

Ha Noi, April, 23rd 2021

OPERATING REGULATIONS OF THE BOARD OF SUPERVISORS

In accordance with the Securities Law dated November 26, 2019

In accordance with the Law on Enterprises dated June 17, 2020

In accordance with the Government's Decree No 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number articles of the law on Securities

In accordance with the Circular No 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in 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

In accordance with the Charter of Everpia Joint Stock Company

In accordance with the Resolution of the General Meeting of Shareholders No..... dated April 23, 2021

The Board of Supervisors promulgates the Operating Regulations of the Board of Supervisors of the Company

Operating Regulations of the Board of Supervisors of the Company includes the following

Chapter I

GENERAL PROVISIONS

Article 1: Subjects – Scope of regulations

1. Scope of regulations: the Operating Regulations of the Board of Supervisory stipulates the organizational structure of personnel, standards, conditions, rights and obligations of the Board of Supervisors and members of the Board of Supervisors in accordance with the law on Enterprises, the Charter of the Company and other relevant regulations.

2. Subjects of application: Regulations on operation of the Board of Supervisors is applied to the Board of Supervisors and all members of the Board of Supervisors.

Article 2. Operational principles of the Board of Supervisors

Working principle of the Board of Supervisors is the collective principle. Members of the Board of Supervisors are independently responsible for their work and jointly responsible prior to the General Meeting of Shareholders, the law for the affairs and decisions of the Board of Supervisors.

Chapter II

MEMBERS OF THE BOARD OF SUPERVISORS (SUPERVISORS)

Article 3. Rights, obligations and responsibilities of members of the Board of Supervisors

1. Comply with the law, the Company Charter, resolutions of the General Meeting of Shareholders and professional ethics in implementing assigned rights and obligations.
2. Exercise the assigned rights and obligations in an honest, careful and perfect manner to ensure the maximum legal interest of the Company.
3. Loyal to the interest of the company and its shareholders; not abuse position, positions and use information, know-how, business opportunities, other assets of the Company for self-interest or for the benefit of other organization or individuals.
4. Other obligations as provided as provided for by the Law on Enterprises and the Company Charter.

Article 4. Term of office and number of members of the Board of Supervisors

The Board of Supervisors has three (03) members, the term of the member of the Board of Supervisors does not exceed five (05) years and can be re-elected for an unlimited number of terms.

Article 5. Standards and requirements for members of the Board of Supervisors

Members of the Board of Supervisors meet the standards and requirements specified in the Company Charter, Internal Regulations on Corporate Governance and relevant laws.

Article 6. Head of Board of Supervisors

1. Head of the Board of Supervisors meets the criteria and requirements specified in the Company Charter, Internal Regulations on Corporate Governance and relevant laws.
2. Head of Board of Supervisors is elected by Board of Supervisors among the members of Board of Supervisors; election, dismissal, and removal from office in pursuant to the majority rule.
3. Head of Board of Supervisors has rights and obligations as stipulated in the Company Charter, Internal regulations on Corporate Governance and relevant laws.

Article 7. Self-nomination and nomination of members of the Board of Supervisors

The nomination and candidacy for members of the Board of Supervisors shall comply with the provisions of the Company Charter, Internal Regulations on Corporate Governance and relevant laws.

Article 8. Methods of election, dismissal and removal from office of members of the Board of Supervisors

1. The election, dismissal and removal from office of members of the Board of Supervisors fall within the authority of the General meeting of Shareholders.
2. Voting of elect members of the Board of Supervisors must comply with the provisions of the Company Charter, Internal Regulations on Corporate Governance and relevant laws.

Article 9. Cases of dismissal or removal of members of the Board of Supervisors

The dismissal and removal of members of the Board of Supervisors shall comply with the provisions of the company Charter, Internal Regulations in Corporate Governance and relevant laws.

Article 10. Notice of election, dismissal and removal of members of the Board of Supervisors

Candidate information disclosure and notification of results of election, dismissal and dismissal of members of the Board of Supervisors shall comply with regulations on information disclosure.

Chapter III

BOARD OF SUPERVISORS

Article 11. Rights, obligations and responsibilities of the Board of Supervisors

The Board of Supervisors of the Company has rights and responsibilities in accordance with the company Charter, Internal regulation in Corporate Governance and relevant laws.

Article 12. Right of the Board of Supervisors to be provided with information.

1. Documents and information must be sent to members of the Board of Supervisors at the same time and in the same manner as to members of the Board of Directors, including:

- a) Meeting invitation, feedback sheet of members of the Board of Directors and attached documents;
- b) Resolutions, decisions and minutes of meetings of the General Meeting of Shareholders, the Board of Directors;
- c) Report of the Directors or General Director submitted to the Board of Directors or other documents issued by the Company

2. Members of the Board of Supervisors have the right to access the Company's files and documents kept at the head office, branches and other locations; have the right to visit the Company's premises of managers and employees during working hours.

3. The Board of Directors, members of the Board of Directors, Director of General Director, other manager must fully, accurately and promptly provide information and documents on the management administration and doing business of the Company at the request of a member of the Board of Supervisors or the Board of Supervisors

Article 13. Responsibilities of the Board of Supervisors in convening an extraordinary meetings of the General Meeting of Shareholders

1. The Board of Supervisors shall replace the Board of Directors to convene a meeting of the General Meeting of Shareholders within 30 days if the Board of Directors fails to convene the General Meeting of Shareholders in the following cases:

- b) The number of remaining members of the Board of Directors and Board of Supervisors is less than the numbers as prescribed by law;
- b) At the request of a shareholder or a group of shareholders as provided for in Clause 2, Article 115 of the Law on Enterprise;
- c) In case of a request to convene an extraordinary meeting of the Shareholder's Meeting of the Board of Supervisors is not complied.

2. In case the Board of Supervisors does not convene a meeting of the General Meeting of shareholders according to the regulations, the Board of Supervisors must compensate any damage arising to the Company.

Chapter IV

BOARD OF SUPERVISORS MEETING

Article 14. Board of Supervisors Meeting

1. The Board of Supervisors may promulgate regulations on the meeting of the Board of Supervisors and the manner of its operations, Board of Supervisors must meet at least two (02) times a year and the minimum number of members participating in the meeting is two (02) people.
2. The Board of Supervisors has the right to request members of the Board of Directors, CEO and representatives of the approved auditing organization to attend and answer matters that need to be clarified.

Article 15. Minutes of the Board of Supervisors Meeting

The minutes of the Board of Supervisors Meeting should be detail and clear. The secretary and members of the Board of Supervisors attending the meeting must sign the minutes of the meeting The minutes of the Board of Supervisors Meeting must be kept to determine the responsibilities of each member of the Board of Supervisors

Chapter V

REPORT AND BENEFIT DISCLOSURE

Article 16. Annual report submission

The Board of Supervisors submits reports at the Annual General Meeting of Shareholders in accordance with the Company's Charter, Internal Regulations on Corporate Governance and relevant laws.

Article 17. Remuneration of the Board of Supervisors and other benefits

Remuneration, operating expenses and other benefits of members of the Board of Supervisors are implemented in accordance with the Company's Charter, Internal regulations on Corporate Governance and relevant laws

Article 18. Publicity of related interests

Members of the Board of Supervisors of the Company must declare their related interest in accordance with the Company's Charter, Internal Regulations on Corporate Governance and relevant laws.

Chapter VI

RELATIONSHIP OF THE SUPERISORY BOARD

Article 19. Relationship among members of the Board of Supervisors

Members of the Board of Supervisors have an independent relationship, not interdependent, but have coordination and cooperation in common work to ensure the good implementation of the responsibilities, rights and duties of the Board of Supervisors in accordance with regulations. Law and Company Charter. Head of the Board of Supervisors is the coordinator of the general work of the Board of Supervisors but does not have the authority to dominate the members of the Board of Supervisors.

Article 20. Relationship with the Executive Board

The Board of Supervisors has an independent relationship with the Company's Executive Board and performs function of supervising Executive Board's activities

Article 21. Relationship with Board of Director

Board of Supervisors has an independent relationship with the Board of Directors of the Company which performs the functions of supervising activities of the Board of Directors

Chapter VII

TERMS OF ENFORCEMENT

Article 22. Effect of implementation

The Operating regulations of the Board of Supervisors of Everpia Joint Stock Company including 07 chapters and 22 articles and is effective from 23rd, April 2021.

HEAD OF THE BOARD OF SUPERVISORS

(sign and stamp)

TRƯỜNG TUẤN NGHĨA