

Hanoi, Apr 28<sup>th</sup> 2022

## **REGUALTIONS**

### **FOR ELECTION, NOMINATION TO THE BOARD OF DIRECTOR AND THE BOARD OF SUPERVISOR**

**Pursuant to:**

- *Law on enterprice adopted by National Assembly of Socialist Republic of Vietnam on 26<sup>th</sup> 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”), Board of Supervisor (“BOS”) as followings:

#### **I. Election, nomination to BOD, BOS**

##### **1. Qualifications of the member of BOD, BOS**

###### **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;
- Leadership, integrity, responsibility, maturity, ethic and must commands the trust of shareholders, other Board members, managers, and employees of the Company
- The ability to balance to the interests of all stakeholders and make reasonable decisions
- The professional expertise and education needed to be effective
- International business experience, knowledge of local issues, knowledge of the market, products, and competitors

###### **1.2 Qualifications of the member of BOS**

- Having capacity for civil acts and are not prohibited from establishing an enterprise as stipulated in Enterprise Law;
- Not being a spouse, natural father, adoptive father, natural mother, adoptive mother, natural children, adopted children, brothers or sisters of members of the Board of Directors, General Director and other Executive Managers;
- Not being an employee in the Accounting and Finance department of the Company and not being a member or employee of an independent audit unit that has audited the Company's financial statements for the last 3 years.

- Expertise in Auditing or Accounting. Head of Board of Supervisors must be professional Auditor or Accountant, and work full-time at the Company

## **2. Nomination for member of BOD, BOS**

- Shareholders or group of shareholders owning from 10% to under 15% of common shares are entitled to nominate one (01) member; from 15% 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
- Nominating a person to BOD or BOS can be implemented as follow: Common shareholders who group together to nominate person into BOD or BOS shall inform BOD about the meeting as soon as it happens and inform other shareholders about the meeting at least 10 working days before the date of ASM.
- Written nomination must be sent to the Company at least 3 days before the Meeting. The content of Nomination Letter must includes 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, BOS includes:

- Application for (Self)nomination to BOD, BOS;
- 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.

## **IV. Deadline and address to send the Letter of Attorney and Nomination application**

Application for Nomination must be sent to Board of Organization before 25<sup>th</sup> Apr, 2022 to following address by post or by fax:

Address: EVERPIA JSC – Hung Yen Branch  
*Tan Quang – Van Lam – Hung Yen*  
*Tel: 0321.3791777 (ext: 348)/ Fax: 0321.3791999*  
*Email: Plan Team – [info@everpia.vn](mailto:info@everpia.vn)*

***All the Application sent to the Company after this deadline will be invalid.***