not being	a. Have full civil act capacity and not being subjects	Revising/ Updating the reference in
subjects banned from the management of	banned from the management of enterprises according	accordance with the Law on
enterprises according to the provisions of	to the provisions of clause 2, Article 17 of the Law on	Enterprises 2020.
Clause 2, Article 18 of the Law on	Enterprises;	
Enterprises;		
c. A member of the Board of Directors can	c. A member of the Board of Directors can concurrently	Adding the content in accordance
concurrently be a member of the Board of	be a member of the Board of Directors of another	with point c, clause 1, Article 155 of
Directors of another company, but not be a	company, but not be a member of the Board of	the Law on Enterprises 2020 and
member of the Board of Directors of over five	Directors of over five (05) other companies.	clause 3, Article 275 of Decree
(05) other companies from 01 August 2019.	, ,	155/2020/ND-CP.
3. In addition to the powers and duties	3. In addition to the powers and duties mentioned in	Revising the Vietnamese name of
mentioned in Clause 2 of this Article,	clause 2 of this Article, independent board members in	Audit Committee to be consistent
independent members of the Board of	charge of the Audit Committee must also supervise and	with the change of Article 161 of the
Directors in charge of the Audit Committee	control the management of the Company. The	Law on Enterprises 2020 and Article
must also supervise and control the	mechanism for implementing this function is stipulated	282, 283, 284 of Decree
management of the Company. The	in the Internal Regulation on Corporate Governance.	155/2020/NÐ-CP.
mechanism for implementing this function is		
stipulated in the Internal Regulation on		
Corporate Governance.		
Article 36. Chairman, Deputy Chairman of	Article 36. Chairperson of the Board of Directors	Adding the content in accordance
the Board of Directors	1. The Board of Directors shall select from among the	with clause 1 and 2, Article 156 of the
1. The Board of Directors must select from	members of the Board of Directors to elect a	Law on Enterprises 2020 and clause
among the members of the Board of	Chairperson.	1, 2 Article 29 of the Model Charter
Directors to elect a Chairman and a Deputy	The Chairperson of the Board of Directors shall not	under Circular 116/2020/TT-BTC.
Chairman.	simultaneously hold the position of General Director.	Removing the "Deputy Chairperson
Unless otherwise decided by the General	The Chairperson of the Board of Directors may be	of the Board of Directors" title to be
Meeting of Shareholders, that the Chairman	dismissed in accordance with the decision of the Board	consistent with the current Board of
of the Board of Directors concurrently holds	of Directors. The Chairperson of the Board of Directors	Directors' structure.
the position of General Director, it must be		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
approved annually at the Annual General	who is dismissed shall continue to be a member of the	
Meeting of Shareholders.	Board of Directors.	
From 01 August 2020, the Chairman of the		
Board of Directors does not concurrently hold		
the post of General Director.		
The Chairman of the Board of Directors may		
be dismissed in accordance with the decision		
of the Board of Directors. The Chairman of		
the Board of Directors who is dismissed shall		
continue to be a member of the Board of		
Directors.		
2. The Chairman of the Board of Directors	2. The Chairperson of the Board of Directors shall have	
shall have the following rights and	the following rights and obligations:	
obligations:		
e. To organize the adoption of the Board of	e. To organize the adoption of the Board of Directors'	Adding the content in accordance
Directors' resolution;	resolutions and <u>decisions</u> ;	with point c, clause 3, Article 156 of
		the Law on Enterprises 2020 and
		point c, clause 3, Article 29 of the
		Model Charter under Circular
		116/2020/TT-BTC.
f. To supervise the implementation of the	f. To supervise the implementation of the Board of	Adding the content in accordance
Board of Directors' resolution;	Directors' resolutions and <u>decisions</u> ;	with point d, clause 3, Article 156 of
		the Law on Enterpises 2020 and
		point d, clause 3, Article 29 of the
		Model Charter under Circular
		116/2020/TT-BTC.
3. The Deputy Chairman of the Board of		Removing the "Deputy Chairperson
Directors has the following rights and duties:		of the Board of Directors" title to be

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
a. Has the rights and duties mentioned in		consistent with the current Board of
Clause 2 Article 34 of this Charter.		Directors' structure.
b. To comply with the obligations of the		
Enterprise Manager of the Company		
stipulated in Section D Chapter III of this		
Charter.		
c. To perform tasks assigned by the Board of		
Directors on behalf of the Chairman of the		
Board of Directors or perform tasks		
authorized by the Chairman of the Board of		
Directors in accordance with Clause 4 of this		
Article.		
d. To counsel, advise on matters related to		
the strategy for investment in production,		
business expansion and personnel under the		
appointment and dismissal of the Board of		
Directors		
4. If the Chairman of the Board of Directors is	4. If the Chairperson of the Board of Directors is absent	Adding the content in accordance
absent without authorizing another member	or unable to perform his/her duties, he/she must	with clause 4 Article 156 of the Law
of the Board of Directors using power of	authorize in writing another member to exercise the	on Enterprises 2020 and clause 5,
attorney, the Deputy Chairman shall exercise	rights and duties of the Chairperson of the Board of	Article 29 of the Model Charter under
the rights and duties of the Chairman of the	<u>Directors. Such authorization</u> must be notified	Circular 116/2020/TT-BTC.
Board of Directors. If the Chairman of the	simultaneously to all members of the Board of	
Board of Directors is absent-but authorizes	Directors, the Person in charge of corporate	
another member of the Board of Directors	governance, and the Secretary of the Board of	
using the power of attorney, if such member	Directors of DHG PHARMA.	
is not the Deputy Chairman, this must be	In case no one is authorized or the Chairperson of the	
notified simultaneously to all members of the	Board of Directors is dead, missing, held in police	
Board of Directors, the Person in charge of	custody, imprisoned, detained in a mandatory	
	rehabilitation center or correctional institution, has fled	

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
corporate governance, and the Secretary of	the residence, has limited capacity or is incapacitated,	
the Board of Directors of DHG PHARMA.	has difficulties controlling his/her behaviors, is	
	prohibited by the Court from holding certain positions or	
	doing certain works, the remaining members shall elect	
	one of them to hold the position of Chairperson of the	
	Board of Directors under the majority rule until a new	
	decision is issued by the Board of Directors.	
5. In case both of the Chairman and the		This content has been merged to
Deputy Chairman are temporarily unable to		clause 4 of this Article.
perform their duties for any reason, the Board		
of Directors may appoint another person		
among them to carry out the duties of the		
Chairman in accordance with the majority		
<del>principle.</del>		
6. Where the Chairman and the Deputy	5. If the Chairperson of the Board of Directors resigns	Removing the "Deputy Chairperson
Chairman of the Board of Directors resigns	or is dismissed or removed, the Board of Directors	of the Board of Directors" title to be
or is dismissed or removed, the Board of	must elect any replacement within a period of ten (10)	consistent with the current Board of
Directors must elect any replacement within	days.	Directors' structure.
a period of ten (10) days.		
Article 37. Meetings of the Board of	Article 37. Meetings of the Board of Directors	
Directors		
	In case the voting form is sent to the meeting by mail,	Adding the content in accordance
	they must be put in sealed envelopes and delivered to	with clause 10, Article 157 of the Law
	the Chairperson of the Board of Directors at least 01	on Enterprises 2020 and clause 10,
	hour before the opening hour. The voting form shall	Article 30 of the Model Charter under
	only be opened in the presence of the meeting	Circular 116/2020/TT-BTC.
	participants.	
16. Legal value of actions: The actions	16. Legal value of actions: The actions enforcing the	Revising the Vietnamese name of
enforcing the decisions of the Board of	decisions of the Board of Directors or Committee under	Committees to unify the names of

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
Directors or Committee under the Board of Directors, or any person as a member of the committees of the Board of Directors shall be legally valid even in cases where the election and appointment of members of committees or members of the Board of Directors occur errors.	the Board of Directors, or any person as a member of the committees of the Board of Directors shall be legally valid even in cases where the election and appointment of members of committees or members of the Board of Directors occur errors.	Committees under the Board of Directors.
Article 39. The Committees of the Board	Article 39. Committees of the Board of Directors	Adding the content in accordance
of Directors  1. Pursuant to the approval of General Meeting of Shareholders, the Board of Directors establishes the affiliated committees to support the operations of the Board of Directors, including: Strategic Committee, Nomination Committee, Audit Committee, and other committees if it deems necessary.  If DHG PHARMA has not established or shall not establish the Nomination Committee, then the Board of Directors shall designate an independent Board of Directors' member to help the Board of Directors to carry out the nomination and remuneration activities.	1. Except for Audit Committee to be approved by the General Meeting of Shareholders, the Board of Directors can establish affiliated committees to be in charge of development policies, nomination, remuneration, risk management, and other committees if necessary.  If DHG PHARMA has not established or shall not establish a Nomination Committee, then the Board of Directors shall designate an independent board member to help the Board of Directors carry out the nomination and remuneration activities.	with Article 161 of the Law on Enterprises 2020 and clause 1, Article 31 of the Model Charter under Circular 116/2020/TT-BTC
2. The number of members of the committee is decided by the Board of Directors, but there should be at least three (03) members including members of the Board of Directors and external members. Independent Board	2. The number of committees' members is decided by the Board of Directors, but there should be at least three (03) members including members of the Board of Directors and external members. Independent board members/non-executive members of the Board of	Adding the content in accordance with Article 161 of the Law on Enterprises 2020 and clause 1, Article 31 of the Model Charter under Circular 116/2020/TT-BTC

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
of Directors' members/non-executive	Directors should occupy a majority in the committees	
members of the Board of Directors should	and one of these members shall be appointed as the	
occupy a majority in the committees and one	Chairperson of the committees under the decisions of	
of these members shall be appointed as	the Board of Directors.	
Head of the committees under the decisions	Standards of members of the Audit Committee are	
of the Board of Directors.	stipulated in Article 40 of this Charter.	
Standards of members of the Audit	The activities of Committees must comply with the	
Committee are stipulated in Article 40 of this	regulations of the Board of Directors. Resolutions of the	
Charter.	Committees are effective only when a majority of the	
The activities of committees must comply	members attended and voted at the committees'	
with the regulations of the Board of Directors.	meeting are members of the Board of Directors.	
Resolutions of the committees are effective		
only when a majority of the members		
attended and voted at the committees'		
meeting are members of the Board of		
Directors.		
3. The implementation of the decisions of the	3. The implementation of the decisions of the Board of	Revising the Vietnamese name of
Board of Directors or of committees under	Directors or of committees under the Board of	Committees to unify the names of
the Board of Directors, or of any person as a	Directors, or of any person as a member of committees	Committees under the Board of
member of committees of the Board of	of the Board of Directors must comply with the	Directors.
Directors must comply with the applicable	applicable laws and regulations in this Charter.	
laws and regulations in this Charter.		
4. The Board of Directors regulates the	4. The Board of Directors regulates the establishment,	Revising the Vietnamese name of
establishment, responsibilities of the	responsibilities of the committees and the	Committees to unify the names of
committees and the responsibilities of each	responsibilities of each member of the committees in	Committees under the Board of
member of the committees in detail as	detail as stipulated in clause 1 of this Article.	Directors.
stipulated in Clause 1 of this Article.		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
Article 40. Audit Committee	Article 40. Audit Committee	Adding the content in accordance
1. Pursuant to the Resolution of the General	1. Pursuant to the Resolution of the General Meeting of	with clause 1, Article 161 of the Law
Meeting of Shareholders about the	Shareholders about the organizational structure of the	on Enterprises 2020 and clause 1,
organizational structure of the Company, the	Company, the Board of Directors shall decide to	Article 31 of the Model Charter under
Board of Directors shall decide to establish	establish an Audit Committee. The Audit Committee	Circular 116/2020/TT-BTC; and
Audit Committee and promulgate Internal	has three (03) to five (05) members appointed by the	clause 1 and 2, Article 282 of Decree
Audit Regulation of the Company. The Audit	Board of Directors.	155/2020/ND-CP.
Committee has three (03) to five (05)		
members appointed by the Board of		
Directors.		
2. Members of the Audit Committee must	2. Members of the Audit Committee must satisfy the	Revising the Vietnamese name of
satisfy the following standards, conditions:	following standards, conditions:	Audit Committee in accordance with
		Article 161 of the Law on Enterprises
		2020 and Article 282, 283, 284 of
		Decree 155/2020/ND-CP.
3. The Head of the Audit Committee is	3. The <u>Chairperson</u> of Audit Committee is appointed	Revising the Vietnamese title of the
appointed and nominated by the Board of	and nominated by the Board of Directors. The	Chaiperson of Audit Committee in
Directors. The_Head of Audit Committee	Chairperson of Audit Committee must satisfy the	accordance with Article 161 of the
must satisfy the following standards and	following standards and conditions:	Law on Enterprises 2020.
conditions:		
Article 41. Powers and responsibilities of	Article 41. Powers and responsibilities of Audit	Revising the Vietnamese name of
Audit Committee	Committee	Audit Committee in accordance with
Powers and responsibilities	Powers and responsibilities	Article 161 of the Law on Enterprises
		2020 and Article 282, 283, 284 of
		Decree 155/2020/ND-CP.
e. The Audit Committee must report, explain	e. The Audit Committee must report, explain the issues	Revising the Vietnamese name of
the issues as required by the Board of	as required by the Board of Directors. The inspection of	Audit Committee in accordance with
Directors. The inspection of the Audit	theAudit Committee stipulated in this clause shall not	Article 161 of the Law on Enterprises
Committee stipulated in this Clause shall not		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
interfere with the usual operation, shall not	interfere with the usual operation, shall not interrupt the	2020 and Article 282, 283, 284 of
interrupt the operation of the Company;	operation of the Company;	Decree 155/2020/ND-CP.
g. When detecting members of the Board of	g. When detecting members of the Board of Directors,	Revising/ Updating the reference
Directors, General Director violated the	General Director violated the obligations of the	according to the Law on Enterprises
obligations of the Company's Enterprise	Company's Enterprise Managers stipulated in Article	2020.
Managers stipulated in Article 160 of the Law	165 of the Law on Enterprises, Article 49 and Article 50	
on Enterprises, Article 49 and Article 50 of	of this Charter, the violator must be requested to	
this Charter, the violator must be requested	terminate the violation, and simultaneously a written	
to terminate the violation, and simultaneously	notice must be immediately sent to the Board of	
written notice must be immediately sent to	Directors to handle;	
the Board of Directors to handle;		
	Supervise the Company's compliance with law,	Adding the content in accordance
	requests of the authorities and the company's internal	with point g, clause 3, Article 161 of
	regulations;	the Law on Enterpises 2020 and
		Article 283 of Decree 155/2020/ND-
		CP.
	Monitor and evaluate the independence and objectivity	Adding the content in accordance
	of the audit firm and effectiveness of the audit,	with point e, clause 3, Article 161 of
	especially when the company uses non-audit services	the Law on Enterprises 2020 and
	of the audit company.	Article 283 of Decree 155/2020/ND-
		CP.
I. In case of hiring the independent auditor,	I. In case of hiring an independent auditor, the Audit	Revising the Vietnamese name of
the Audit Committee is responsible for the	Committee is responsible for the auditing and	Audit Committee in accordance with
audit and accounting activities of the	accounting activities of the Company as follows:	Article 161 of the Law on Enterprises
Company as follows:		2020 and Article 282, 283, 284 of
		Decree 155/2020/ND-CP.
2. The Audit Committee is entitled to utilize	2. The Audit Committee is entitled to utilize the	Revising the Vietnamese name of
the independent consultant to perform the	independent consultant to perform the assigned tasks.	Audit Committee to be consistent
assigned tasks.		with the change of Article 161 of the

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
		Law on Enterprises 2020 and Article
		282, 283, 284 of Decree
		155/2020/NÐ-CP.
3. Members of the Board of Directors,	3. Members of the Board of Directors, General Director,	Revising the Vietnamese name of
General Director, other Enterprise Managers	other Enterprise Managers, and Enterprise Executives	Audit Committee in accordance with
and Enterprise Executives must provide all	must provide all information and documents related to	Article 161 of the Law on Enterprises
information and documents related to the	the Company's operations requested by the Audit	2020 and Article 282, 283, 284 of
Company's operations requested by the	Committee.	Decree 155/2020/ND-CP.
Audit Committee.		
	4. The independent board member in the Audit	Adding, explaining the content in
	Committee is responsible for reporting his/her	accordance with Article 46 of the
	committee's activities at the Annual General Meeting	Model Charter under Circular
	of Shareholders. Such report must include the	116/2020/TT-BTC.
	following contents: :	
	a) Remunerations, operating costs and other benefits	
	of the Audit Committee and each of its members. The	
	remunerations shall be presented as a separate item in	
	the annual financial statements of DHG PHARMA.	
	b) Summaries of meetings of the Audit Committee, its	
	verdicts and proposals;	
	c) Results of supervision of the Company's financial	
	statements, finance and operation;	
	d) Evaluation of transactions between the Company,	
	subsidiaries and companies over 50% charter capital of	
	which is held by the Company with members of the	
	Board of Directors, General Director, other executives	
	of the Company and their related persons; transactions	
	between the Company with companies whose	
	founders or managers are members of the Board of	

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
	Directors, General Director or executives over the last	
	03 years from the transaction date;	
	dd) Evaluation of the Company's internal control and	
	risk management system;	
	e) Mornitoring results over the Board of Directors, the	
	General Director and other Executives of the	
	Company;	
	f) Cooperation between the Audit Committee with the	
	Board of Directors, General Director and	
	shareholders;	
	g) Other contents	
Article 42. Person in charge of corporate	Article 42. Person in charge of corporate	
governance of DHG PHARMA	governance of DHG PHARMA	
3. The person in charge of corporate	3. The person in charge of corporate governance of	Adding the content in accordance
governance of DHG PHARMA has the	DHG PHARMA has the following powers and	with point h, clause 3, Article 32 of
following powers and obligations:	obligations:	the Model Charter under Circular
	Being a contact person with stakeholders;	116/2020/TT-BTC and point h,
		clause 3, Article 281 of Decree
		155/2020/ND-CP.
Section C: EXECUTIVE BOARD	Section C: EXECUTIVE BOARD	
Article 44. Organization of executive	Article 44. Organization of executive apparatus	Adding the content in accordance
apparatus	DHG PHARMA promulgates an organizational system	with Article 33 of the Model Charter
DHG PHARMA promulgates an	of executive management in which the Executive	under Circular 116/2020/TT-BTC
organizational system of executive	Board shall be responsible for and under the	and adding the title "Chief Operating
management in which the Executive Board	management, direction, and supervision of the Board	Officer" in accordance with the
shall be responsible for and under the	of Directors. The Executive Board of DHG PHARMA	Company's reality.
management, direction, and supervision of	has one General Director, one Chief Operating Officer,	
the Board of Directors. The Executive Board	Deputy General Directors, one Chief Accountant and	
of DHG PHARMA has one General Director,	other executive positions who are appointed by the	

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
some Deputy General Directors, one Chief	Board of Directors. The General Director, the Chief	
Accountant and the Enterprise Executives	Operating Officer, and Deputy General Directors may	
who are appointed by the Board of Directors.	concurrently hold the position of the members of the	
The General Director and Deputy General	Board of Directors that are appointed or dismissed	
Directors may concurrently hold the position	through a legitimate ratified resolution, decision by the	
of the members of the Board of Directors that	Board of Directors.	
are appointed, dismissed or removed		
through a legitimate ratified resolution by the		
Board of Directors.		
Article 45. Other Enterprise Executives	Article 45. Enterprise Executives of the Company	
	Salaries of executives shall be recorded in the	Adding the content in accordance
	Company's operating costs in accordance with	with clause 4, Article 34 of the Model
	regulations of law on corporate income tax, presented	Charter under Circular 116/2020/TT-
	in a separate section of the Company's annual financial	BTC
	statement and reported at the Annual General Meeting	
	of Shareholders.	
Article 46. The General Director	Article 46. General Director	Adding the content to match the
4. The General Director has the following	4. The General Director has the following powers and	current practices of the Company.
powers and obligations:	obligations:	
	Promulgating regulations except for the regulations in	
	item (iv), point b, clause 4, Article 29 of this Charter.	

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
Article 47. The Deputy General Directors	Article 47. Chief Operating Officer and Deputy	Adding the Chief Operating Officer
1. The Board of Directors shall appoint	General Directors	title to match the organizational
members of the Board of Directors or	1. Chief Operating Officer and Deputy General	structure of the Company.
shareholders or persons hired or recruited by	Directors can be appointted by members of the Board	
the Board of Directors under the contract to	of Directors or shareholders, or can be hired or	
be the Deputy General Directors. The	recruited by the Board of Directors under contract. The	
Deputy General Director shall have the same	Chief Operating Officer and Deputy General Directors	
working term as the General Director.	shall have the same working term as the General	
2. The Deputy General Director has the	Director.	
following powers and obligations:	2. Chief Operating Officer and Deputy General	
f. Complying with obligations of Enterprise	Directors have the following powers and obligations:	
Managers stipulated in Article 160 of the Law	f. Complying with obligations of Enterprise Managers	Revising/ Updating the reference in
on Enterprises, Enterprise Executives	stipulated in Article 165 of the Law on Enterprises,	accordance with the Law on
stipulated in Section D, Chapter III of this	Enterprise Executives stipulated in Section D, Chapter	Enterprises 2020.
Charter.	III of this Charter.	
Section D: RESPONSIBILITIES OF	Section D: RESPONSIBILITIES OF MEMBERS OF	
MEMBERS OF THE BOARD OF	THE BOARD OF DIRECTORS, GENERAL	
DIRECTORS, GENERAL DIRECTOR AND	DIRECTOR AND ENTERPRISE EXECUTIVES	
ENTERPRISE EXECUTIVES		
Article 49. Responsibility to be prudent	Article 49. Duty of care	
Members of the Board of Directors, the	Members of the Board of Directors, members of the	Revising the Vietnamese name of
General Director and the entrusted	Committees under the Board of Directors, the General	Committees to unify the names of
Enterprise Executives are responsible for the	Director, and the entrusted Enterprise Executives are	Committees under the Board of
execution of their duties, and the members of	responsible for the execution of their duties honestly	Directors.
committees of the Board of Directors,	and for the best interests of DHG PHARMA and with	
honestly for the best interests of DHG	the prudent level that a careful person must have upon	
PHARMA and with the prudent level that a	taking on the same position and in similar situation.	
careful person must have upon taking on the		
same position and in similar situation.		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
	2. Being loyal to the interests of DHG PHARMA; Not	Adding the content in accordance
	abusing power, position or using information, know-	with point a, clause 1, Article 71 of
	how, business opportunities, and other assets of DHG	the Law on Enterprises 2020 and
	PHARMA for personal gain or serving the interests of	Article 48 of the Model Charter under
	any other organizations or individuals;	Circular 116/2020/TT-BTC.
	3) Promptly, accurately and fully notifying DHG	Adding the content in accordance
	PHARMA of the enterprises that they own or have	with point c, clause 1, Article 71 of
	shares/contributed capital or that their related persons	the Law on Enterprises 2020 and
	own, jointly own or have separate controlling	Article 48 of the Model Charter under
	shares/contributed capital.	Circular 116/2020/TT-BTC.
Article 50. Responsibility to be honest	Article 50. Responsibility to be honest and avoid	Revising the Vietnamese name of
and avoid conflicts of interests	conflicts of interests	Committees to unify the names of
1. Members of the Board of Directors,	1. Members of the Board of Directors, members of the	Committees under the Board of
members of the committees under the Board	committees under the Board of Directors, the General	Directors.
of Directors, the General Director and	Director and Enterprise Executives must publish the	
Enterprise Executives must publish the	related interests in compliance with regulations of the	
related interests in compliance with	Law on Enterprises and other relevant laws.	
regulations of the Law on Enterprises and		
other relevant laws.		
3. Members of the Board of Directors,	3. Members of the Board of Directors, members of the	Revising the Vietnamese name of
members of the committees under the Board	committees under the Board of Directors, the General	Committees to unify the names of
of Directors, the General Directors and other	Directors and other Enterprise Executives have the	Committees under the Board of
Enterprise Executives have the obligation to	obligation to inform the Board of Directors of the	Directors.
inform the Board of Directors of the	transactions between DHG PHARMA, subsidiaries of	
transactions between DHG PHARMA,	DHG PHARMA and companies with fifty percent (50%)	
subsidiaries of DHG PHARMA and	or more of charter capital controlled by DHG PHARMA	
companies with fifty percent (50%) or more	with the above members or their related persons in	
of charter capital controlled by DHG	compliance with provisions of law. DHG PHARMA	
PHARMA with the above members or their	must publish information about the transactions of the	

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
related persons in compliance with provisions of law. DHG PHARMA must publish information about the transactions of the above-mentioned persons which have been approved by the General Meeting of Shareholders or the Board of Directors in accordance with the Securities Law on	above-mentioned persons which have been approved by the General Meeting of Shareholders or the Board of Directors in accordance with the Securities Law on information disclosure.	
information disclosure.  5. Members of the Board of Directors, members of committees under the Board of Directors, the General Director, the Enterprise Executives and the related persons to the above members shall not use information that is not permitted for publication of DHG PHARMA or disclosure to other people to carry out the relevant transactions.	5. Members of the Board of Directors, members of committees under the Board of Directors, the General Director, the Enterprise Executives and the related persons to the above members shall not use information that is not permitted for publication of DHG PHARMA or disclosure to other people to carry out the relevant transactions.	Revising the Vietnamese name of Committees to unify the names of Committees under the Board of Directors.
Article 52. Transactions with shareholders, Enterprise Managers, Enterprise Executives and their related persons	Article 52. Transactions with shareholders, Enterprise Managers, Enterprise Executives, and their related persons	
2. DHG PHARMA must not provide its shareholders that are organizations and their related persons that are individuals with loans or guarantee, unless the shareholder is a subsidiary whose share or stakes are not held by the State and has contributed capital or purchased the shares of DHG PHARMA before 01 July 2015 as specified in Clause 6,	2. DHG PHARMA must not provide its shareholders that are organizations and their related individuals with loans or guarantee, except for the cases specified in Article 293 of Decree 155/2020/ND-CP dated 31 December 2020 by the Government detailing the implementation of a number of articles of the Law on Securities.	Adding the content according to Article 293 of Decree 155/2020/ND-CP.

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
Article 16 of the Decree No.96/2015/ND-CP		
dated 19 October 2015 of the government		
specifying the number of articles of the Law		
on Enterprises.		
4. DHG PHARMA must not make the	4. DHG PHARMA must not make the following	
following transactions unless they are	transactions unless they are approved by the	
approved by the General Meeting of	General Meeting of Shareholders:	
Shareholders:		
a. Grant of loans or guarantees to the	a. Grant of loans or guarantees to the members of the	Revising the Vietnamese name of
members of the Board of Directors,	Board of Directors, members of the committees under	Committees to unify the names of
members of the committees under the Board	the Board of Directors, General Director, Enterprise	Committees under the Board of
of Directors, General Director, Enterprise	Managers, Enterprise Executives and the individuals	Directors.
Managers, Enterprise Executives and the	and organizations related to them, unless DHG	
individuals and organizations related to	PHARMA and organizations related to its shareholders	
them, unless DHG PHARMA and	are companies in the same group or companies	
organizations related to its shareholders are	operating in a group of companies, including parent	
companies in the same group or companies	companies - subsidiaries, economic groups, and the	
operating in a group of companies, including	relevant law specifies otherwise.	
parent companies - subsidiaries, economic		
groups, and the relevant law specifies		
otherwise.		
b. Any transaction that has the total value of	b. Any transaction that has the total value of twenty-five	Revising the Vietnamese name of
twenty-five percent (25%) or more of the total	percent (25%) or more of the total value of assets	Committees to unify the names of
value of assets recorded in DHG PHARMA's	recorded in DHG PHARMA's latest financial statement	Committees under the Board of
latest financial statement between DHG	between DHG PHARMA and one of the following	Directors.
PHARMA and one of the following entities:	entities:	
(i) Members of the Board of Directors,	(i) Members of the Board of Directors, members of the	
members of the committees under the Board	committees under the Board of Directors, General	
of Directors, General Director, Enterprise		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
Managers, Enterprise Executives and their	Director, Enterprise Managers, Enterprise Executives	
related persons;	and their related persons;	
(iii) Enterprises related to the subjects	(iii) Enterprises related to the subjects specified in	Revising/ Updating the reference in
specified in Clause 2, Article 159 of the Law	clause 2, Article 164 of the Law on Enterprises.	accordance with the Law on
on Enterprises.		Enterprises 2020.
6. The contract or transaction in clause 4, 5	6. The contract or transaction in clause 4, 5 of this	Revising the Vietnamese name of
of this Article is considered by an	Article is considered by an independent consultant to	Committees to unify the names of
independent consultant to be fair and	be fair and reasonable in all respects in relation to the	Committees under the Board of
reasonable in all respects in relation to the	shareholders of DHG PHARMA at the time of this	Directors.
shareholders of DHG PHARMA at the time	transaction or contract is approved by the Board of	
of this transaction or contract is approved by	Directors or the General Meeting of Shareholders.	
the Board of Directors or the General	Members of the Board of Directors, members of the	
Meeting of Shareholders.	committees under the Board of Directors, the General	
Members of the Board of Directors,	Director, the Enterprise Executives, the Enterprise	
members of the committees under the Board	Managers and other organizations and individuals	
of Directors, the General Director, the	related to the above members must not use DHG	
Enterprise Executives, the Enterprise	PHARMA's information which has not yet been	
Managers and other organizations and	permitted to be disclosed, or must not disclose	
individuals related to the above members	information to others in order to implement related	
must not use DHG PHARMA's information	transactions.	
which has not yet been permitted to be		
disclosed, or must not disclose information to		
others in order to implement related		
transactions.		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
	7. The transactions specified in point b clause 4 and	Adding the content in accordance
	clause 5 of this Article between the Company with one	with clause 6, Article 47 of the Model
	or many members of the Board of Directors, the	Charter under Circular 116/2020/TT-
	General Director, other executives, and their related	BTC.
	organizations and persons shall not be invalidated in	
	the following cases:	
	a. As for transactions prescribed at clause 5 of this	
	Article whose values do not exceed twenty five percent	
	(25%) of the total assets recorded in the latest financial	
	statements, important contents of contracts or	
	transactions as well as relationships and interests of	
	members of the Board of Directors, the General	
	Director, other executives have been reported to the	
	Board of Directors and are approved by the majority of	
	the members of the Board of Directors without relevant	
	interests;	
	b. For transactions valued from twenty five percent	
	(25%) ore more at point b, clause 4 of this Article or a	
	transaction occurs within 12 months from the first	
	transaction date valued from twenty five percent (25%)	
	or more of the total assets recorded in the most recent	
	financial statements, important contents of this	
	transaction as well as the relationship and interests of	
	members of the Board of Directors, General Director,	
	other executives have been announced to	
	shareholders and are approved by the General	
	Meeting of Shareholders by votes of shareholders	
	without relevant interests.	
Article 54. Responsibilities for damage	Article 54. Responsibilities for damage and	
and compensation	compensation	

## **CURRENT CONTENTS**

2. Compensation: DHG PHARMA shall make compensation for those who have, are or may become a party involved in the complaints, lawsuits and prosecution that have been being or may be made including civil and administrative cases (and not the lawsuits initiated by DHG PHARMA as the petitioner) if those persons were or are the Board of Directors' members, Enterprise Managers. **Enterprise** Executives, employees, or representatives authorized by DHG PHARMA (or subsidiaries of DHG PHARMA), or those persons have been implementing at the request of DHG **PHARMA** (or subsidiaries of DHG PHARMA) as the Board of Directors' members, Enterprise Managers, Enterprise Executives, employees, or authorized representatives of the Company, Partner, association of companies, trustee or another juridical The person. compensation include expenses expenses accrued (including attorneys fees), judgment expenses, fines, amounts payable arising in reality or are considered to be reasonable when dealing with these cases in the framework of the law allowed, provided that they have acted with honesty, prudence, diligence and professional competence, for the benefits without being against the highest

## AMENDED AND SUPPLEMENTED CONTENTS

2. Compensation: DHG PHARMA shall make compensation for those who have, are or may become a party involved in the complaints, lawsuits and prosecution (including civil and administrative cases in which the Company is not the petitioner) if those persons were or are the Board of Directors' members, Managers, Enterprise Enterprise Executives. employees, or representatives authorized by DHG PHARMA (or subsidiaries of DHG PHARMA), or those persons have been implementing at the request of DHG PHARMA (or subsidiaries of DHG PHARMA) as the Board of Directors' members, Enterprise Managers, Enterprise Executives, employees, or authorized representatives of the Company, partner, joint venture, trust or other legal entity, who performed or are performing their duties as authorized by the Company, act in a lawful, honest and prudent manner for the Company's interests, and there is no evidence that they fail to fulfill their duties.

The compensation expenses include arising expenses (including attorneys fees), judgment expenses, fines, amounts payable arising in reality or are considered to be reasonable when dealing with these cases in the framework of the law allowed, provided that they have acted with honesty, prudence, diligence and professional competence, for the benefits without being against the highest interests of DHG PHARMA, on the basis of compliance with the law and there is no evidence to confirm those persons have violated their responsibilities. DHG PHARMA can buy insurance for

## **EXPLANATIONS**

Adding the content in accordance with Article 165 of the Law on Enterpeises and clause 2, Artice 48 of the Model Charter under Circular 116/2020/TT-BTC.

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
interests of DHG PHARMA, on the basis of	these people to avoid the compensation liability above	
compliance with the law and there is no	mentioned.	
evidence to confirm those persons have		
violated their responsibilities. DHG PHARMA		
can buy insurance for these people to avoid		
the compensation liability above mentioned.		
Chapter IV: FINANCE - ACCOUNTING,	Chapter IV: FINANCE - ACCOUNTING, FUNDS	
FUND AND PROFIT DISTRIBUTION	AND PROFIT DISTRIBUTION	
Article 56. Accounting system	Article 56. Accounting system	
1. The accounting system used by DHG	1. The accounting system used by DHG PHARMA	
PHARMA shall be Vietnamese Accounting	shall be the enterprise accounting system or a specific	
System (VAS) or another accounting system	accounting system promulgated or approved by a	
approved by the Minister of Finance.	competent agency.	
3. DHG PHARMA uses the Vietnamese	3. DHG PHARMA uses the Vietnamese dong as the	Adding the content in accordance
dong as the official currency in accounting.	official currency in accounting. If the Company's	with clause 3, Article 54 of the Model
	transactions primarily use a foreign currency, the	Charter under Circular 116/2020/TT-
	Company may use it as accounting currency, take legal	BTC
	responsibility and notify its supervisory tax authority.	
Article 57. Profit distribution	Article 57. Profit distribution	
5. Where any dividend payment or other	5. Where any dividend payment or other payments	Adding the content in accordane
payments relating to one class of shares	relating to one class of shares shall be paid by cash,	with clause 4, Article 51 of the Model
shall be paid by cash, DHG PHARMA must	DHG PHARMA must make such payment in	Charter under Circular 116/2020/TT-
make such payment in Vietnamese dong	Vietnamese dong and can pay by check or by postal	BTC, revising name of the
and can pay by check or by postal order to	order to the registered address of the beneficiary and in	depository center to match actual
the registered address of the beneficiary and	case of arising risks (from the registered address of	practice.
in case of arising risks (from the registered	shareholder), the shareholder must bear it. In addition,	
address of shareholder), the shareholder	dividend payments or other cash payments related to a	
must bear it. In addition, dividend payments	class of shares may be paid by bank transfer when	
or other cash payments related to a class of	DHG PHARMA has detailed bank information of	

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
shares may be paid by bank transfer when	shareholder to allow DHG PHARMA to make direct	
DHG PHARMA has detailed bank	transfers to the shareholder's bank account. In case	
information of shareholder to allow DHG	that DHG PHARMA makes a bank transfer based on	
PHARMA to make direct transfers to the	the exact banking detail provided by a shareholder but	
shareholder's bank account. In case that	such shareholder cannot receive money, DHG	
DHG PHARMA makes a bank transfer	PHARMA shall not be liable for amount which it has	
based on the exact banking detail provided	transferred to the shareholder entitled to such amount.	
by a shareholder but such shareholder	Dividend payment for shares listed on the Stock	
cannot receive money, DHG PHARMA shall	Exchange may be made through a securities company	
not be liable for amount which it has	or Vietnam Securities Depository and Clearing	
transferred to the shareholder entitled to	Corporation (VSDCC).	
such amount. Dividend payment for shares		
listed on the Stock Exchange may be made		
through a securities company or a		
Depository Center.		
Chapter V: FINANCIAL STATEMENTS,	Chapter V: FINANCIAL STATEMENTS, ANNUAL	
ANNUAL REPORT, AUDITING,	REPORT, AUDITING, ARCHIVES, INVESTIGATION	
RETENTION, INVESTIGATION OF	OF RECORDS AND INFORMATION DISCLOSURE	
RECORDS AND INFORMATION		
DISCLOSURE		
Article 58. Annual, semi-annual and	Article 58. Annual, interim and quarterly reports	
quarterly reports		
2. The above reports and records must be	2. The above reports and records must be sent to the	Revising the Vietnamese name of
sent to the Board of Directors to assign the	Board of Directors to assign the Audit Committee to	Committees to unify the names of
Audit Committee to assess at least thirty (30)	assess at least thirty (30) days before the opening of	Committees under the Board of
days before the opening of the annual	the Annual General Meeting of Shareholders.	Directors.
meeting of the General Meeting of		
Shareholders.		

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
3. Reports and records prepared by the Board of Directors and auditing report must be available at the head office of DHG PHARMA at least ten (10) days before the opening of the annual meeting of the General Meeting of Shareholders.	3. Reports and records prepared by the Board of Directors and auditing report must be available at the head office of DHG PHARMA at least ten (10) days before the opening of the annual meeting of the General Meeting of Shareholders.  The shareholders that have held the Company's shares for at least 01 years are entitled to examine the reports mentioned in this Article themselves or together with their lawyers, accountants or certified auditors	Adding the content in accordance with clause 4, Article 175 of the Law on Enterprises 2020 and Article 55 of the Model Charter under Circular 116/2020/TT-BTC
Article 61. Retention of records  1. The Board of Directors of DHG PHARMA must retain the following records:  f. Report of the Audit Committee, conclusion of inspection agency, conclusion of an independent audit firm;  Article 62. Right to investigate books and records	Article 61. Retention of records  1. The Board of Directors of DHG PHARMA must archive the following records:  f. Report of the Audit Committee, conclusion of inspection agency, conclusion of an independent audit firm;  Article 62. Right to investigate books and records	Revising the Vietnamese name of Committees to unify the names of Committees under the Board of Directors.
	b) The shareholder or group of shareholders that hold at least five percent (05%) of ordinary shares is entitled to review, examine, extract the minutes, resolutions, and decisions of the Board of Directors, interim and annual financial statements, reports of Audit Committee, contracts and transactions subject to approval by the Board of Directors and other documents, except documents relevant to the Company's trade secrets.	Adding the content in accordance with Article 115 of the Law on Enterprises 2020 and point a, clause 1, Article 49 of the Model Charter under Circular 116/2020/TT-BTC
Chapter IX: AMENDMENT AND SUPPLEMENT OF THE CHARTER AND EFFECTIVE DATE	Chapter IX: AMENDMENT AND SUPPLEMENT OF THE CHARTER AND EFFECTIVE DATE	

CURRENT CONTENTS	AMENDED AND SUPPLEMENTED CONTENTS	EXPLANATIONS
Article 77. Effective date	Article 77. Effective date	Updating number, date of issuance
1. This Charter includes nine (09) Chapters,	1. This Charter includes nine (09) Chapters, seventy-	of the Resolution according to the
seventy-seven (77) Articles and takes effect	seven (77) Articles and takes effect on [dd, mmm,	Annual General Meeting of
on <del>29 June 2020</del> .	<u>2021</u> ].	Shareholders 2020
2. This Charter is made in ten (10) copies of equal validity, of which:  a. One (01) copy shall be submitted to the local Public Notary Office.  b. Five (05) copies shall be registered with a governmental authority in accordance with the regulations of the People's Committee of Can Tho City.	c. Four (04) copies shall be archived in the headquarters of DHG PHARMA.	The applicable law does not require the submission of: One (01) copy at the local State Notary Office and Five (05) copies at the authority for registration in accordance with the regulations of the People's Committee of Can Tho City. So, this content shall be removed.
c. Four (04) copies shall be filed in the office of DHG PHARMA.		

Cantho,	2021
MANAGER OF LEGAL DEPAR	<b>TMENT</b>

**GENERAL DIRECTOR** 

Masashi Nakaura

**Vo Hoang Tam** 

[NOTICE: This Convocation Notice is a translation of the Vietnamese language original for convenience purpose only, and in the event of any discrepancy, the Vietnamese language original shall prevail.]