

No:96...../NQ-DHĐCĐ

Ho Chi Minh City, July 9, 2025

RESOLUTION

**On the exemption from tender offer for transactions
Transfer of Shares of Company Shareholders**

GENERAL MEETING OF SHAREHOLDERS

MEKOPHAR CHEMICAL-PHARMACEUTICAL JOINT STOCK COMPANY

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam;

Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of organization and operation of Mekophar Chemical-Pharmaceutical Joint Stock Company;

Pursuant to Resolution No. 06/NQ-HĐQT dated June 2, 2025 of the Board of Directors on obtaining shareholders' opinions in writing;

Pursuant to the Minutes of voting to collect shareholders' written opinions dated 09/7./2025.

RESOLUTION:

Article 1. Approving the plan to exempt public offering for the transfer of shares of the Company's Shareholders, specifically as follows:

- Transferor: Nipro Pharma Corporation (Business registration number: 1200-01-087781, place of issue: Osaka Legal Affairs Bureau, Japan, date of issue: July 25, 1950).

- Transferee: Ms. Huynh Thi Lan - Vice Chairman of the Board of Directors of the Company.

- Total share ownership ratio of the transferee and related parties before the transaction: 30.84% (equivalent to 7,792,877 shares) share).

- Share ownership ratio of the transferor (Nipro Pharma Corporation): 15.49% (equivalent to 3,913,140 shares).

- Number of shares that Nipro Pharma Corporation plans to transfer to Ms. Huynh Thi Lan: 3,913,140 shares.

- Total expected share ownership ratio of the transferee (Ms. Huynh Thi Lan) and related persons after the transaction: 46.33% (corresponding to 11,706,017 shares) .

- Approval for the Transferee (Ms. Huynh Thi Lan) to receive the transfer of shares of Mekophar Chemical - Pharmaceutical Joint Stock Company (Stock Code: MKP) from the Transferor (Nipro Pharma Corporation) leading to ownership reaching the levels prescribed in Point b Clause 1 Article 35 of the Securities Law 2019 without having to make a public offering.

- Transaction method: receive transfer through agreement and/or order matching on the floor.

- Implementation time: after approval by the General Meeting of Shareholders and depending on negotiations between the parties. However, the General Meeting of Shareholders' approval of the exemption from the public offering process for Ms. Huynh Thi Lan is not understood as Ms. Huynh Thi Lan's legal commitment to purchase shares of Mekophar Chemical - Pharmaceutical Joint Stock Company (MKP) as planned in the transaction.

Article 2. Implementation

- The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters related to this transfer to ensure the implementation of the contents approved by the General Meeting of Shareholders in accordance with the provisions of law and the Company's Charter.

- Assign the Chairman of the Board of Directors and the General Director of the Company to carry out relevant procedures to support shareholders in carrying out share transfer transactions in accordance with the above plan and in compliance with the provisions of law.

Article 3. This Resolution comes into force from the date of signing.

Article 4. Members of the Board of Directors, Board of Supervisors, Board of General Directors of Mekophar Chemical-Pharmaceutical Joint Stock Company, and related organizations and individuals are responsible for implementing this Resolution.

Recipient:

- As Article 4;
- Company website;
- Save: VT, TCHC

**TM. GENERAL MEETING OF
SHAREHOLDERS**
CHAIRPERSON

(Sign and print full name)



Lê Anh Phuong