

Hung Yen, 15th Apr, 2016

No.:01/DHDCD2016/NQ

RESOLUTION ANNUAL GENERAL SHAREHOLDERS' MEETING

Today, on 15th Apr 2016, the Annual General Shareholders' Meeting 2016 was held at Hung Yen Branch, with the attendance of 36 shareholders representing 20.676.422 accounted for 75,2% of total shares with voting right (27,507,218 shares).

After a thorough discussion, the General Shareholders' Meeting is unanimously to decide the following issues:

DECISION

Article 1. Approve report of Board of Management in GSM

Approval rate: 100% of total voting shares

Article 2. Approve report of Audit Committee in GSM

Approval rate: 100% of total voting shares

Article 3. Approve the Financial Statements and Consolidated Financial Statements of 2015 audited by Ernst & YongVietnam Co., Ltd.

Approval rate: 100% of total voting shares

Article 4. Profit distribution plan 2015: Cash dividend and Management fund

- Dividend by cash: 20% of par value (VND2,000/stock). Authorize the Board of Management decide the time, the detail plan so that to ensure the right and benefit of shareholders;
- Management fund allocation: 5% of profit after tax.. Authorizing the Board of Management, Board of Director uses the Management fund based on company operation so that to ensure the most effective business results;
- Retain profit after allocation: VND 52,851,477,100

Approval rate: 99.99% of total voting shares.

Article 5. Profit distribution plan 2015: Stock dividend

- Rate of stock dividend: 50% (per 10 shares in hold, a shareholder can receive 5 new shares), authorize the Board of Management to decide the time, the detailed plan and schedule for execution of related procedures.

- Capital of issuing: Retained earnings & Capital Surplus
- Expected number of issuing share: 13,753,609 shares
- Par value : VND10,000 per share.
- Charter capital after issuing: VND412,608,270,000

Approval rate: 99.71% of total voting shares.

Article 6. Approve the business plan for 2016: Sales is VND 1,000bil. and Net profit after tax is VND 135bil.

Approval rate: 100% of total voting shares.

Article 7. Approve to Expanding business scope

- Knitting; produce towel and fabric for producing towel
- Carry out real estate trading in the following forms:
 - Rent buildings for subleases;
 - Build houses on the land which is leased by the State for lease; build houses or constructions other than houses on such land for sale, for lease, or for lease purchase;
 - Receive total or a part of real estate project from investors to build buildings on it for sales, for lease, or for lease purchase;
 - Build houses on land which is allocated by the State for sale, for lease, or for lease purchase;
- Carry out the specialized design activity – Interior Decoration

Authorizing the Board of Management to decide any other related issues, amend the particular business line (if necessary), and carry out any necessary procedures until completion of expanding business scope in accordance with relevant laws.

Approval rate: 99.56% of total voting shares.

Article 8. Approve the Employee Stock Ownership Plan

Authorizing the Board of Management to approve on the standard and list of employees taking part in, principle of selling price determination, principle of share volume determination that distributes to each individual and the implementation time.

Approval rate: 99.53% of total voting shares.

Article 9. Approve to amend and supplement Company Charter

Authorizing the Board of Management to decide any matters and carry out any necessary procedures until completion of changing Company Charter in accordance with relevant laws.

Approval rate: 100% of total voting shares.

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Article 10. Approve to appoint Mr. Lee Jae Eun – Chairman of BOM concurrently holds the position of the General Director Everpia JSC.

Approval rate: 99.71% of total voting shares.

Article 11. Approve the list of independent auditing companies for Financial Statements 2016 and authorize the Board of Management to choose the most suitable one:

- Ernst & Young Vietnam Co., LTD
- Price Waterhouse Coopers Vietnam Co., LTD
- Deloitte Vietnam Co., LTD
- KPMG Vietnam Co., LTD

Approval rate: 99.99% of total voting shares.

Article 12. Approve the basic remuneration paid for independent Board of Management and Audit Committee members: average amount VND 7.2 mil./person/month and total expenses (includes remuneration, working activities' expenses, bonus, etc.) must not exceed VND3.6 bil. Authorizing the Board of Management decide the specific remuneration for each individual based on contribution toward company.

Approval rate: 99.71% of total voting shares.

Article 13. Approve to dismiss a BOM member – Mr Jean Charles Belliol, based on his resignation letter on 11th March 2016

Approval rate: 100% of total voting shares.

Article 14. This Resolution is adopted in full text at General Shareholder Meeting 2016 of Everpia JSC at 11:30 a.m the same day with rate of approval: 100% of total the numer of voting shares.

To:
- BOM members
- BOD
- AC members
- Shareholders


PP. BOARD OF MANAGEMENT
CHAIRMAN
CÔNG TY
CỔ PHẦN
EVERPIA
LEE JAE EUN