

Hanoi, Apr 20th 2018

REGUALTIONS

FOR ELECTION, NOMINATION TO THE BOARD OF DIRECTOR AND THE AUDIT COMMITTEE

Pursuant to:

- Law on enterprise adopted by National Assembly of Socialist Republic of Vietnam on 26th Nov. 2014;
- Charter of Everpia JSC.;

Purpose:

- To secure the principle of public, justice and democracy;
- To enable the Annual Shareholder Meeting taking place propitiously;

In order to prepare for the Annual Shareholder Meeting, Everpia JSC. would like to inform all shareholders concrete regulations about the election, nomination to Board of Director ("BOD"), Audit Committee ("AC") as followings:

I. Election, nomination to BOD, AC

1. Qualifications of the member of BOD, AC

1.1 Qualifications of the member of BOD

- Having capacity for civil acts and are not prohibited from establishing an enterprise as stipulated in Enterprise Law;
- Healthy enough to execute the duties;
- Expertise, experiences in relation to business management or in the major business activities of the Company.

1.2 Qualifications of the member of AC

- Having capacity for civil acts and are not prohibited from establishing an enterprise as stipulated in Enterprise Law;
- Not be a spouse, birth parent, adoptive parent, birth child, adopted child, or sibling of any member of the Board of Directors, Director/General Director, or any other manager;
- Not hold managerial positions of the Company. The member of AC is not necessarily a shareholder or employee of the Company.

2. Nomination for member of BOD, AC

- Shareholders owning shares over 6 constantly months are entitled to merge their shares to make it minimum 5% to have right for nominating members of the Board of Directors. Shareholders or group of shareholders owning under 10% of voting shares within at least 06

months are entitled to nominate one (01) member; from 10% to 30% are entitled to nominate two (02) members; from 30% to 40% are entitled to nominate three (03) members; from 40% to 50% are entitled to nominate four (04) members; from 50% to 60% are entitled to nominate five (05) members; from 60% to 70% are entitled to nominate six (06) members; from 70% to 80% are entitled to nominate seven (07) members; from 80% to 90% are entitled to nominate eight (08) members

- Written nomination must be sent to the Company at least 3 days before the Meeting. The content of Nomination Letter must include full name of shareholder, numbers of each kind of shares, name of the nominated candidates, signature of shareholder who nominate or nominated.

II. Nomination application

Application for nomination of candidates to BOD, AC includes:

- Evidence documents which show that the shareholder or group of shareholder who own shares over 6 constantly months with the amount requirements according to Part 1, article 2: "Nomination for member of BOD, AC"
- Application for (Self)nomination to BOD, AC;
- Curriculum Vitae of the candidates (*in form*);
- Copy of ID card or Passport, certificates or qualifications that certify the education level or professional skills.

III. Select candidates

Based on the Application of shareholders, group of shareholders and application of the candidates, Organizer will make a list of candidates who meet all the conditions due to the Election regulations.