

NOTICE

REGARDING THE NOMINATION AND CANDIDACY OF A BOARD MEMBER AS A REPLACEMENT FOR THE REMAINING PERIOD OF TERM IV (2019 – 2023) OF DHG PHARMACEUTICAL JSC

Kind Attn to: Shareholders of DHG Pharmaceutical JSC

- Pursuant to Enterprise Law No.59/2020/QH14 dated 17 Jun 2020 and documents guiding the implementation of the Enterprise Law;
- Pursuant to the Charter of DHG Pharmaceutical Joint Stock Company (DHG Pharma) issued on 19 Apr 2021;
- Pursuant to the Internal Regulation on Corporate Governance of DHG Pharma issued on 19 Apr 2021,

The Board of Directors (BOD) of DHG Pharma is pleased to inform shareholders about the nomination and candidacy of a Board Member as a replacement for the remaining period of Term IV (2019 – 2023), details as follows:

1. Number, structure, and term of BOD members

- At the Annual General Meeting of Shareholders 2018 dated 11 Jun 2019, the number of BOD members Term IV (2019 – 2023) approved by the General Meeting of Shareholders is 07 members. On 08 Mar 2023, Mr. Masashi Nakaura submitted his resignation letter for the position as the Board Member to DHG Pharma's BOD (*the resignation letter has been enclosed*). Therefore, the number of Board Members remains only 6 members.
- The number of Board Member to be elected as a replacement: 01 member
- The term of the Board Member to be elected as a replacement is the remaining period of Term IV (2019 – 2023).

2. The rights for BOD member candidacy and nomination

Pursuant to the provisions of clause 1 and clause 2, Article 33 in DHG PHARMA's Charter and clause 5, Article 115 in the Law on Enterprises 2020 regarding the candidacy and nomination of BOD members:

(i). Shareholders who are holding 5% or more of their voting shares have the right to add up the number of voting rights of each other to nominate candidates for the Board of Directors. A shareholder or a group of shareholders who are holding from 5% to under 10% of the total number of voting shares shall be entitled to nominate one (01) candidate; from 10% to under 30% may nominate up to two (02) candidates; from 30% to under 40% may nominate up to three (03) candidates; from 40% to under 50% shall be entitled to nominate up to four (04) candidates; from 50% to under 60% shall be entitled to nominate up to five (05) candidates; from 60% to under 70% shall be 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.

(ii). When the number of candidates for the BOD through nomination and candidacy fails to reach the minimum number, the incumbent Board of Directors can introduce or nominate more candidates in accordance with this Charter and the Internal Regulation on Corporate Governance. The introduction of candidates by the BOD must be published clearly before the General Meeting of Shareholders exercises its votes.

3. Criteria and conditions to elect a Board Member

Pursuant to clause 1, Article 34 in DHG PHARMA's Charter and clause 1, Article 155 in the Law on Enterprises 2020, a BOD member must meet the following criteria and conditions:

(i). Have full civil act capacity and not being subjects banned from the management of enterprises according to the provisions of Clause 2, Article 17 of the Law on Enterprises;

(ii). Have professional qualifications, experience in business management of DHG PHARMA and not necessarily being DHG PHARMA's shareholders.

(iii). A member of the Board of Directors can concurrently be a member of the Board of Directors of another company, but not be a member of the Board of Directors of over five (05) other companies.

4. Application for the candidacy and nomination of a Board Member

A shareholder or a group of shareholders who are eligible to participate in the candidacy and nomination of the Board Member for the remaining period of Term IV (2019 – 2023) of DHG Pharma, please kindly send your application to:

THE BOD SECRETARY - DHG PHARMACEUTICAL JSC

Address: 288 Bis Nguyen Van Cu, An Hoa Ward, Ninh Kieu Dist., Cantho City

Tel: (0292) 3891433 (242) Fax: (0292) 3895209

Email: bod_dhg@dhgpharma.com.vn and ttingam@dhgpharma.com.vn

Contact person: Tran Thi Nhung Gam – Acting Head of Finance Department, BOD Secretary, Person in charge of Corporate Governance of DHG Pharma

Deadline for submission of application: **4:30pm 29 Mar 2023.**

Application includes:

- + Application for the candidacy and nomination of the Board Member for the remaining period of Term IV (2019 – 2023).
- + Curriculum vitae declared by the applicant.
- + A valid copy of ID card/citizen identification/passport of the candidate/nominated person.
- + A valid power of attorney for nomination (in case shareholder authorizes others to nominate).

Best regards.

**OBO. THE BOARD OF DIRECTORS
CHAIRWOMAN**

Recipients:

- Ditto;
- Archived: BOD Secretary.

Dang Thi Thu Ha

[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.]

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom - Happiness

-----o0o-----

RESIGNATION LETTER

Kind Attn to: - The General Meeting of Shareholders of DHG Pharmaceutical JSC
- The Board of Directors of DHG Pharmaceutical JSC

Pursuant to the Charter of DHG Pharmaceutical Joint Stock Company,

My name is Masashi Nakaura. Currently, I am a member of the Board of Directors (BOD) at DHG Pharmaceutical JSC (the Company).

Please kindly accept my resignation from the position of BOD member of the Company.

Reason: Retirement according to the regime

Effective time: since when the General Meeting of Shareholders approves this resignation letter.

Respectfully submit to the General Meeting of Shareholders and the BOD for approving my resignation letter.

Best regards,

....., 08th March..... 2023

Applicant



Masashi Nakaura