

RESOLUTION
2019 ANNUAL GENERAL MEETING
TRAPHACO JSC**GENERAL ASSEMBLY OF SHAREHOLDERS**

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

Pursuant to the Securities Law No. 70/2006/QH11 by the 11th National Assembly of the Socialist Republic of Vietnam dated 29/6/2006;

Pursuant to the Corporate Charter of TRAPHACO JSC;

Pursuant to the Minutes of Meetings of the 2019 AGM of Traphaco No. 09/2019/BB-ĐHĐCĐ dated 28/3/2019.

RESOLVE**ARTICLE 1. APPROVE THE REPORTS FOR 2018**

The General Assembly of Shareholders approved the Reports of the year 2018 by the Board of Directors, the Board of Supervisors, the audited consolidated financial statements, as follows:

Some basic indicators of business operations in 2018

No	Indicator	Plan of 2018	Results in 2018	The ratio compared to planned	The ratio compared to 2017
		<i>billion VND</i>	<i>billion VND</i>	%	%
1	Net revenue from sales and services	2,400	1,798	75%	96%
1.1	<i>Manufactured goods:</i>	<i>1,800</i>	<i>1,472</i>	<i>82%</i>	<i>98%</i>
1.2	<i>Consigned Export-Import goods and services, other products:</i>	<i>300</i>	<i>97</i>	<i>32%</i>	<i>65%</i>
1.3	<i>Revenue from subsidiaries</i>	<i>300</i>	<i>229</i>	<i>76%</i>	<i>100%</i>
2	Profit after tax of the parent company	300	156.27	52%	65%

Basic indicators of the 2018 audited financial statements (consolidated)

No	Indicator	Amount (VND)
1	Total assets	1,589,862,038,209
2	Equity <i>Of which:</i>	1,106,059,699,835
2.1	<i>Paid-in capital</i>	414,536,730,000
2.2	<i>Capital surplus</i>	133,021,732,000
2.3	<i>Funds and retained earnings</i>	376,291,037,483
3	Gross sales	1,798,349,666,292
4	Cost of goods sold	863,658,955,814
5	Selling expenses	485,528,676,504
6	Operating expenses	222,452,464,674
7	Profit before tax	216,210,305,614
8	Profit after tax	174,773,496,962
9	Profit after tax attributable to the parent company's shareholders	156,277,889,721

Detailed report in the Statement to the 2019 AGM.

The AGM votes and approves with 99.32% of the shares with voting rights at the AGM.

ARTICLE 2. APPROVE THE DIRECTIONS AND TASKS OF PRODUCTION AND BUSINESS ACTIVITIES IN 2019

The AGM unanimously approves the 2019 business plan with main indicators as follows:

No	Key indicators	Unit	Amount	Growth compared to 2018 (%)
1	Consolidated revenue (<i>without VAT</i>)	billion VND	2,160	15%
1.1	<i>Parent Company's Revenue</i>	<i>billion VND</i>	<i>1,900</i>	<i>16%</i>
	Revenue from production (by Traphaco and Subsidiaries):	billion VND	1,800	16%
	- Revenue from distribution	billion VND	100	8%
1.2	<i>Revenue from subsidiaries</i>	<i>billion VND</i>	<i>260</i>	<i>9%</i>
2	Consolidated profit (<i>after tax</i>)	billion VND	205	30%

No	Key indicators	Unit	Amount	Growth compared to 2018 (%)
3	Increase in the average income of the parent company's employees compared to 2018	%	0-5%	

- Maintain and develop the OTC market.
- Pay attention to developing the ETC market into a strategic goal.
- Boost the market growth in the South.
- Enhance international cooperation to increase revenue from imports.
- Promote the effective utilization of the new factory project.
- Promote the GMP-EU standard (requirement-met) for the new factory.
- Actively proceed the technology transfer activities effectively.
- Promote research and development, in 2019 there are 05 new products.
- Continue ERP deployment across the system.
- Effectively apply KPIs tool throughout the system.
- Innovate marketing activities and develop brands associated with growth.
- Optimized cost (especially control of operating expense).
- Through the Representative, strengthen the governance, ensure the operation in accordance with the direction of the parent company; improve the performance, achieve the targets of 2019 plan; contribute to the value chain of Traphaco.

Detailed report in the Statement to the 2019 AGM.

The AGM votes and approves with 99.32% of the shares with voting rights at the AGM.

ARTICLE 3. APPROVE THE PLAN OF DISTRIBUTION OF AFTER-TAX PROFIT IN 2018

According to the 2018 audited financial statements of TRAPHACO JSC, the profit after tax in 2018 is VND 156,277,889,721 (according to the consolidated statement)

Indicator	Ratio	Amount (VND)
Consolidated profit after tax (minus minority interest) for distribution		156,277,889,721
Bonus and welfare fund	9%	14,065,010,074
Dividend payout, 2018	30% of par value (cash)	124,351,620,000
Investment and Development Reserve	50% of the residual profit	8,930,629,824
Retained earnings	50% of the residual profit	8,930,629,823

The AGM unanimously approves the distribution plan of the after-tax profit in 2018 as follows:

Remuneration of the Board of Directors VND 3,500,000,000.

Remuneration of the Board of Supervisors VND 600,000,000,

() Remuneration of the Board of Directors and the Board of Supervisors shall be included in the operating expenses.*

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

ARTICLE 4. APPROVE THE PROFIT DISTRIBUTION PLAN FOR 2019; REMUNERATION OF THE BOARD OF DIRECTORS, BOARD OF SUPERVISORY IN 2019

The AGM unanimously approves the distribution plan of the after-tax profit in 2019 as follows:

Indicator	Ratio
Bonus and Welfare Fund:	9% consolidated EAT,
Dividend payout, 2019	30% of face value in cash
The residual profit will be allocated to the Investment and Development Reserve and undistributed profits	The rest

Remuneration of the Board of Directors VND 3,500,000,000.

Remuneration of the Board of Supervisors VND 600,000,000.

() Remuneration of the Board of Directors and the Board of Supervisors shall be included in the operating expenses.*

The General Assembly of Shareholders authorizes the Board of Directors to temporarily pay out the bonus and welfare fund in the year based on the actual results of production and business and profit in the year according to the proportion already approved by the General Assembly of Shareholders.

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

ARTICLE 5. APPROVE THE SELECTION OF AN AUDIT FIRM FOR THE FINANCIAL YEAR OF 2019

The General Assembly of Shareholders authorized the Board of Directors to select and approve the Auditing Company within the Big4 group, approved by the State Securities Commission, in accordance with the size and requirements of the Company, to audit the annual financial statements and review of quarterly financial statements (if necessary at the request of the State management agency) and assign the CEO to sign an audit contract.

The AGM votes and approves with 99.32% of the shares with voting rights at the AGM.

ARTICLE 6. APPROVE THE SIGNING OF CONTRACTS with TRAPAHCO CNC JSC. & TRAPHACO Hung Yen Co., Ltd.

The General Assembly of Shareholders unanimously approved the signing of contracts with Traphaco CNC JSC. and Traphaco Hung Yen Co., Ltd., assigned to the Board of Directors in 2019 to actively review and approve the contracts signed between Traphaco JSC. with Traphaco CNC JSC. and Traphaco Hung Yen Co., Ltd., in the spirit of ensuring Traphaco's interests. The CEO, based on BoD' approval, to sign and implement signed contracts with Traphaco CNC JSC. and Traphaco Hung Yen Co., Ltd.

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

ARTICLE 7. TERMS OF ENFORCEMENT

This Resolution shall take effect from March 28th, 2019.

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

Recipients:

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

Attachments:

- The AGM' MoM in 2019;
- Minutes of shareholders' status verification;

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

(signed)

MSc. Vu Thi Thuan