

Appendix V  
**REPORT ON CORPORATE GOVERNANCE**  
(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

**AGIMEXPHARM PHARMACEUTICAL  
JOINT STOCK COMPANY**

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

No: 08/BC-AGP

*An Giang, July 18, 2025*

**REPORT ON CORPORATE GOVERNANCE**  
**6 months/2025**

To:

- The State Securities Commission
- The Stock Exchange

- Name of company : **AGIMEXPHARM PHARMACEUTICAL JOINT STOCK COMPANY**

- Address of headoffice : No.27 Nguyen Thai Hoc Street, Long Xuyen Ward, An Giang Province

- Telephone : 02963.856964

- Fax : 02963.857301

- Email : agp@agimexpharm.com

- Charter capital : VND 266,152,680,000

- Stock symbol : AGP

- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director and Director.

- The implementation of internal audit: Not yet implemented.

**I. Activities of the General Meeting of Shareholders**

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

No.	Resolution/Decision No.	Date	Content
1	01/NQ-AGP.DHDCD	March 8, 2025	Resolution of the 2025 Annual General Meeting of Shareholders

**II. Board of Directors**

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

No.	Board of Directors' members	Position (Independent members of the Board of Directors, Non-executive members of the Board of Directors)	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Ms. Pham Thi Bich Thuy	Chairwoman of the Board of Directors	April 8, 2023	

No.	Board of Directors' members	Position (Independent members of the Board of Directors, Non-executive members of the Board of Directors)	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
2	Mr. Nguyen Van Kha	Vice Chairman of the Board of Directors	April 8, 2023	
3	Ms. Tran Thi Dao	Non-executive member of the Board of Directors	April 8, 2023	
4	Mr. Nguyen Quoc Dinh	Non-executive member of the Board of Directors	April 8, 2023	
5	Mr. Pham Uyen Nguyen	Non-executive member of the Board of Directors	April 8, 2023	
6	Mr. Huynh Hoang Ha	Member of the Board of Directors	April 8, 2023	

## 2. Meetings of the Board of Directors:

No.	Board of Directors' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Ms. Pham Thi Bich Thuy	02	100%	
2	Mr. Nguyen Van Kha	02	100%	
3	Ms. Tran Thi Dao	02	100%	
4	Mr. Nguyen Quoc Dinh	02	100%	
5	Mr. Pham Uyen Nguyen	02	100%	
6	Mr. Huynh Hoang Ha	02	100%	

## 3. Supervising the Board of Management by the Board of Directors:

In the first half of 2025, the Board of Directors implemented the following activities to supervise and support the Board of Management:

- Supervising the implementation of the 2025 Resolution of the General Meeting of Shareholders, as well as the Minutes and Resolutions of the Board of Directors.
- Evaluating and making suggestions on management activities in the following areas: investment, finance, market, sales, human resources, production, quality, and factory construction.
- Developing a growth strategy to maximize enterprise resources, enhance management capabilities and product quality.
- Developing market policies; offering policies to attract high-level human resources.
- On March 8, 2025, successfully held the 2025 Annual General Meeting of Shareholders.
- Implementing and monitoring the 2024 dividend payment (5% in cash, 10% in shares) and the issuance of shares under the Employee Stock Ownership Plan (ESOP). Results as follows:
  - + May 16, 2025: Completed issuance of 2,314,130 dividend shares and 1,157,197 ESOP shares, increasing the total number of shares to 26,615,268.
  - + May 19, 2025: Completed cash dividend payment at a rate of 5% per share.

## 4. Activities of the Board of Directors' subcommittees (If any): None

## 5. Resolutions/ Decisions of the Board of Directors:

No.	Resolution/ Decision No.	Date	Content	Approval rate
1	01/NQ-AGP.HDQT	January 1, 2025	Approval of transactions/contracts with related parties	100%
2	02/NQ-	March 25,	Implementation of the plan for share issuance to pay 2024 dividends	100%



No.	Resolution/ Decision No.	Date	Content	Approval rate
	AGP.HDQT	2025		
3	03/NQ- AGP.HDQT	March 25, 2025	Approval of the implementation procedures for securities offering and issuance	100%
4	04/NQ- AGP.HDQT	April 4, 2025	Issuance of Regulation on Employee Stock Ownership Plan (ESOP)	100%
5	05/NQ- AGP.HDQT	April 4, 2025	Standards and principles for determining the number of shares allocated to each participant and the list of employees eligible to participate in the Employee Stock Ownership Plan (ESOP) - Implementation timeline	100%
6	06/NQ- AGP.HDQT	April 4, 2025	Implementation of share issuance under the Employee Stock Ownership Plan (ESOP) and the Approval of measures to ensure compliance with foreign ownership limits	100%
7	07/NQ- AGP.HDQT	April 14, 2025	The record date for 2024 dividend entitlement in cash and shares	100%
8	08/NQ-AGP- HDQT	May 15, 2025	The results of employees exercising their rights to purchase shares in the Employee Stock Ownership Plan (ESOP) in the Company	100%
9	09/NQ- AGP.HDQT	May 22, 2025	Approval of the amendment to the Company Charter and the adjustment of the Enterprise Registration Certificate, additional securities registration with Vietnam Securities Depository and Clearing Corporation – Ho Chi Minh City Branch (CNVSDC) and additional trading registration with Hanoi Stock Exchange (HNX).	100%

### III. Board of Supervisors

#### 1. Information about members of Board of Supervisors:

No.	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors	Qualification
1	Ms. Tran Thi Thanh Hang	Head of the Board of Supervisors	April 8, 2023	Master of Economics
2	Ms. Nguyen Hong Ngoc	Member of the Board of Supervisors	April 8, 2023	Bachelor of Finance
3	Ms. Pham Hai Yen	Member of the Board of Supervisors	April 8, 2023	Master of Economics

#### 2. Meetings of Board of Supervisors

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Ms. Tran Thi Thanh Hang	01	100%	100%	
2	Ms. Nguyen Hong Ngoc	01	100%	100%	
3	Ms. Pham Hai Yen	01	100%	100%	

#### 3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

Through supervising the activities of Board of Directors, Board of Management and shareholders, Board of Supervisors observed:

- The Board of Directors and Board of Management always comply with the Company's Charter, Governance Regulations and resolutions of the Annual General Meeting of Shareholders. They fully meet the information disclosure requirements as mandated by law. They collaborate with the Board of Supervisors to inspect and supervise production and business operations in accordance with the Enterprise Law, the Company's Charter and the resolutions of the Annual General Meeting of Shareholders. Supervising results indicate that no violations have been detected.



- The Board of Supervisors agrees with the entire content of the Board of Directors' performance evaluation as outlined in the Board of Directors' summary report on the results of production and business operations for the first half of 2025 and plans for the second half of 2025.
- The Board of Management consistently follows the directives and manages the implementation of production and business activities, plant construction investments, organizational structure, human resource development, etc., to meet the requirements of the target programs and strategic directions set by Board of Directors.

**4. The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers:**

In the first half of 2025, the Board of Supervisors continued to supervise the activities of Board of Directors, Board of Management, and other managers in accordance with the Company's Charter. The Board of Supervisors strictly complied with the Operating Regulations of the Board and assigned tasks to its members in some areas as follows:

- Supervising Board of Directors and Board of Management in managing and operating the Company and supervising the implementation of the planned tasks approved by General Meeting of Shareholders.
- Participating in periodic meetings of the Board of Directors.
- Reviewing the Company's financial statements, examining the impacts in accounting, and verifying the accuracy of the financial statements.
- Supervising the mobilization, use, and management of the Company's capital.

**5. Other activities of the Board of Supervisors (if any):**

Participating in inventory activities to work with Internal Board of Supervisors and departments and factories to supervise processes and record books.

**IV. Board of Management**

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management
1	Mr. Nguyen Van Kha	May 16, 1953	Pharmacist	2005 – now
2	Ms. Pham Thi Bich Thuy	January 31, 1969	Pharmacist	2008 - now
3	Mr. Lam Tri Hien	February 6, 1981	Pharmacist	February 22, 2019 - now
4	Mr. Vu Minh Tuan	July 26, 1967	Pharmacist	October 1, 2019 - now
5	Mr. Huynh Hoang Ha	January 8, 1986	Pharmacist	January 1, 2021 - now

**V. Chief Accountant**

Name	Date of birth	Qualification	Date of appointment/ dismissal
Ms. Tran Nguyen Minh Hien	April 15, 1982	Bachelor of Accounting	April 15, 2020

**VI. Training courses on corporate governance:**

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance:

“Corporate Governance” course by the Institute of Human Resources and Business Development – University of Economics Ho Chi Minh City.

**VII. The list of affiliated persons of the public company and transactions of affiliated persons of the Company**

**1. The list of affiliated persons of the Company**

No.	Name of organization/ individual	Securities trading account (if any)	Position at the Company (if any)	NSH No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the Company
1	Imexpharm Pharmaceutical Joint Stock Company			1400384433	No.04, 30/4 Street, Ward 1, Cao Lanh City, Dong Thap Province	April 8, 2023			Major shareholder

**2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons**

No.	Name of organization/ individual	Relationship with the Company	NSH No.* date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Note
1	Imexpharm Pharmaceutical Joint Stock Company	Major shareholder	1400384433	No. 04, 30/4 Street, Ward 1, Cao Lanh City, Dong Thap Province	From January 1, 2025 to June 30, 2025	01/NQ-AGP.HDQT dated January 1, 2025	<ul style="list-style-type: none"> <li>- Purchase of goods (before tax): VND 10,412,468,510</li> <li>- Sale of goods (before tax): VND 12,380,518,618</li> <li>- Dividends:</li> <li>+ Dividend payment for 2024: <ul style="list-style-type: none"> <li>• 5% in cash: VND 3,652,108,000</li> <li>• 10% in shares: 730,421 shares</li> </ul> </li> </ul>	

**3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: None**

**4. Transactions between the Company and other objects:**

4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): None

4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): None

4.3. Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: None

**VIII. Share transactions of internal persons and their affiliated persons (Annual report)**



# 1. The list of internal persons and their affiliated persons

(The list of shareholders finalized on June 30, 2025)

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Ms. Pham Thi Bich Thuy		Chairwoman of the Board of Directors - Deputy General Director			445.779	1,67%	
1.1	Mr. Chau Hoang Gia Bao					0	0,00%	Son
1.2	Mr. Pham Son					0	0,00%	Older Brother
2	Mr. Nguyen Van Kha		Vice Chairman of the Board of Directors – General Director			3.387.046	12,73%	
2.1	Ms. Nguyen Thi Ngoi					0	0,00%	Sister
2.2	Ms. Nguyen Thi Ngoi					0	0,00%	Sister
2.3	Ms. Tran Thi Ngoc Suong					0	0,00%	Wife
2.4	Ms. Nguyen Kim Ngan					0	0,00%	Daughter
2.5	Ms. Nguyen Kim Ngoc					0	0,00%	Daughter
3	Ms. Tran Thi Dao		Member of the Board of Directors			0	0,00%	
3.1	Ms. Tran Thi Hong					0	0,00%	Sister
3.2	Mr. Vo Viet Bang					0	0,00%	Brother-in-law
3.3	Mr. Tran Thanh Le					0	0,00%	Younger Brother
3.4	Ms. Tran Thi Hong Man					0	0,00%	Younger Sister
3.5	Mr. Tran Thanh Tam					0	0,00%	Brother-in-law
3.6	Imexpharm Pharmaceutical JSC.					8.034.637	30,19%	General Director
4	Mr. Nguyen Quoc Dinh		Member of the Board of Directors			0	0,00%	
4.1	Ms. Ho Thi Thanh Thoai					0	0,00%	Wife
4.2	Ms. Nguyen Thi Hanh Huong					0	0,00%	Older Sister
4.3	Ms. Le Thi Bach Tuyet					0	0,00%	Sister-in-law

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
4.4	Ms. Bui Thi Hong Chau					0	0,00%	Sister-in-law
4.5	Ms. Nguyen Thi Kim Ni					0	0,00%	Older Sister
4.6	Ms. Nguyen Kim Dinh					0	0,00%	Older Sister
4.7	Mr. Nguyen Huu Tan					0	0,00%	Brother-in-law
4.8	Ms. Nguyen Xuan Thu					0	0,00%	Older Sister
4.9	Mr. Le Van Nam					0	0,00%	Brother-in-law
4.10	Mr. Nguyen Quoc Hung					0	0,00%	Younger Brother
4.11	Ms. Bui Ngoc Tuyen					0	0,00%	Sister-in-law
4.12	Ms. Pham Thi Nhu					0	0,00%	Mother-in-law
4.13	Mr. Nguyen Quoc Huy					0	0,00%	Son
4.14	Ms. Tran Thi My Linh					0	0,00%	Daughter-in-law
5	Mr. Pham Uyen Nguyen		Member of the Board of Directors			3.815.450	14,34%	
6	Mr. Huynh Hoang Ha		Member of the Board of Directors - Deputy General Director			195.300	0,73%	
6.1	Ms. Le Thi Thu Truc					2.464	0,01%	Wife
6.2	Mr. Huynh Huy Hoang					0	0,00%	Father
6.3	Ms. Tran Thi An					0	0,00%	Mother
6.4	Mr. Huynh Hoang San					2.019	0,01%	Older Brother
7	Ms. Tran Thi Thanh Hang		Head of Board of Supervisors			36.402	0,14%	
7.1	Mr. Vu Tien					0	0,00%	Husband

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
	Thap							
7.2	Ms. Tran Hong Ngan					0	0,00%	Daughter
7.3	Mr. Tran Thanh Liem					0	0,00%	Older Brother
7.4	Mr. Tran Thi Thanh Van					0	0,00%	Older Sister
8	Ms. Pham Hai Yen		Member of Board of Supervisors - Person responsible for corporate governance			7.761	0,03%	
8.1	Mr. Tu Minh Tri					20.928	0,09%	Husband
8.2	Mr. Pham Van Dien					0	0,00%	Father
8.3	Ms. Nguyen Thi Be					0	0,00%	Mother
9	Ms. Nguyen Hong Ngoc		Member of Board of Supervisors			0	0,00%	
9.1	Mr. Tran Trinh Phu Cuong							Husband
9.2	Ms. Tran Ngoc Truc Linh							Daughter (born in 2012)
9.3	Mr. Tran Ngoc Minh Khoa							Son (born in 2014)
9.4	Ms. Nguyen Huu Hong							Father
9.5	Ms. Nguyen Ngoc Sinh							Mother
9.6	Ms. Nguyen Hong Chau							Younger sister
10	Mr. Vu Minh Tuan		Deputy General Director			113.299	0,43%	
10.1	Mr. Vu Van An					0	0,00%	Father
10.2	Ms. Pham Thuy Quynh					0	0,00%	Wife
11	Mr. Lam Tri Hien		Deputy General Director			137.962	0,52%	
11.1	Mr. Lam Minh Tri					0	0,00%	Older Brother
11.2	Mr. Lam Quang Toan					0	0,00%	Older Brother
11.3	Ms. Lam Thi Bich Thao					0	0,00%	Younger Sister



No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
12	Ms. Tran Nguyen Minh Hien		Chief Accountant			70.078	0,26%	
12.1	Mr. Nguyen Ngoc Hoa Nghi					10.502	0,04%	Husband
12.2	Mr. Nguyen Ngoc Hoa Minh					0	0,00%	Son
12.3	Ms. Nguyen Thi Thay					0	0,00%	Mother
12.4	Mr. Tran Long Duc					0	0,00%	Father
12.5	Mr. Nguyen Ngoc Hoa Dan					0	0,00%	Father-in-law
12.6	Ms. Truong Thi Hong Van					0	0,00%	Mother-in-law
13	Ms. Le Minh Ngoc		Authorized person to disclose information			6.406	0,02%	
13.1	Mr. Le Van Mac		Director of Administration and Human Resources			133.156	0,50%	Father
13.2	Ms. Lam Hoang Anh					87.644	0,33%	Mother
13.3	Mr. Nguyen Thai Cuong					64.380	0,24%	Husband

## 2. Transactions of internal persons and affiliated persons with shares of the company

No.	Transaction executor	Relationship with internal persons	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
			Number of shares	Percentage	Number of shares	Percentage	
1	Ms. Pham Thi Bich Thuy	Chairwoman of the Board of Directors - Deputy General Director	405.254	1,75%	445.779	1,67%	Received 2024 dividends in shares
2	Mr. Nguyen Van Kha	General Director - Vice Chairman of the Board of Directors	3.069.223	13,26%	3.387.046	12,73%	Received 2024 dividends in shares; Portfolio update
3	Mr. Pham Uyen Nguyen	Member of the Board of Directors	3.468.591	14,99%	3.815.450	14,34%	Portfolio update
4	Mr. Huynh Hoang Ha	Deputy General Director - Member of the Board of Directors	171.000	0,74%	195.300	0,73%	Received 2024 dividends in shares; Portfolio update
4.1	Ms. Le Thi Thu Truc	Affiliated person of Mr. Huynh Hoang Ha - Wife	2.240	0,01%	2.464	0,01%	Received 2024 dividends in shares

No.	Transaction executor	Relationship with internal persons	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
4.2	Mr. Huynh Hoang Sang	Affiliated person of Mr. Huynh Hoang Ha – Older brother	1.836	0,01%	2.019	0,01%	Received 2024 dividends in shares
5	Ms. Tran Thi Thanh Hang	Head of Board of Supervisors	33.093	0,14%	36.402	0,14%	Received 2024 dividends in shares
6	Ms. Pham Hai Yen	Member of the Board of Supervisors	7.056	0,03%	7.761	0,03%	Received 2024 dividends in shares
6.1	Mr. Tu Minh Tri	Affiliated person of Ms. Pham Hai Yen - Husband	20.928	0,09%	23.020	0,09%	Received 2024 dividends in shares
7	Mr. Vu Minh Tuan	Deputy General Director	103.000	0,45%	113.299	0,43%	Received 2024 dividends in shares
8	Mr. Lam Tri Hien	Deputy General Director	125.420	0,54%	137.962	0,52%	Received 2024 dividends in shares
9	Ms. Le Minh Ngoc	Authorized person to disclose information	5.824	0,03%	6.406	0,02%	Received 2024 dividends in shares
9.1	Mr. Le Van Mac	Affiliated person of Ms. Le Minh Ngoc - Father	73.546	0,32%	133.156	0,50%	Received 2024 dividends in shares; Portfolio update
9.2	Ms. Lam Hoang Anh	Affiliated person of Ms. Le Minh Ngoc - Mother	79.677	0,34%	87.644	0,33%	Received 2024 dividends in shares
9.3	Mr. Nguyen Thai Cuong	Affiliated person of Ms. Le Minh Ngoc - Husband	58.528	0,25%	64.380	0,24%	Received 2024 dividends in shares
10	Ms. Tran Nguyen Minh Hien	Chief Accountant	63.708	0,28%	70.078	0,26%	Received 2024 dividends in shares
10.1	Mr. Nguyen Ngoc Hoa Nghi	Affiliated person of Ms. Tran Nguyen Minh Hien – Husband	9.548	0,04%	10.502	0,04%	Received 2024 dividends in shares

#### IX. Other significant issues: None

#### Recipients:

- The State Securities Commission;
- The Stock Exchange;
- Archived: Secretary of the BoDs.

**CHAIRWOMAN OF THE BOARD OF DIRECTORS**



**PHARM PHAM THI BICH THUY**