

Hung Yen, 20th April 2018

No.: 01/ĐHDCD2018/TT

DRAFT STATEMENT

(On approval of issues within the competence of Annual Shareholders' Meeting 2018)

To: ANNUAL SHAREHOLDERS' MEETING

Pursuant to:

- *Business Law adopted by National Assembly of Socialist Republic of Vietnam on 26th November 2014;*
- *Charter of Everpia JSC;*
- *Consolidated financial statements of 2017 audited by Ernst & Young Vietnam Ltd.*

To create the legal foundation as well as conditions to administer Company for the highest benefit of shareholders, the Board of Directors would like to present the following issues to the Annual Shareholders' Meeting 2018:

1. Report of Board of Directors in ASM
2. Report of Audit Committee in ASM
3. Separate financial statements and Consolidated financial statements of 2017 audited by Ernst & Young Vietnam Co., Ltd.

(Contents of Auditors' Report, Balance Sheet, Income Statement and Cash Flow Statement are attached. Please visit the website <http://www.everpia.vn> for further information)

4. Profit distribution plan: Cash dividend and Management fund

Items	Accumulated undistributed earning before 2017	Net profit in 2017	Total amount
Accumulated undistributed earning	278,495,114,387	50,919,101,073	329,414,215,460
Distributed profit			
1. Dividend by cash			
- Rate	10%		10%
- Dividend per share	1,000		1,000
- Total outstanding share on Dec 31st 2017	39,547,973		39,547,973
- Estimated money for cash dividend (2)	39,547,973,000		39,547,973,000
2. Management fund allocation			
- Allocation rate		5%	5%
- Profit for allocation		50,919,101,073	50,919,101,073
- Allocated amount (3)		2,545,955,054	2,545,955,054
Total distribution (4) = (2) + (3)	39,547,973,000	2,545,955,054	42,093,928,054
Undistributed earning (5) = (1) - (4)	238,947,141,387	48,373,146,019	287,320,287,406

- Dividend by cash: 10% of par value (VND1,000/stock), authorize the Board of Directors decide the detail plan to ensure the right and benefit of shareholders;
- Management fund allocation: 5% of profit after tax. Authorizing the Management, Board of Director uses the Management fund based on the Company operation to ensure the most effective business results;

5. Business plan for 2018:

Unit: mil.VND

Items	Yr. 2017	% sales	Plan yr. 2018	% sales	Increase
Sales	994,425		1,150,000		15.6%
Net profit after tax	50,919	5.1%	115,000	10.0%	125.8%

6. List of independent audit firm for Financial Statements 2018 and authorize the Board of Directors, the Management to choose the most suitable one with competitive price and good quality.
 - Ernst & Young Vietnam LTD.
 - PricewaterhouseCoopers Vietnam LTD.
 - Deloitte Vietnam LTD.
 - KPMG Vietnam LTD.
7. Amendment of Company Charter according to decree No 71/2017/NĐ-CP issued on Jun 6th 2017 guiding about company governance for listed companies (*please refer to the ASM documents – Appendix 1*).
8. Approval the internal regulations on Corporate Governance which amended according to new law and regulations applied to public companies (*please refer to the ASM documents – Appendix 2*)
9. Plan on issuing convertible bonds without collateral to international market (*please refer to the ASM documents – Appendix 3*)
10. Chairman of BOD can concurrently hold the position of General Director.
11. Basic remuneration paid for independent Board of Directors and Audit Committee members in 2017: average amount VND 7.2 mil./person/month. Total expenses (*includes remuneration, working activities' expenses, bonus, etc.*) must not exceed VND3.6 bil.
Authorizing the Board of Directors to decide the specific remuneration for each individual based on their contribution toward the Company.
12. Dismiss Board of Director member: Mr. Nguyen Khac Hung
13. Dismiss Audit Committee member: Mr. Kim Kyoung Rok
14. Elect new BOD and AC members

According to that, the number of BOD member which need to be elected is 1 member and the number of AC member which need to be elected is 1 member.

14.1 Candidates to the Board of Directors

No.	Full name of candidates	Current position
1	Mr. Le Kha Tuyen	BOD member of Vinataba Trading & Investment JSC

14.2. Candidates to the Audit Committees

No.	Full name of candidates	Current position
1	Mr. Ko Tae Yeon	CEO of Heesung Electronics Viet Nam Co., Ltd

Sent:

- Above;
- Save: VP PL

Pp BOARD OF DIRECTOR
CHAIRMAN
(signed and stamped)
LEE JAE EUN