

*Can Tho, dated 08 April 2014*

**ANNOUNCEMENT**  
REGARDING THE NOMINATION, CANDIDACY TO BOARD OF  
DIRECTORS/BOARD OF SUPERVISION OF DHG  
PHARMACEUTICAL JSC TERM III (2014 -2018)

**Kind attn: Shareholders of DHG Pharmaceutical JSC**

- *Based on the Enterprise Law No. 60/2005/QH11 dated 29/Nov/2005;*
- *Based on the Charter on organization and operation of DHG Pharmaceutical JSC approved on 25 April 2013 by DHG Pharma's ASM 2012;*

Board of Directors of DHG Pharmaceutical JSC kindly announces:

The term II (2009-2013) of DHG Pharma's Board of Directors and Board of Supervision will end at the ASM 2013 which is expected to hold on 28 April 2014. According to Business law and the Company's Charter, at this ASM 2013, Board of Directors and Board of Supervision are needed to be re-elected for the term III (2014-2018)

The current Board of Directors (Term II) has 07 members. The Board of Directors for term III is expected to have 07 members (ask for the ASM's 2013 opinion on this)

The current Board of Supervision (Term II) has 03 members. The Board of Supervision for term III is expected to have 03 members (ask for the ASM's 2013 opinion on this)

**Extracted the contents of Article 28, the Company's Charter on the components, term and conditions for nomination, candidacy to Board of Directors**

- The minimum number of members of Board of Directors is five (05) persons and the maximum number is eleven (11) persons. And, number of members of Board of Directors that are independent from managing board should be at least one-third of total members of Board of Directors.

Term of Board of Directors will last for five (05) years. Term of members of Board of Directors will not last over five (05) years; members of Board of Directors can be re-elected with the unlimited term based on the gathering voting methodology.

- Members of Board of Directors that were formally selected by shareholders will be elected based on the ownership ratio of shares of each founding shareholder. Founding shareholders have rights to add up ownership ratio of shares together to elect the members of Board of Directors

- Shareholders that are holding from 5% of the total shares with voting rights in a continuous period of at least six months have rights to add up their shares to nominate candidates for Board of Directors. Shareholder or group of shareholders holding 5% to less than 10 % of the total shares with voting right may nominate one (01) candidates; from 10 % to less than 30 % may nominate for a maximum of two (02) candidates; from 30 % to less than 40 % may nominate for a maximum of three (03) candidates; from 40 % to less than 50 % may nominate for a maximum of four (04) candidates; from 50 % to less than 60 % may nominate for a maximum of five ( 05 ) candidates; from 60 % to 70 % may nominate for a maximum of six (06) candidates; from 70 % to less than 80 % may nominate for a maximum of seven (07) candidates; from 80 % to less than 90 % may nominate for a maximum of eight (08) candidates
- In the event that candidates for Board of Directors that are elected but they do not have enough the required number, then the current Board of Directors have right to propose more candidates or organize another election in the mechanism that is regulated by DHG PHARMA. Methodologies of election or mechanism of selection should be approved by the ASM before the election is officially implemented.
- Members of Board of Directors are not necessarily the persons who are currently holding shares of DHG PHARMA

**Extracted the contents of Article 29, the Company's Charter on the conditions to be members of Board of Directors**

- Member of Board of Directors must have the following criteria and conditions
  - + Have civil capacity, does not belong to group of persons that are not allowed to manage the company as it is regulated at term 2, Article 13, Business Law
  - + Being a shareholder and own at least 5% of total common shares or have much experience of specific expertise in management sector or in business field or in any other related main sectors of DHG PHARMA
  - + Member of Board of Director is not allowed to be a member of Board of Directors at other 5 companies at the same time.

Information related to the candidates for Board of Directors (in case the candidates are already defined) is published in the Company's website at least seven (07) days prior to the meeting summon day so that shareholders can learn about these candidates before voting.

**Extracted the contents of Article 45, the Company's Charter on the components, term and conditions for nomination, candidacy and conditions to qualify as member of Board of Supervision:**

- The Board of Supervision should have from three (03) to five (05) members, of whom one member is qualified in accounting or auditing. Members of Board of Supervision cannot be an accountant in DHG Pharma's Financial Administration Dept and is not a member or employee of the independent auditing company who is doing auditing service for DHG Pharma. Board of Supervision must appoint one member to be the Head of board. Head of Board of Supervision should be the one who qualified in accounting.

- Shareholders have rights to add up their shares to nominate candidates for Board of Supervision. Shareholder or group of shareholders holding 5% to less than 10 % of the total shares with voting right may nominate one (01) candidates; from 10 % to less than 30 % may nominate for a maximum of two (02) candidates; from 30 % to less than 40 % may nominate for a maximum of three (03) candidates; from 40 % to less than 50 % may nominate for a maximum of four (04) candidates; from 50 % to less than 60 % may nominate for a maximum of five ( 05 ) candidates; from 60 % to 70 % may nominate for a maximum of six (06) candidates; from 70 % to less than 80 % may nominate for a maximum of seven (07) candidates; from 80 % to less than 90 % may nominate for a maximum of eight (08) candidates;

In the event that the number of candidates that selected by Board of Supervision are not enough for requested number, the current Board of Supervision are able to nominate more candidates to meet the number as requested following the Corporate governance regulations.

- Members of Board of Supervision will be elected by ASM, the term of Board of Supervision is five (05) years; members of Board of Supervision can be re-elected at every ASM with the unlimited term based on the voting-added methodology
- Criteria and conditions to be elected as a member of Board of Supervision:
  - + Over 21 years old, qualified for civil activities and not belong to any illegal target groups and business administration as set at term 2, Article 13 of Business Law
  - + Not the related person of member of Board of Directors, General Director, Deputy General Directors, Chief accountant or other management positions in DHG Pharma.

**Documents for nomination, candidacy to Board of Directors, Board of Supervision:**

- Based on the announcement, qualified candidates, nominator to the Board of Directors and Board of Supervision of DHG Pharmaceutical JSC for the term III (2014-2018) kindly send your documents to Mrs. Le Thi Hong Nhung – BOD’s secretary following the address: 288 Bis Nguyen Van Cu, Ninh Kieu Dist., Can Tho City, [hongnhung@dhgpharma.com.vn](mailto:hongnhung@dhgpharma.com.vn); Tel: 07103 890802 – cell: 0983 834469
- **Please send to us best before 16h00 23 April 2014.**
- Documents include: Nomination, candidacy form to the BOD, BOS; CV and a copy of ID card/passport of candidates or nominated persons (as the attached form).

Best regards.

ON BEHALF OF BOARD OF DIRECTORS  
 Chairperson,   
  
 Phạm Thị Việt Nga