



IMEXPHARM CORPORATION

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 05... /2024/TTTr-HĐQT-IMP

Cao Lanh City, April 5, 2024

PROPOSAL

Re.: Issuing additional shares to pay 10% dividend in 2023

Kindly Attn: Esteemed Shareholders of Imexpharm Corporation

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP of the Government dated December 31, 2020 on detailed regulations and implementation of several articles of the Securities Law;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding some contents on offering and issuing securities, public offering of shares, and repurchasing of shares bonds, registering a public company and canceling its status as a public company;
- Pursuant to the Charter of Imexpharm Corporation (the "**Company**").

The Board of Directors of Imexpharm Corporation respectfully submits to the General Meeting of Shareholders to approve a plan to issue an additional 10% of shares to pay dividends in 2023, specifically as follows:

I. **Issue 1: Issuing additional shares for dividend payment to existing shareholders**

1. Purpose of issuance: Pay stock dividends to existing shareholders to increase the Company's charter capital.
2. Issuance plan:
 - Name of share: Shares of Imexpharm Corporation
 - Ticker symbol: IMP
 - Share type: Common shares
 - Par value: VND 10,000/share
 - Total number of shares before issuance: 70,038,449 shares
 - Number of treasury shares: 33,800 shares
 - Number of outstanding shares: 70,004,649 shares
 - Estimated number of shares to be issued: 7,000,464 shares (10% of the number of outstanding shares)
 - Total issue value at par value: VND 70,004,640,000
 - Eligible subscriber: Existing shareholders according to the list of shareholders determined by the Vietnam Securities Depository and Clearing Corporation at the last registration date to receive dividends in shares.





- Payment method: Right exercise
- Issuance rate (estimated number of shares to be issued / number of outstanding shares): 10%, corresponding to the right exercise ratio of 10:1.
- The plan to handle the fractional shares: the number of additional shares issued to pay dividends in shares will be rounded down to the nearest integer. The decimal fraction (if any) will be cancelled.

For example: Shareholder A owns 559 shares at the record date of the list of eligible shareholders. With the payment ratio of 10:1, Mr. A will receive $559 \times 1:10 = 55.9$ new shares. Thus, Mr. A will receive 55 new shares.

- Source of capital: Undistributed profit after corporate income tax as of December 31, 2023, according to the 2023 audited financial statements.
- Expected number of outstanding shares after issuance: 77,005,113 shares
- Expected time of issuance: Quarters 2-4/2024, after approval by the General Meeting of Shareholders and the State Securities Commission.
- The positive difference between the total expected amount allocated for issuing dividend-paying shares (calculated at par value of 10,000 VND per share) and the actual total value of shares distributed to existing shareholders (calculated at par value of 10,000 VND per share) will be retained in the Company's undistributed after-tax profits.

II. Issue 2: Approval of the listing and additional deposit of all the additional issued shares at the Ho Chi Minh City Stock Exchange and the Vietnam Securities Depository and Clearing Corporation (VSDC) for the entire actual number of additional issued shares, according to the above issuance plan, after the completion of the issuance in accordance with current regulations.

III. Issue 3: Implementation

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the plan to increase the Company's Charter Capital corresponding to the total value of actual additional shares issued according to the issuance plan as above, assigns and authorizes the Board of Directors of the Company to decide all issues related to the issuance, specifically:

- Prepare and present the application dossier for securities issuance permission to the State Securities Commission. Simultaneously, proactively adjust the issuance plan and other relevant documents as per the recommendations/requests from the State Securities Commission and other relevant authorities.
- Decide on the appropriate time to finalize the list of shareholders to exercise rights and the time to implement the issuance.
- Make amendments and supplements to the Company's Charter and relevant provisions in the Company's Charter after completing the issuance.
- Proactively carry out registration procedures for increasing charter capital, changing the Business Registration Certificate and other related legal procedures after completing the issuance.





- Register for additional depository and listing of all newly issued shares in accordance with regulations on Ho Chi Minh City Stock Exchange and Vietnam Securities Depository and Clearing Corporation (VSDC).
- Approve the authorization for the Board of Directors to decide on all other related issues that arise during the process of issuing shares to pay dividends according to regulations.
- Depending on specific cases, the Board of Directors can assign/authorize to the General Director to carry out one or several specific tasks mentioned above.

Respectfully submitting to the AGM for consideration and approval.

ON BEHALF OF THE BOARD OF DIRECTORS

Chairwoman



CHUN CHAERHAN

