



**IMEXPHARM CORPORATION**

No.

/2025/NQ-ĐHĐCĐ-IMP

**DRAFT**

**THE SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom – Happiness**

*Cao Lanh City, April 25, 2025*

**RESOLUTION OF**  
**THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**OF IMEXPHARM CORPORATION**

**THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

- Pursuant to the Enterprises Law No.59/2020/QH14 on June 17, 2020; and Law No. 03/2022/QH15 dated January 11, 2022, amending and supplementing a number of articles of the Law on Enterprises 2020 and other Laws;
- Pursuant to the Law on Securities No.54/2019/QH14 on November 26, 2019;
- Pursuant to the Charter of Imexpharm Corporation;
- Pursuant to the Meeting Minutes No. 01/2025/BB-ĐHĐCĐ-IMP of the Annual General Meeting of Shareholders 2025 of Imexpharm Corporation dated April 25, 2025.

**RESOLUTION**

**Article 1.** The 2025 Annual General Meeting of Shareholders (AGM) approves the 2024 Financial Statements audited by KPMG Limited – Ho Chi Minh City Branch (Vietnam).

**Article 2.** The AGM approves the activity report and business performance assessment of the Board of Directors in 2024, along with strategic directions and planned objectives for 2025, as presented at the Meeting, specifically as follows:

No.	Target (billion VND)	Actual 2024	Plan 2025	% Plan 2025 vs Actual 2024
1	Gross revenue	2,512.8	2,981.0	118.6%
4	Net revenue	2,205.1	2,649.0	120.1%
5	Profit before tax	404.2	493.5	122.1%
6	EBITDA	520.8	635.0	121.9%

**Article 3.** The AGM approves the Audit Committee's Report.

**Article 4.** The AGM approves the Executive Board's report on business operations and financial performance in 2024, and the strategic objectives for 2025 as presented at the Meeting.





**Article 5.** The AGM approves the Proposal on profit distribution, dividend payment for 2024, and dividend plan for 2025:

**1. Profit distribution plan 2024:**

No.	Details	Rate	Amount (VND)
1	Total profit before tax for 2024		404,192,934,555
2	Total profit after tax for 2024		320,862,393,082
3	(-) Reversal of the Development Investment Fund		(55,000,000)
4	(-) Foreign exchange revaluation gain		(38,760,777)
5	(+) Retained earnings from previous years		-
6	<b>Distributable profit</b>	<b>100.00%</b>	<b>320,768,632,305</b>
7	<b>Dividend payment of 5% on Charter capital in cash</b> (154,008,962 shares × 500 VND/share)	<b>24.01%</b>	<b>77,004,481,000</b>
8	<b>Bonus and welfare fund</b>	<b>14.03%</b>	<b>45,000,000,000</b>
9	<b>Undistributed retained earnings</b>	<b>61.96%</b>	<b>198,764,151,305</b>

**2. Dividend for 2024: 5% of Charter Capital in Cash**

The Company pays dividends to shareholders within 30 days after receiving the shareholder list from the Vietnam Securities Depository and Clearing Corporation (VSDC), but no later than 3 months from the conclusion of the 2025 AGM.

**3. Dividend plan for 2025:**

The planned dividend for 2025 is 5% on charter capital in cash, with the Board of Directors authorized to decide based on the business performance of 2025.

**Article 6.** The AGM approves the Proposal on the remuneration and operating expenses plan of the Board of Directors (BOD) and Board Committees for 2025, specifically as follows:

**1. Remuneration and expenses for the BOD & Board Committees**

- The accrual rate is 2% of profit before tax and before the actual expenses incurred by the BOD & Board Committees.

**2. Bonus for the BOD and Board Committees when the Company achieves the profit targets**

- Bonus for achieving profit targets: Bonus for the Board of Directors and Board Committees of 1% of Profit after tax when the Company achieves the 2025 profit target.
- Bonus for exceeding profit targets: The BOD and Board Committees shall receive 5% of the portion of profit exceeding the approved target.







**Article 7.** The AGM approves the proposal for selecting an independent auditing firm and authorizes the Board of Directors to select one (01) out of four (04) independent auditing firms based on specified criteria to audit the Financial Statements for 2025.

The list of four auditing firms includes:

1. KPMG Vietnam Limited.
2. Grant Thornton (Vietnam) Limited.
3. Deloitte Vietnam Co., Ltd.
4. Ernst & Young Vietnam Limited.

**Article 8.** The AGM approves the Proposal to supplement the business lines of Imexpharm Corporation, specifically as follows:

- Industry code 6810: Real estate business involving properties and land-use rights owned, used, or leased.
- Detailed scope: Purchase and sale of non-residential properties and land-use rights; Leasing, operating, and managing non-residential buildings and land; Other real estate business activities (*excluding investment in construction of cemetery and graveyard infrastructure to transfer land-use rights attached to infrastructure*).

**Article 9.** The AGM approves the Proposal to adjust the maximum foreign ownership ratio in Imexpharm Corporation as follows:

- The maximum foreign ownership ratio in Imexpharm Corporation shall not exceed 77.96% of the total charter capital.

**Article 10.** The AGM approves the Proposal on amendments and supplements to the Charter of Imexpharm Corporation.

**Article 11.** The AGM approves the Proposal on amendments and supplements to the Internal Regulations on Corporate Governance of Imexpharm Corporation.

**Article 12.** This Resolution takes effect from the end of the General Meeting of Shareholders in 2025. The General Meeting of Shareholders authorizes the Board of Directors to direct the organization and implementation of the contents according to the Resolution.

All shareholders of Imexpharm Corporation, members of the Board of Directors, General Director and all employees of the Company are responsible for the implementation of this Resolution.

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***Recipients:***

- The Company's shareholders
- Board of Directors
- Board of Management
- Disclosure
- Archived: BOD Secretary.

**ON BEHALF OF THE PRESIDUM  
PRESIDIUM**

**SUNG MIN WOO**

