

Appendix V
REPORT ON CORPORATE GOVERNANCE

(Issued together with Circular No. 155/2015/TT-BTC dated October 6, 2015 of the Ministry of Finance, providing guidelines on information disclosure in the securities market)

CODUPHA CENTRAL PHARMACEUTICAL JOINT STOCK COMPANY	THE SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom – Happiness -----
No: <u>91</u> /CDP-2026	HCM city, January 26 year 2026

REPORT ON CORPORATE GOVERNANCE OF THE LISTED COMPANY
YEAR 2025

To:	- The State Securities Commission; - The Stock Exchange.
-----	---

- Name of company: *Codupha Central Pharmaceutical Joint Stock Company*
- Address of headoffice: *262L Le Van Sy Street, Ward 14, Distreet 03, Ho Chi Minh City.*
- Telephone: *028-38651909 – 38665838* *Fax: 02838650750*
- Email: *codupha@codupha.com.vn*
- Charter capital: *182.700.000.000 VND*
- Stock Code: *CDP*
- Business model: *Board of Shareholders, Board of Directors, Board of Supervisors, General Director.*

I. Activities of the Board of Shareholders

Information on meetings, resolutions/decisions of the Board of Shareholders (including the resolutions of the Board of Shareholders approved in the form of written):

No.	Resolution/Decision No.	Date	Content
1	03/2025/NQ-HĐQT	February 02 nd , 2025	Approved: (1) Agreed on the schedule to hold the Annual General Meeting of Shareholders for 2025 on April 18, 2024.

			<p>The record date for finalizing the list of shareholders is March 18, 2025.</p> <p>Proposed Agenda Items for Approval at the General Meeting of Shareholders</p> <ul style="list-style-type: none"> - Report on the activities of the Board of Directors in 2024 and the operational orientation for 2025. - Report by the Executive Board on the business performance in 2024 and the business plan for 2025. - Report on the Activities of the Supervisory Board in 2024 and the Proposed Plan for 2025 - Audited Financial Statements for the Year 2024 - Profit Distribution Plan for 2024 and Profit Distribution Plan for 2025. - Salary and Remuneration Plan for the Board of Directors (BOD), Supervisory Board (SB), and Executive Management for 2025 - Selection of the Audit Firm for the 2025 Financial Statements. - Other matters under the authority of the General Meeting of Shareholders.
2	04A/2025/NQ-HĐQT	April 16 th , 2025	Agreed (1) to approve the documents and materials for the Annual General Meeting of Shareholders in 2025
3	01/2025/NQ-ĐHĐCĐTN	April 18 th , 2025	<p>Approved the following contents: (1) Report on the Activities of the Board of Directors – No. 01/BC-AGM 2025; (2) Summary Report on Business Performance in 2024 and Business Plan for 2025 – No. 02/BC-AGM 2025; (3) Report on the Activities of the Supervisory Board for 2024 – No. 03/BC-AGM 2025; (4) Proposal No. 01/TTr-AGM</p>

			<p>2025 on the Audited Financial Statements for the Year 2024 by the Auditing Firm (5) Proposal No. 02/TTr-AGM 2025 on the Profit Distribution for 2024; (6) Proposal No. 03/TTr-AGM 2025 on the Production and Business Plan for 2025. (7) Proposal No. 04/TTr-AGM 2025 on the Salary and Remuneration Plan for the Board of Directors, Supervisory Board, and Executive Management for 2025; (8) Proposal No. 05/TTr-AGM 2025 on the Selection of the Auditing Firm for 2025; (9) Proposal No. 06/TTr-AGM 2025 on the Amendment of Business Lines and Revision of the Company's Charter;</p>
4	21/2025/NQ-HDQT	October 7 th , 2025	<p>Resolution: (1) Organization of the Extraordinary General Meeting of Shareholders 2025 of Codupha Central Pharmaceutical Joint Stock Company as follows:</p> <ul style="list-style-type: none"> - Record date for finalizing the list of shareholders (expected): October 27, 2025 - Date of the Extraordinary General Meeting of Shareholders (expected): November 27, 2025 - Venue of the Extraordinary General Meeting of Shareholders: 262L Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City - Agenda of the Extraordinary General Meeting of Shareholders (expected), including: <ul style="list-style-type: none"> 1. Dismissal and election of additional members to the Board of Directors for the 2021–2026 term. 2. Decisions on other matters within the authority of

448
 NG
 PH
 TR
 001
 10 H

			the General Meeting of Shareholders.
5	22/2025/NQ-HĐQT	October 18 th , 2025	<p>Resolution: (1) Approval of the meeting documents for the Extraordinary General Meeting of Shareholders 2025 of Codupha Central Pharmaceutical Joint Stock Company as follows:</p> <ol style="list-style-type: none"> 1. Draft Agenda of the Extraordinary General Meeting of Shareholders 2025. 2. Draft Regulations on working procedures, voting, and election of additional members to the Board of Directors at the Extraordinary General Meeting of Shareholders 2025. 3. Submission on the dismissal and election of additional members to the Board of Directors for the 2021–2026 term. 4. Draft Resolution of the Extraordinary General Meeting of Shareholders 2025.
6	01/2025/NQ-ĐHĐCĐBT	November 27 th , 2025	<p>Approval of the following matters:</p> <ol style="list-style-type: none"> 1. Approval of the dismissal of Mr. Lê Văn Sơn from the Board of Directors for the 2021–2026 term, effective from November 27, 2025. 2. Approval of the election of an additional member to the Company's Board of Directors for the 2021–2026 term in accordance with Submission No. 07/TTr – EGM 2025 dated November 17, 2025. 3. Election results for the additional member of the Company's Board of Directors for the 2021–2026 term are as follows: <ul style="list-style-type: none"> o Ms. Phạm Thị Mai Hương received 12,191,852 votes

1319
Y
N
18/01
1A
CHI

			<p>and was elected to serve for the remainder of the 2021–2026 term as a member of the Board of Directors.</p> <p>List of the Company’s Board of Directors for the 2021–2026 term:</p> <p>1. Mr. Bùi Hữu Hiền – Chairman of the Board of Directors</p> <p>2. Mr. Phạm Thứ Triệu – Member of the Board of Directors</p> <p>3. Ms. Hà Lan Anh – Member of the Board of Directors</p> <p>4. Ms. Lữ Thị Khánh Trân – Member of the Board of Directors</p> <p>5. Ms. Phạm Thị Mai Hương – Member of the Board of Directors</p>
--	--	--	--

II. Board of Directors (Semiannual report/annual report):

1. Information about the members of the Board of Directors:

No.	Board of Directors' members	Position (Independent members, Non-executive members)	The date becoming/terminating to be the member of the Board of Directors	Number of Board of Directors' Meetings Attended	Meeting Attendance Rate	Reason for Non-Attendance
1	Mr.Bùi Hữu Hiền	Member	May 17th , 2021	04	100%	
		Chairman	October 01th , 2025			
2	Ms.Hà Lan Anh	Member	April 28th , 2023	04	100%	
3	Mr.Phạm Thứ Triệu	Member	May 17th , 2021	04	100%	
4	Ms.Lữ Thị Khánh Trân	Member	October 26th , 2023	04	100%	
5	Ms. Phạm Thị Mai Hương	Member	November 27 th ,2025			

2. The Board of Directors' oversight of the Executive Board

The Board of Directors directed and closely monitored the implementation of the resolutions of the Annual General Meeting of Shareholders, issued resolutions to the Executive Board, and consistently supervised and promptly supported the management activities of the General Director. In addition to meetings and written requests for opinions from the Board of Directors, the General Director regularly communicated directly or by phone to provide reports.

- + Business Operations of the Ho Chi Minh City Office and Its Affiliated Branches.
- + Expanded distribution of key potential products with stable demand and high profitability.
- + Implemented sales activities for the second half of the year in accordance with the 2025 AGM plan.
- + Accelerated sourcing of domestic products, especially those sold through clinics, pharmacies, and the OTC channel.
- + Strict control over inventory, receivables, and operating expenses.
- + Developed flexible sales policies tailored to product categories, sources of supply, and customer care programs at the company and its affiliated branches.
- + Develop, supplement, and promulgate regulations and rules in strict compliance with the provisions of law

3. Activities of the Subcommittees under the Board of Directors: No subcommittees have been established

4. Resolutions/Decisions of the Board of Directors (Semi-Annual/Annual Report)

No.	Resolutions/Decisions	Date	Content
1	01/2025/NQ-HĐQT	January 1 st , 2025	<p>Agreed (1): Policy to implement the following contents:</p> <ul style="list-style-type: none"> + Agreed on the starting price for the transfer of Codupha's capital contribution in the Codupha–Laos joint venture, based on the valuation advisory report issued by CPA Valuation Joint Stock Company, No. 138/2024/115/BCTVTĐG-CPAVALUATION dated November 6, 2024, as follows: <ul style="list-style-type: none"> - Starting Price in the Valuation Advisory Report: LAK 5,938,346,042 kip (Five billion, nine hundred thirty-eight million, three hundred forty-six thousand and forty-two Lao Kip). - Rounded Starting Price in Lao Kip: LAK 5,940,000,000 kip (<i>Five billion, nine hundred forty million Lao Kip</i>) (<i>Applicable in case of auction in Laos</i>). - Rounded Starting Price in Vietnamese

030
C
C
CC
H P

			<p>Dong (converted based on the exchange rate of BCEL – Banque pour le Commerce Extérieur Lao as of December 3, 2024): 6.720.000.000 VND (Six billion, seven hundred twenty million Vietnamese Dong) (Applicable in case of auction in Vietnam).</p> <p>Maintain the above starting price for all auction sessions.</p> <p>+ Agreed on the plan and implementation approach for the transfer of Codupha's 93.7% capital contribution in the Codupha–Laos Joint Venture Company, specifically as follows:</p> <ul style="list-style-type: none"> - Continue to organize three rounds of auctions without adjusting the price downward, maintaining the starting price of VND 6,720,000,000 in Vietnam - In the event that all three auction rounds are unsuccessful, the General Director shall review and submit to the Board of Directors a plan for competitive offering and direct negotiation with potential investors. <p>Agreed (2): Assignment of Tasks</p> <ul style="list-style-type: none"> - Assign the Executive Board to carry out all tasks related to the continued organization of auctions for the transfer of Codupha's capital contribution in the Codupha–Laos Joint Venture Company, in accordance with legal regulations, and to report the progress of implementation to the Company's Board of Directors.
2	02/2025/NQ-HĐQT	February 24 th , 2025	<p>Agreed (1): Dismissal of Ms. Đinh Thị Khởi from the position of Deputy General Director of Codupha Central Pharmaceutical Joint Stock Company, effective from March 3, 2025. (2) Ms. Đinh Thị Khởi shall be responsible for handing over all files, documents, records, and work to the personnel assigned by the Company to receive the handover, no later than March 3, 2025. Ms. Đinh Thị Khởi shall be held accountable to the Company and under the law for all files, documents, and</p>

04
ĐINH
THỊ
KHỞI
01

			records during her tenure as Deputy General Director.(3) Assign the General Director and the Administration & Organization Department to carry out the procedures in accordance with the legal process and the Company's Charter.
3	03/2025/NQ-HĐQT	February 26 th , 2025	<p>Agreed (1): To organize the Annual General Meeting of Shareholders 2025 of Codupha Central Pharmaceutical Joint Stock Company as follows</p> <ul style="list-style-type: none"> - Expected date for finalizing the list of shareholders: March 18, 2025 - Expected date for organizing the Annual General Meeting of Shareholders: April 18, 2025 - Venue: 262L Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City - Tentative agenda for the 2025 Annual General Meeting of Shareholders includes: <ol style="list-style-type: none"> 1. To approve the Board of Directors' Activity Report for 2024 and the Operational Orientation for 2025. 2. Review of the Report by the Board of General Directors on the business results for 2024 and the operational plan for 2025. 3. Approval of the Supervisory Board's Report for 2024 and the Operational Plan for 2025. 4. Approval of the audited financial statements for the year 2024. 5. Approval of the profit distribution plan for 2024 and the profit distribution plan for 2025. 6. Approval of the salary and remuneration plan for the Board of Directors, Supervisory Board, and Executive Board for the year 2025. 7. Approval of the selection of the audit firm for the 2025 financial statements 8. Other matters within the authority of the General Meeting of Shareholders.
4	04/2025/NQ-HĐQT	April 03 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Approval of the credit limit renewal plan at Vietnam Joint Stock



			<p>Commercial Bank for Industry and Trade (VietinBank):</p> <ul style="list-style-type: none"> o Total credit limit: VND 580 billion o Allocation of credit limit: • VietinBank – Ho Chi Minh City Branch: VND 520 billion • VietinBank – Chuong Duong Branch and Thanh Xuan Branch: VND 60 billion o Validity period: Until February 1, 2026 o Collateral conditions: Remain unchanged as stipulated in the 2024 credit agreement. <p>2. Authorization: The legal representative of Central Pharmaceutical Joint Stock Company Codupha is authorized to negotiate, discuss, approve, and sign credit agreements, mortgage contracts, account-related documents, and other documents related to credit limits with VietinBank.</p>
5	04A/2025/NQ-HĐQT	April 16 th , 2025	<p>Agreed (1): Approval of the documents and materials for the 2025 Annual General Meeting of Shareholders of Codupha Central Pharmaceutical Joint Stock Company, as follows:</p> <ul style="list-style-type: none"> - Report on the Board of Directors' Activities in 2024 and Operational Orientation for 2025 - Report by the General Director on the business performance in 2024 and the operational plan for 2025. - Report of the Supervisory Board for 2024 and Operational Orientation for 2025. - Proposal for the approval of the audited financial statements for the year 2024. - Proposal on the profit distribution plan for 2025. - Proposal on the salary and remuneration plan for the Board of Directors, Supervisory Board, and Executive Board for the year 2025. - Proposal on the selection of the audit firm for the 2025 financial statements.

			<ul style="list-style-type: none"> - Proposal on the amendment of business lines and the revision and supplementation of the Charter of Codupha Central Pharmaceutical Joint Stock Company - Draft Resolution of the 2025 Annual General Meeting of Shareholders.
6	05/2025/NQ-HĐQT	April 17 th , 2025	<p>Agreed (1): Dismissal of Mr. Bùi Hữu Hiền from the position of General Director of Codupha Central Pharmaceutical Joint Stock Company, Citizen ID No. 087071008076 issued by the Police Department for Residence Registration and National Population Data on May 10, 2021, effective from April 18, 2025.</p> <p>Agreed (2): Mr. Bùi Hữu Hiền shall be responsible for:</p> <ul style="list-style-type: none"> - Complete the handover process in accordance with the Company's regulations and the provisions of the law, including but not limited to all tasks, documents, records, files, goods, customers, and outstanding debts. - Take full responsibility for all tasks carried out and resolve all outstanding issues within the scope of responsibility during the tenure as General Director of Codupha Central Pharmaceutical Joint Stock Company. <p>Agreement (3): Mr. Bùi Hữu Hiền shall receive salary, bonuses, and other benefits (if any) corresponding to the position of General Director until the end of April 17, 2025</p>
7	06/2025/NQ-HĐQT	April 17 th , 2025	<p>Resolution (1): Appoint Ms. Phạm Thị Mai Hương, born on December 31, 1985, ID No. 079185006642 issued by the Department of Administrative Management and Social Order Police on April 25, 2021, to the position of General Director of Central Pharmaceutical Joint Stock Company Codupha. Term of appointment: 5 (five) years from April 18, 2025, or until a replacement decision is made by the Board of Directors.</p>



			<p>Resolution (2): Ms. Phạm Thị Mai Hương shall be entitled to salary, bonuses, and other benefits in accordance with the Company's regulations and the provisions of law.</p> <p>Resolution (3): Ms. Phạm Thị Mai Hương shall have the rights, responsibilities, and obligations in accordance with the provisions of law and the Company's Charter, and shall be responsible before the law and the Board of Directors for tasks within the scope of her delegated authority</p> <p>Resolution (4): The Chairman of the Board of Directors is authorized to sign the labor contract with Ms. Phạm Thị Mai Hương in accordance with the Company's regulations and the provisions of law.</p>
8	07/2025/NQ-HĐQT	April 17 th , 2025	<p>Resolution (1): Approve the salary and performance-based bonus applicable to Ms. Phạm Thị Mai Hương, General Director of Central Pharmaceutical Joint Stock Company Codupha, as follows:</p> <ul style="list-style-type: none"> - Salary: VND 23,000,000 per month (In words: Twenty-three million Vietnamese dong per month) - Performance Bonus: VND 52,000,000 per month based on the Company's monthly business results (In words: Fifty-two million Vietnamese dong per month) <p>Total Monthly Compensation: VND 75,000,000 per month (In words: Seventy-five million Vietnamese dong per month)</p>
9	08/2025/NQ-HĐQT	April 17 th , 2025	<p>Resolution (1): Change of the Company's Legal Representative as follows:</p> <p>1.1. Change of the Company's Legal Representative from Mr. Bùi Hữu Hiền, position: General Director, to the new Legal Representative, Ms. Phạm Thị Mai Hương, position: General Director, effective from April 18, 2025. The information of Ms. Phạm Thị Mai Hương is as</p>

			<p>follows:</p> <ul style="list-style-type: none"> - Full name: PHẠM THỊ MAI HƯƠNG - Gender: Female - Date of Birth: 31/12/1985 - Ethnicity: Kinh - Nationality: Vietnamese - Citizen Identification Number (ID No.): 079185006642 - Date of Issue: April 25, 2021 - Place of Issue: Department of Administrative Management of Social Order, Ministry of Public Security. - Permanent Address: No. 204, Chien Thang Street, Quarter 6, Ward 9, Phu Nhuan District, Ho Chi Minh City, Vietnam - Contact Address: No. 204, Chien Thang Street, Quarter 6, Ward 9, Phu Nhuan District, Ho Chi Minh City, Vietnam <p>Position: General Director.</p> <p>1.2. The change of the Company's Legal Representative does not alter the contents of the Company's Charter.</p> <p>Resolution (2): Assign the Company's Legal Representative to carry out all necessary procedures in accordance with the provisions of law.</p>
10	09/2025/NQ-HĐQT	April 18 th , 2025	<p>Resolution (1): The Board of Directors unanimously elects Mr. Bùi Hữu Hiền (Citizen Identification Number: 087071008076, issued by the Department of Administrative Management of Social Order on May 10, 2021), a Member of the Board of Directors, to hold the position of Vice Chairman of the Board of Directors of the Company for the 2021–2026 term, effective from April 18, 2025.</p> <p>Resolution (2): Mr. Bùi Hữu Hiền shall be entitled to salary, bonuses, and other benefits in accordance with the Company's regulations and the provisions of law.</p> <p>Resolution (3): Mr. Bùi Hữu Hiền shall have the rights, responsibilities, and obligations in accordance with the provisions of law and the Company's Charter, and shall be accountable to the</p>



			law, the General Meeting of Shareholders, and the Board of Directors of the Company for tasks within the scope of his assigned authority.
11	10/2025/NQ-HĐQT	June 2 nd , 2025	<p>Resolution (1): Appoint Ms. Nguyễn Thị Thùy Hương, born on July 15, 1990, holding Citizen Identification Number 051190016697 issued by the Department of Administrative Management of Social Order on June 23, 2023, to the position of Deputy General Director of Codupha Central Pharmaceutical Joint Stock Company.</p> <p>Term of appointment: 12 (twelve) months from June 2, 2025, or until a replacement decision is made by the Board of Directors.</p> <p>Resolution (2): Ms. Nguyễn Thị Thùy Hương shall be entitled to salary, bonuses, and other benefits in accordance with the Company's regulations and the provisions of law</p> <p>Resolution (3): Ms. Nguyễn Thị Thùy Hương shall have the rights, responsibilities, and obligations in accordance with the provisions of law and the Company's Charter, and shall be accountable to the law, the Board of Directors, and the General Director of the Company for tasks within the scope of her assigned authority.</p> <p>Resolution (4): Authorize the General Director of the Company to sign a labor contract with Ms. Nguyễn Thị Thùy Hương in accordance with the Company's regulations and the provisions of law.</p>
12	11/2025/NQ-HĐQT	June 2 nd , 2025	<p>Resolution (1): Salary and performance-based bonuses applicable to Ms. Nguyễn Thị Thùy Hương – Deputy General Director of the Company are as follows:</p> <ul style="list-style-type: none"> - Salary: VND 23,000,000 per month (In words: Twenty-three million Vietnamese dong per month) - Performance-based bonus: VND 32,000,000 per month (In words: Thirty-two million Vietnamese dong per month), based on the Company's

			<p>monthly business performance.)</p> <ul style="list-style-type: none"> - Total monthly salary and performance-based bonus: VND 55,000,000 per month (In words: Fifty-five million Vietnamese dong per month)
13	12/2025/NQ-HĐQT	June 9 th , 2025	<p>Resolution (1): Payment of 2024 dividends of Codupha Central Pharmaceutical Joint Stock Company in cash as follows</p> <ul style="list-style-type: none"> - Dividend payout rate: 9% (Each share receives VND 900) - Form of payment: Cash or bank transfer - Record date (final registration date): June 23, 2025 - Payment date: July 11, 2025 - Place of payment: <ul style="list-style-type: none"> + For deposited securities: Shareholders shall receive dividends at the depository member where their securities account is maintained. + For non-deposited securities: Shareholders shall receive dividends at the Company's head office: 262L Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City (during business hours from Monday to Friday, excluding public holidays).
14	13/2025/NQ-HĐQT	July 1 st , 2025	<p>Resolution (1): Approval of credit limit issuance at Vietnam International Commercial Joint Stock Bank (VIB).</p> <p>Total credit limit: VND 400 billion</p> <p>1.1. Credit limit allocation:</p> <ul style="list-style-type: none"> - Short-term loan: VND 300 billion, including: <ul style="list-style-type: none"> ⇒ Loan balance + committed payment guarantee balance: up to VND 200 billion ⇒ Loan balance + accepted L/C payment balance: up to VND 300 billion - Committed guarantees: VND 300 billion - Letters of credit (L/C): VND 300 billion <p>1.2. Validity period: 12 months from</p>



			<p>the date of signing the credit agreement.</p> <p>Collateral conditions for the 2025 credit agreement are as follows:</p> <ul style="list-style-type: none"> - Pledged assets (Accounts receivable): Circulating at all times with a value of VND 233,500,000,000 (In words: Two hundred thirty-three billion five hundred million Vietnamese dong) - Pledged assets (Inventory): Circulating at all times with a value of VND 233,500,000,000 (In words: Two hundred thirty-three billion five hundred million Vietnamese dong) <p>Approval to open a new credit limit at SHINHANBANK</p> <ul style="list-style-type: none"> - Credit limit value: VND 50 billion. - Estimated interest rates at SHINHANBANK: <ul style="list-style-type: none"> ⇒ Fixed-term loan for 3 months: from 4.0% to 4.1% per annum ⇒ Fixed-term loan for 6 months: from 4.2% to 4.5% per annum - Collateral terms: Pledged assets (Accounts receivable), circulating at all times with a value of VND 50,000,000,000 (In words: Fifty billion Vietnamese dong) <p>Resolution (2): Authorize the Legal Representative of Codupha Central Pharmaceutical Joint Stock Company to negotiate, discuss, approve, and sign credit agreements, mortgage contracts, documents related to bank accounts, and documents related to credit limits with the Bank</p>
15	14/2025/NQ-HĐQT	August 25 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Dismissal of Position: Mr. Nguyen Trieu Ngoc Thuan is dismissed from the position of Chief Accountant of Central Pharmaceutical Joint Stock Company Codupha, effective from August 25, 2025. 2. Responsibilities of Mr. Nguyen Trieu Ngoc Thuan: <ul style="list-style-type: none"> o Complete the handover in accordance with the provisions of law, including but not limited to all



			<p>work, files, documents, vouchers, debts, balances, data, customers, and all means and assets assigned for management and use, to the personnel designated by the Company to receive the handover, no later than August 31, 2025.</p> <ul style="list-style-type: none"> ○ Settle all outstanding advances (if any) before August 31, 2025. ○ Bear full responsibility for the work performed and for resolving any outstanding issues within the scope of responsibilities during the tenure. Commit to cooperating with the Company in addressing unresolved matters arising during the period of employment.
16	15/2025/NQ-HĐQT	August 25 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Appointment of Position: Mr. Pham Chi Truc is appointed to the position of Chief Accountant of Central Pharmaceutical Joint Stock Company Codupha. 2. Responsibilities of Mr. Pham Chi Truc: <ul style="list-style-type: none"> ○ Receive the handover of the Chief Accountant's duties from Mr. Trieu Ngoc Thuan. ○ Be responsible for performing tasks in accordance with the law, the Company's Charter, internal rules, regulations, and policies. ○ Be accountable before the law, the General Director, and the Board of Directors of the Company for matters within the scope of authority assigned and/or delegated. 3. Salary, Bonus, and Other Benefits: Mr. Pham Chi Truc's salary, bonus, and other benefits shall be implemented in accordance with the Company's regulations and the provisions of law. 4. Authorization: The General Director of the Company is assigned to sign the employment contract with Mr.



			Pham Chi Truc in accordance with the Company's regulations and the provisions of law.
17	16/2025/NQ-HĐQT	August 25 th , 2025	Resolution <ol style="list-style-type: none"> Salary and Performance Bonus for Mr. Nguyen Chi Truc – Chief Accountant of the Company: <ul style="list-style-type: none"> The total monthly salary and performance bonus is VND 50,000,000 (in words: Fifty million Vietnamese dong per month).
18	17/2025/NQ-HĐQT	August 28 th , 2025	Resolution <ol style="list-style-type: none"> Approval of Credit Limit Renewal at Military Commercial Joint Stock Bank (MBB): <ul style="list-style-type: none"> The credit limit renewal plan is approved to remain the same as the 2024–2025 limit. Total credit limit: VND 500 billion. Collateral Agreement: <ul style="list-style-type: none"> The Company agrees to use the assets of the Customer or a third party as collateral/pledge/guarantee for the Customer's obligations at MBB.
19	18/2025/NQ-HĐQT	September 29 th , 2025	Resolution <ol style="list-style-type: none"> Establishment: <ul style="list-style-type: none"> Establish the Technology Department and the Internal Control Unit under the General Director of Central Pharmaceutical Joint Stock Company Codupha. Functions and Duties: <ul style="list-style-type: none"> The Technology Department and the Internal Control Unit shall perform their functions and duties in accordance with the contents specified in Submission No. 11a/2025/TTr-TGD.

			<p>3. Authorization to the General Director: The General Director of the Company is assigned to:</p> <ul style="list-style-type: none"> ○ Appoint the Director of Technology and the Head of the Internal Control Unit. ○ Revise and supplement the organizational chart and the working regulations, organizational structure, and the defined functions, duties, and authorities of the General Director's Office, functional departments, and branches of Central Pharmaceutical Joint Stock Company Codupha, for submission to the Board of Directors for consideration and approval.
20	19/2025/NQ-HĐQT	September 30 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Dismissal of Position: Mr. Le Van Son is dismissed from the position of Chairman of the Board of Directors of Central Pharmaceutical Joint Stock Company Codupha for the 2021–2026 term, effective from October 1, 2025. He shall remain a member of the Board of Directors until a resolution of the General Meeting of Shareholders is issued. 2. Remuneration and Benefits: Mr. Le Van Son shall be entitled to remuneration, bonuses, and other benefits in accordance with the Company's regulations and the provisions of law. 3. Rights, Responsibilities, and Obligations: Mr. Le Van Son shall retain the rights, responsibilities, and obligations as prescribed by law and the Company's Charter; and shall be accountable before the law, the General Meeting of Shareholders, and the Board of Directors of the Company for



			matters within the scope of authority assigned.
21	20/2025/NQ-HĐQT	September 30 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Election of Position: Mr. Bui Huu Hien is elected to the position of Vice Chairman of the Board of Directors of Central Pharmaceutical Joint Stock Company Codupha for the 2021–2026 term, effective from October 1, 2025. 2. Remuneration and Benefits: Mr. Bui Huu Hien shall be entitled to salary, bonuses, and other benefits in accordance with the Company's regulations and the provisions of law. 3. Rights, Responsibilities, and Obligations: Mr. Bui Huu Hien shall exercise the rights, responsibilities, and obligations as prescribed by law and the Company's Charter; and shall be accountable before the law, the General Meeting of Shareholders, and the Board of Directors of the Company for matters within the scope of authority assigned.
22	21/2025/NQ-HĐQT	October 7 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Organization of the Extraordinary General Meeting of Shareholders 2025 of Central Pharmaceutical Joint Stock Company Codupha: <ul style="list-style-type: none"> o Record date for finalizing the list of shareholders (expected): October 27, 2025 o Date of the Extraordinary General Meeting of Shareholders (expected): November 27, 2025 o Venue of the Extraordinary General Meeting of Shareholders: 262L Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

			<p>2. Agenda of the Extraordinary General Meeting of Shareholders (expected):</p> <ul style="list-style-type: none"> - Dismissal and election of additional members of the Board of Directors for the 2021–2026 term. - Decisions on other matters under the authority of the General Meeting of Shareholders.
23	22/2025/NQ-HĐQT	November 18 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Approval of Meeting Documents for the Extraordinary General Meeting of Shareholders 2025 of Central Pharmaceutical Joint Stock Company Codupha: The following documents are approved: <ol style="list-style-type: none"> a) Draft agenda of the Extraordinary General Meeting of Shareholders 2025. b) Draft working regulations, voting procedures, and election of additional members of the Board of Directors at the Extraordinary General Meeting of Shareholders 2025. c) Submission regarding the dismissal and election of additional members of the Board of Directors for the 2021–2026 term. d) Draft resolution of the Extraordinary General Meeting of Shareholders 2025.
24	23/2025/NQ-HĐQT	December 31 th , 2025	<p>Resolution</p> <ol style="list-style-type: none"> 1. Dismissal of Position: Mrs. Pham Thi Quynh Anh is dismissed from the position of Company Secretary of Central Pharmaceutical Joint Stock Company Codupha, effective from January 1, 2026. 2. Handover Responsibilities: Mrs. Pham Thi Quynh Anh shall hand

			<p>over all tasks, files, documents, and materials under her responsibility as Company Secretary to the newly appointed Company Secretary.</p> <p>3. Remuneration and Benefits: Mrs. Pham Thi Quynh Anh shall be entitled to remuneration and other benefits (if any) until December 31, 2025.</p>
25	24/2025/NQ-HĐQT	December 31 th , 2025	<p>Resolution</p> <p>1. Appointment of Position: Mrs. Nguyen Truc Phuong is appointed to the position of Corporate Governance Officer cum Company Secretary of Central Pharmaceutical Joint Stock Company Codupha, effective from January 1, 2026.</p> <p>2. Remuneration and Benefits: Mrs. Nguyen Truc Phuong shall be entitled to remuneration and other benefits (if any) until December 31, 2025.</p> <p>3. Rights, Responsibilities, and Obligations: Mrs. Nguyen Truc Phuong shall exercise the rights, responsibilities, and obligations as prescribed by law and the Company's Charter; and shall be accountable before the law and the Board of Directors of the Company for matters within the scope of authority assigned.</p>
26	25/2025/NQ-HĐQT	December 31 th , 2025	<p>Resolution</p> <p>1. Approval of Interim Dividend Payment – First Installment of 2025: Central Pharmaceutical Joint Stock Company Codupha approves the interim dividend payment in cash as follows:</p> <ul style="list-style-type: none"> o Record date (final list of shareholders): January 26, 2026 o Reason and purpose: Based on the business results of 2025 achieving

			<p>targets with positive after-tax profit and stable financial position, the Company proposes an interim dividend payment to ensure shareholders' rights and strengthen investor confidence in the Company.</p> <ul style="list-style-type: none"> o Dividend payout ratio: 4% (each share receives VND 400) o Form of payment: Cash or bank transfer o Payment date: February 25, 2026 o Payment venue: <ul style="list-style-type: none"> - For deposited securities: Shareholders shall receive dividends at the depository members where their accounts are maintained. - For non-deposited securities: Shareholders shall receive dividends at the Company's head office: 262L Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City (during office hours from Monday to Friday, excluding holidays). <p>2. Authorization: The General Director of the Company is assigned to organize the implementation in accordance with the law and the Company's regulations.</p>
--	--	--	--

III. Supervisory Board (Semi-annual report):

1. Information on Members of the Supervisory Board:

Stt	Member of Supervisory Board	Position	Date of Appointment / Date of Termination as Member of the Supervisory Board	Number of Supervisory Board Meetings Attended	Meeting Attendance Rate	Reason for Non-attendance at Meetings
1	Nguyen Thi Hang	Head of the Supervisory	October 26, 2023	02	100%	

		Board				
2	Truong Chi Thien	Member of the Supervisory Board	May 17, 2021	02	100%	
3	Nguyen Thanh Thanh Binh	Member of the Supervisory Board	April 26, 2024	02	100%	

2. Supervisory Activities of the Supervisory Board Toward the Board of Directors, Executive Management, and Shareholders

+ The Supervisory Board has inspected and monitored the implementation of resolutions and decisions made by the General Meeting of Shareholders and the Board of Directors.

+ The Supervisory Board has participated in meetings of the Board of Directors and monthly briefings with the Executive Management to stay informed about the Company's business operations.

+ "The Supervisory Board has carried out regular oversight and evaluation of the Company's business performance, along with the activities of the Board of Directors and the Executive Management.

3. "The coordination of operations between the Supervisory Board and the Board of Directors, the Executive Board, and other management staff

4. Additional activities undertaken by the Supervisory Board, if applicable:

IV. Executive Board

STT	Members of the Executive Management	Date of Birth	Professional Qualification	Date of Appointment / Dismissal of Executive Board Members /
1	Mr. Bui Huu Hien	July 25, 1971	Doctor	Date of Dismissal: April 18, 2025
2	Ms. Pham Thi Mai Huong	December 31 th , 2025	Bachelor of Pharmacy	Date of appointment April 18, 2025
3	Ms. Nguyễn Thị Thùy Hương	July 15, 1990	Bachelor of Pharmacy	Date of appointment June 2, 2025

048
SNG
PH.
- TRI
UP
- 0

V. Chief Accountant:

Full name	Date of Birth	Professional qualifications	Date of Appointment/Relief from Duty
Mr. Nguyen Trieu Ngoc Thuan	May 20, 1972	Finance and Accounting	Date of Dismissal: August 25, 2025
Mr. Pham Chi Truc	April 12, 1975	Finance and Accounting	Date of appointment August 25, 2025

VI. Corporate Governance Training: None

(The corporate governance training courses attended by members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer (General Director), other senior managers, and the Corporate Secretary in accordance with corporate governance regulations.)

VII. List of Related Parties of the Public Company (Semi-Annual/Annual Report) and Transactions between Related Parties and the Company:**1. List of Related Parties of the Company**

STT	Name of Organization/Individual	Securities Trading Account (if applicable)	Position in the Company (if any)	NSH Certificate Number *, Date of Issuance, Place of Issuance	Registered Office Address / Contact Address	Commencement Date of Related Party Status	Date of Termination of Related Party Status	Reason	Nature of Relationship with the Company
1	Bui Hieu Hien	CDP	Chairman		262L Le Van Sy, Ward 14,	June 12, 2020			Appointment date: October 1, 2025 Term of office: 2021–2026

					<i>District 03, TP.HCM</i>				
		<i>Representative of Vinapharm's Capital Contribution at the Company</i>				<i>August 17, 2023</i>			<i>4,814,500 shares, equivalent to 26.35% of the charter capital of Codupha Central Pharmaceutical Joint Stock Company</i>
1.01	Tran Thi Thu Hue	CDP							
1.02	Bui Huu Dang Khoa	CDP							
1.03	Bui Ngoc Xuan Mai	CDP							
1.04	Bui Ngoc Huyen	CDP							
1.05	Bui Huu Tri	CDP							
1.06	Nguyen Thi Tuong Oanh	CDP							
1.07	Bui Ngoc Tuyen	CDP							
1.08	Ho Thanh Toan	CDP							
1.09	Bui Huu Tin	CDP							
1.10	Nguyen Thi Be Hong	CDP							
2	Lu Thi Khanh Tran	CDP	<i>Member of the Board of Directors</i>			October 26 2023			Term of Office 2021–2026
	Central Pharmaceutical Joint Stock Company No.3 (FORIPHARM)		<i>Member of the Board of Directors</i>						

	Mekophar Chemical Pharmaceutical Joint Stock Company		<i>Member of the Board of Directors</i>						
	Sanofi-Synthelabo Vietnam Pharmaceutical Joint Stock Company		<i>Member of the Board of Directors</i>						
	Pharmaceutical Corporation – JSC (Vinapharm)		<i>Chief Accountant</i>						
2.01	Tran Anh Dong	CDP							
2.02	Tran Phuong Dinh	CDP							
2.03	Tran Lu Duc Huy	CDP							
2.04	Trinh Thi Minh Phuong	CDP							
2.05	Lu Minh	CDP							
2.06	Nguyen Thi Cham	CDP							
2.07	Tran Giang	CDP							
2.08	Le Thi Tai	CDP							
3	<i>Pham Thu Trieu</i>	CDP	<i>Member of the Board of Directors</i>			December 22, 2015			
			<i>Ben Tre Pharmaceutical Joint Stock Company</i>			December 22, 2015			3,470,000 shares, equivalent to 18.99% of the charter capital of Codupha Central Pharmaceutical Joint Stock

48
GT
PHIA
TRU
P
9

									Company
3.01	Bui Hong Hanh	CDP							
3.02	Pham Thu Truc	CDP							
3.03	Pham Bui Hanh Đan	CDP							
3.04	Pham Phi Long	CDP							
3.05	Nguyen Thi Tuong	CDP							
3.06	Bui Hong	CDP							
3.07	Pham Thi Lien	CDP							
3.08	Pham Quoc Trieu	CDP							
3.09	Lê Thi Hong Loan	CDP							
3.10	Pham Thi Phuc Thinh	CDP							
3.11	Huynh Minh Quân	CDP							
4	Ha Lan Anh	CDP	<i>Member of the Board of Director s</i>						
		CDP	<i>Vietnam Pharmac eutical Corporat ion – JSC (Vinaph arm)</i>						<i>3,654,000 shares, equivalent to 20% of the charter capital of Codupha Central Pharmace utical Joint Stock Company</i>
	<i>Central Pharmaceutical Joint Stock Company No.3 (FORIPHARM)</i>		<i>Member of the Supervis ory Board</i>						
	<i>Central Pharmaceutical Joint Stock Company No.1 (CPC1)</i>		<i>Member of the Supervis</i>						

			ory Board						
4.01	Ha Duc Vuong	CDP							
4.02	Tran Thi Bich	CDP							
4.03	Nguyen Van Hoi	CDP							
4.04	Nguyen Thi Ly	CDP							
4.05	Ha Anh Tuan	CDP							
4.06	Chau Thu Ha	CDP							
4.07	Nguyen Phuc Dong	CDP							
4.08	Nguyen Ngoc Minh	CDP							
4.09	Nguyen Tue Minh	CDP							
4.10	Nguyen Phuc Minh	CDP							
5	Pham Thi Mai Huong	CDP	General Director			April 18,2025			Legal Represent ative
			<i>Member of the Supervis ory Board</i>						
			Authori zed Represe ntative of Vinapha rm's Equity Interest in the Compan y			August 17,2023			3,654,000 shares, equivalent to 20% of the charter capital of Codupha Central Pharmace utical Joint Stock Company
5.1	Pham Thi Tien	CDP							
5.2	Ngo Thi Loan	CDP							
5.3	Le Thanh Phu	CDP							

5.4	Pham Quoc Huy	CDP							
5.5	Nguyen Thi Cam Hong	CDP							
5.6	Pham Ngoc Lan Chi	CDP							
5.7	Pham Minh Anh	CDP							
6	Nguyen Thi Thuy Huong		Deputy General Director			July 2, 2025			
6.01	Nguyen Van Hoe	CDP							
6.02	Nguyen Thi Thai	CDP							
6.03	Bui Van Duc	CDP							
6.04	Nguyen Thi Chin	CDP							
6.05	Bui The Phuong	CDP							
6.06	Bui Bach Dang	CDP							
6.07	Bui Khai Nguyen	CDP							
6.08	Nguyen Thi Le Chi	CDP							
6.09	Nguyen Hong Vu	CDP							
6.10	Nguyen Thi Le Hang	CDP							
6.11	Vo Tan Vu	CDP							
6.12	Nguyen Thi Y Nhi	CDP							
6.13	Ho Xuan Thuong	CDP							
7	Phạm Chí Trực	CDP	Chief Account ant						
7.01	Phan Thi Quynh Giao	CDP							
7.02	Pham Chi Bao	CDP							
7.03	Pham Chi Quang	CDP							
7.04	Pham Chi Trung	CDP							
7.05	Pham Chi Thanh	CDP							
7.06	Tran Thi Thu Ha	CDP							

7.07	Tran Thi Ha Ly	CDP							
8	Nguyen Thi Hang	CDP	Supervis ory Board			October 26,2023			Term of Office 2021-2026
8.01	Nguyen Manh Hung	CDP							
8.02	Nguyen Trong Dat	CDP							
8.03	Nguyen Thu Trang	CDP							
8.04	Nguyen Viet Hoa	CDP							
8.05	Nguyen Thi Thi	CDP							
8.06	Nguyen Viet Ha	CDP							
8.07	Pham Thi Ngoc Lan	CDP							
8.08	Nguyen Viet Hieu	CDP							
8.09	Tran Thuy Anh	CDP							
8.10	Nguyen Thi Phuoc Hanh	CDP							
8.11	Vo Ta Thai	CDP							
9	Truong Chi Thien	CDP	Supervis ory Board			Decemb er 22,2015			
9.01	Tôn That Đàng	CDP							
9.02	Hoang Thi Lan Huong	CDP							
9.03	Tôn Nu Diem Huong	CDP							
9.04	Trương Công Thiên Phúc	CDP							
9.05	Trương Thuy Y Như	CDP							
9.06	Trương Hưng Việt	CDP							
10	Nguyen Thanh Thanh Binh	CDP	Supervis ory Board			April 25,2024			Term of Office 2021-2026

10.01	Nguyen Tien Manh	CDP							
10.02	Pham Thi Dan	CDP							
10.03	Tran Quy Lien	CDP							
10.04	Nguyen Thi Hong Nga	CDP							
10.05	Tran quy Long	CDP							
10.06	Tran Bao Ngoc	CDP							
10.07	Tran Mai Ngoc	CDP							
10.08	Nguyen Tien Cuong	CDP							
10.09	Bui Hang Giang	CDP							
11	Nguyen Truc Phuong	CDP	Company Secretary			January 1,2026			
			Corporate Governance Officer			January 1,2026			
11.01	Nguyen Thanh Hung	CDP							
11.02	Nguyen Thi Thu	CDP							
11.03	Nguyen Minh Kha	CDP							
11.04	Le thi Sau	CDP							
11.05	Hoang Minh Thao	CDP							
11.06	Hoang Nguyen Phuc	CDP							
11.07	Hoang Minh Thao Nguyen	CDP							
11.08	Nguyen Ngoc Thu Phuong	CDP							
11.09	Hà Ngoc Truong	CDP							

2. Transactions between the company and related persons of the company; or between the company and major shareholders, insiders, and related persons of insiders. None

3. Transactions between insiders of listed companies, related persons of insiders and subsidiaries, companies controlled by listed companies. None

4. Transactions between the company and other entities: None

VIII. Share transactions by insiders and related persons of insiders (Semi-annual/Annual Report)

1. List of insiders and related persons of insiders: **None**
2. Transactions by insiders and related persons in shares of the listed company: **None**

VII. Other matters to be noted: None

**CHAIRMAN OF THE BOARD OF
DIRECTORS**
(Signed and sealed)



BS. Bùi Hữu Hiến

