



Everpia JSC

Head office and factory:

Dương xá, Gia Lâm District, Hanoi City, Vietnam

Tel: (84-1) 027 6490 Fax: (84-1) 027 6492

CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập - Tự do - Hạnh phúc

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Số/No.: 240424-01TB/EVPL

Hà Nội, ngày 24 tháng 04 năm 2024

Ha Noi, 24th April 2024

**CÔNG BỐ THÔNG TIN
TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA
ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ
SGDK TP.HCM**

**DISCLOSURE OF INFORMATION ON THE
STATE SECURITIES COMMISSION'S
PORTAL AND HOCHIMINH STOCK
EXCHANGE'S PORTAL**

Kính gửi/ To: - Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*
- Sở Giao dịch chứng khoán TP.HCM/ *Hochiminh Stock Exchange*

- Tên tổ chức / *Organization name*: Công ty cổ phần Everpia/ *Everpia JSC*
- Mã chứng khoán/ *Securities Symbol*: EVE
- Địa chỉ trụ sở chính/ *Address*: Dương Xá, Gia Lâm, Hà Nội
- Điện thoại/ *Telephone*: 024.38276490
- Fax: 024.38276492
- Người thực hiện công bố thông tin/ *Submitted by*: Yu Sung Dae

Chức vụ/ *Position*: Người được ủy quyền Công bố thông tin

Authorized person on Information

Loại thông tin công bố : định kỳ bất thường 24h theo yêu cầu
Information disclosure type: Periodic Irregular 24 hours On demand

Nội dung thông tin công bố (*)/ *Content of Information disclosure (*)*:

Biên bản họp và Nghị quyết của Đại hội đồng cổ đông thường niên 2024/ *The Resolution and Minutes of Annual Shareholder's Meeting 2024.*

Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 24/04/2024 tại đường dẫn: <https://everpia.vn/dai-hoi-dong-co-dong-tt6.html>

This information was disclosed on Company on 24/04/2024, available at: <https://everpia.vn/dai-hoi-dong-co-dong-tte6.html>

Tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố./

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation./

Đại diện tổ chức

Organization representative

Người UQ CBTT

Party authorized to disclose information



YU SUNG DAE



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THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 01/ĐHĐCĐ2024/NQ

Hưng Yên, 24th April 2024

RESOLUTION OF ANNUAL SHAREHOLDERS' MEETING 2024

- Pursuant to Enterprise Law adopted by the National Assembly of the Socialist Republic of Vietnam on 17th Jun 2020;
- Pursuant to Company Charter of Everpia JSC;
- Pursuant to Minutes of the Annual Shareholders' Meeting of Everpia JSC no. 01/ĐHĐCĐ2024/BB dated 24/04/2024.

Today, on 24th April 2024, at Hung Yen branch office, the Annual Shareholders' Meeting 2024 of Everpia JSC was conducted with attendance of 74 shareholders who owned and represented for 30,012,484 shares, accounting for 71.49% of total shares with voting rights.

After a thorough meeting, the General Shareholders have agreed on the following issues:

DECISIONS

Article 1. Approve the Separate financial statement and Consolidated financial statement of 2023 audited by Ernst & Young Vietnam Co., Ltd.

Approval rate: 100% of total attending shares.

Article 2. Approve the Report of Board of Directors.

Approval rate: 100% of total attending shares.

Article 3. Approve the Report of Board of Supervisors.

Approval rate: 100% of total attending shares.

Article 4. Approve the cash dividend and profit distribution:

- Management fund allocation: 5% of net profit after tax 2023, authorize the Board of Management and Board of Directors to use the Management fund based on the Company operation to ensure the most effective business results.
- Dividend 2023 by cash: 5% of par value (500 VNĐ/ 1 share), by using net profit after tax 2023 and undistributed earnings. Authorize the Board of Directors to decide the time & detailed distribution plan to ensure the right and benefit of shareholders.

Approval rate: 93.8% of total attending shares.



Article 5. Approve the business plan for 2024

Unit: VND million

Items	FY 2023	% sales	Plan FY 2024	% Sales
Net revenue	786,853		1,000,000	
Net profit	17,825	2.3%	60,000	6.0%

Approval rate: 93.8% of total attending shares.

Article 6. Approve the basic remuneration paid for independent Board of Directors and Board of Supervisors members in 2024: Average amount 7.2 million VND/person/month. Total expenses (includes remuneration, working activities' expenses, bonus, etc.) must not exceed 3.6 billion VND. Authorizing the Board of Directors to decide the specific remuneration for each individual based on their contribution toward the Company.

Approval rate: 93.8% of total attending shares.

Article 7. Approve the list of independent audit firms for Financial statements 2024 and authorize the Board of Directors and Managements to select the most suitable one with competitive price and good quality.

- Ernst & Young Vietnam
- Price Waterhouse Coopers Vietnam
- Deloitte Vietnam
- KPMG Vietnam

Approval rate: 93.8% of total attending shares.

Article 8. Approve the resignation letter of Mr. Lee Bang Hyun under accumulative voting result including:

Approval rate: 93.8% of total attending shares.

Article 9. Approve the additional member of the Board of Directors for the term 2022-2026 under accumulative voting result including: **Mr. Yi Seung Mok**

Article 10. This Resolution is adopted in full text at Annual Shareholders' Meeting 2024 of Everpia JSC at 11:45 a.m. on the same day with the rate of approval of 100% of total attending shares with voting rights.

To:

- Board of Directors
- Board of Supervisors
- Board of Management
- Shareholders
- Save: Planning Team

**On behalf of.
GENERAL SHAREHOLDERS**


LEE JAE EUN



THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No.: 01/ĐHĐCĐ2024/BB

Hung Yên, 24th April 2024

**MINUTES OF
2024 ANNUAL SHAREHOLDERS' MEETING
EVERPIA JOINT STOCK COMPANY**

- Company name : Everpia Joint Stock Company
- Headquarters : Noi Thuong Residential Area, Duong Xa Commune, Gia Lam District, Hanoi
- Company code : 0101402121 first registered on April 27th 2007, registered for 18th change on April 6th 2020.
- Meeting time : From 09:00 to 11:45 a.m. on 24th April 2024
- Meeting venue : Everpia Joint Stock Company's Branch in Hung Yen - Tan Quang Commune, Van Lam District, Hung Yen Province
- Agenda and contents of the ASM : The Annual Shareholders' Meeting (ASM) discussed and approved the following contents:
- Separate financial statement and consolidated financial statement of 2023 audited by Ernst & Young Vietnam Co., Ltd;
 - Report of Board of Directors at the ASM;
 - Report of Board of Supervisors ASM;
 - Cash dividend and profit distribution;
 - Business plan for 2024;
 - Basic remuneration paid for independent members of Board of Directors and Board of Supervisors members in 2024
 - List of independent audit firms for Financial Statements 2024 and authorize the Board of Directors, Board of Management to choose the most suitable one with competitive price and good quality;
 - Approve the resignation letter of Mr. Lee Bang Hyun
 - Election of the additional members of the BOD
- Chair of the meeting : Mr. Lee Jae Eun – Board of Directors Member, General Directors
- Secretary : Ms. Quach Thi Hong Phuong – Member of Internal Audit Department
- Vote Counting Committee
1. Ms. Nguyen Thi Bao Ngoc – Deputy Director in charge of the Accounting Department – Head of the Vote Counting Committee
 2. Ms. Tran Thi Loan – Head of the Accounting Department – Vice-chairperson of the Vote Counting Committee
 3. Ms. Vu Phuong Thao – Planning staff – Member

Number of shareolders attending: 74 shareolders attending in person, voting electronically and/or through a proxy, representing 30,012,484 shares, accounting for 71.49% of the total number of the voting shares.

I. CONTENTS OF THE ASM

A. Contents to be presented and reported at the ASM

1. Ms. Nguyen Thi Bao Ngoc, on behalf of the Shareholder Eligibility Verification Committee, presented the report on the result of Shareholder Eligibility Verification as follows:

- The total number of voting shares of the company: 41,979,773 shares.
- Shareholders attending the meeting are 72 shareholders owning and representing 30,012,382 shares, accounting for 71.49% of the total number of voting shares.

2. Ms. Dinh Thi Thanh Nhan - on behalf of the BOD proposed the General Meeting approve the list of the Presidium, Secretary, Vote Counting Committee, and the Meeting Agenda by raising ballots. The Annual Shareholders' Meeting unanimously approved it with a ratio of 100%.

2.1. Presidium:

1. Mr. Lee Jae Eun – BOD member cum General Director – Chairman of the Presiding Committee
2. Mr. Yu Sung Dae – BOD member – Deputy General Director
3. Mr. Le Kha Tuyen – independent BOD member

2.2. Secretariat:

1. Ms. Quach Thi Hong Phuong – Member of the Internal Audit Department – Head of Secretariat

2.3. Vote Counting Committee:

1. Ms. Nguyen Thi Bao Ngoc – Deputy Director in charge of the Accounting Department – Chairperson of the Vote Counting Committee
2. Ms. Tran Thi Loan – Head of the Accounting Department – Vice-chairperson of the Vote Counting Committee
3. Ms. Vu Phuong Thao – Planning Staff – Member of the Vote Counting Committee

2.4. Meeting Agenda:

- Reported on business performance in 2023 and business plan for 2024 of the BOD and Board of Management
- Reported on business performance in 2023 of Board of Directors
- Reported on business performance in 2023 of Board of Supervisors
- Approved the statements
- Elected the additional BOD members for the term 2022 - 2026

- Approved of the voting results for additional members of the BOD
 - Approved the Minutes and Resolution of the Annual Shareholders' Meeting 2024
3. Ms. Dinh Thi Thanh Nhan, on behalf of the BOD and the BOM, reported the business performance results, the implementation and fulfillment of resolutions approved by the ASM 2023, as well as the operational plans for 2024.
 4. Mr. Le Kha Tuyen – independent member of the BOD, on behalf of the BOD, reported on the activities of the BOD, the monitoring results of the CEO and other executive members.
 5. Mr. Truong Tuan Nghia, on behalf of the BOS, reported the activities of the BOS in 2023 and operational plans for 2024.

B. DISCUSSION

Mr. Lee Jae Eun - Chairman of the General Meeting chaired the discussion of the reports and statements contents at the General Meeting.

Question 1: The business report for 2024 primarily focuses on developing domestic products and doesn't focus on export activities. Does the company implement any actions to develop the export business?

→Answer: Thank you valued shareholders for your interest in our business plan for 2024. Everpia is actively focusing on the export of bedding products, as evidenced by the establishment of a subsidiary in South Korea - Everpia Korean JSC, with 100% investment capital, concentrating on export activities in this market. In the South Korean market, we have been selling our products on Coupang - the largest e-commerce platform in South Korea. Additionally, we have collaborated with Homeplus - a retail store chain, and have a retail presence in several offline stores throughout South Korea.

Question 2: In 2023, for the textile and garment industry, many companies faced difficulties, which strategies does your company have to implement and measures to address the challenges in 2024.

→Answer: As you may know, Everpia has two main business sectors: Padding, accounting for approximately 25%, and Bedding and Mattresses, accounting for around 75%. However, the OEM orders of jacket for export to the US and European markets faced difficulties after the outbreak of the COVID pandemic, as some customers shifted their orders to Indonesia. Consequently, the business results of the Padding sector will likely to decline in the coming year. To compensate for the reduced revenue in the Padding business, we will focus on the domestic market for the Everon brand, which currently accounts for about 75% of Everpia's total revenue. Currently, the company has been concentrating on marketing and developing new products that are more suitable for the younger customer segment to offset the declining revenue in the Padding business and overcome some difficulties that the company's facing.

Question 3: Chinese products are known for their low prices and diverse designs. So, does the company have any plans to compete with these products?

→ **Answer:** Everpia's products are those that can't easily be competed with and defeated by the Chinese rivals because Chinese products often use lower-quality fabric materials, with low prices, and are typically sold on online channels. Everpia has K-Bedding brand, which was launched in 2020. The average sales of this brand have grown by an average of 50% over the past four years. At present, the online sales channel hasn't been profitable, but in the coming years, we will focus more on promoting online sales to generate profits for the company. Recently, the customers have gradually shifted their purchasing behavior from offline to online channels. To prepare for this demand, we have a detailed business plan in place. We hope that our shareholders will look forward to the remarkable developments of Everpia.

Question 4: The problem of counterfeit goods is serious in the domestic market. Does the company have any solutions to address this issue?

→ **Answer:** In terms of combating counterfeit goods, it would be challenging for our company to solve this problem alone. The company greatly needs coordination and support from Vietnamese agencies/ministries/committees. Korean agencies have worked with Vietnamese authorities several times to discuss and exchange solution ideas for the issue of counterfeit goods. However, we are uncertain about the direction of the outcome. When counterfeit production are detected, the police conduct investigations, prosecute, and bring them to trial, however, the issue remains unresolved to a large extent. I believe that reporters attending today's meeting are well aware of this issue. Everpia really needs the support of the press and the public to change the culture of a healthy competition in Vietnamese market. Currently, Everpia has provided information on our website regarding purchasing products. All Everpia products are attached with barcodes so that customers can scan and verify whether they are genuine products of the company. The company has also partnered with telecommunication companies so that when customers scan the codes, and receive text messages containing information about Everpia's products. These are measures we have implemented to increase consumer awareness. Additionally, we recommend that customers purchase products from authorized dealers to avoid buying counterfeit goods.

Question 5: The current revenue of Everpia mainly comes from traditional channels via agents and showrooms. However, the company is investing heavily in online channels. Does the company have plans to strengthen online sales, and can online sales replace traditional sales?

→ **Answer:** Currently, online sales account for less than 5% of the revenue in the bedding business. We have plans to strongly develop and expand this channel, aiming for it to contribute approximately 30% of the bedding's revenue. Everpia has the advantage of a nationwide network of agents, which gives us an edge in terms of delivery when we receive online orders. For instance, if we receive an order from Cao Bang, we will work with a local agent located in Cao Bang to deliver the product directly to the customer. With this advantage, we will continue to build and improve our sales on the online channel.

Question 6: What is the production capacity in 2023 and what percentage is expected to increase in 2024? And with such an increase, how much product quantity will there be? Will the selling price change and by how much?

→ **Answer:** Production capacity, if we share in terms of quantity, doesn't mean much, because Everpia's products are diverse. However, shareholders know that on 7th July 2023, Giang Dien factory started its production operations. Therefore, we expect that after 2023, production capacity will increase by approximately 30%. As for the selling price, we follow a particular selling price calculation principle. When we record input data about materials into the spreadsheet, the selling price will automatically be calculated according to the formula. And especially, at Everpia, products will maintain their prices until the end of the product life cycle.

C. Voting, election, and vote counting results

Mr. Lee Jae Eun - Chairman of the General Meeting, on behalf of the Presidium, explained the content of the statements and asked shareholders for opinions on each issue.

The Vote Counting Committee was in charge of counting votes, and Ms. Nguyen Thi Bao Ngoc announced the vote counting results on behalf of the Vote Counting Committee.

The number of shareholders attending in person, and voting electronically and/or through a proxy is 74 shareholders, representing 30,012,484 shares, accounting for 71.49% of the total number of voting shares. The voting results for each item are as follows:

1. The total number of collected ballots: 16 representing 30,012,484 shares, accounting for 71.49% of the voting shares of attending shareholders (of which 60 people vote by proxy)
2. The total number of uncollected votes: 0 representing 0 shares, accounting for 0% of the voting shares of attending shareholders.

1. Approval of the separate financial statement and consolidated financial statement of 2023 audited by Ernst & Young Vietnam Co., Ltd.

The financial statement was posted on the company's website at <http://www.everpia.vn/>

Voting results:

- Agree :	30,012,484 shares	- Ratio :	100%	of the total shares of shareholders attending the meeting
- Disagree :	0 share	- Ratio :	0 %	of the total shares of shareholders attending the meeting
- Empty vote:	0 share	- Ratio :	0 %	of the total shares of shareholders attending the meeting

2. Approval of the Report of Board of Directors at the General Meeting

The content of the report was sent directly to each shareholder in the meeting document.

Voting results:

- Agree :	30,012,484 shares	- Ratio :	100%	of the total shares of shareholders attending the meeting
- Disagree :	0 share	- Ratio :	0 %	of the total shares of shareholders attending the meeting
- Empty vote:	0 share	- Ratio :	0 %	of the total shares of shareholders attending the meeting

3. Approval of the Report of Board of Supervisors at the General Meeting

The content of the report was sent directly to each shareholder in the meeting document

Voting results:

- Agree : 30,012,484 shares - Ratio : 100% of the total shares of shareholders attending the meeting
- Disagree : 0 share - Ratio : 0 % of the total shares of shareholders attending the meeting
- Empty vote: 0 share - Ratio : 0 % of the total shares of shareholders attending the meeting

4. Approval of the cash dividend and profit distribution:

- Management fund allocation: 5% of net profit after tax 2023, authorize the Board of Management and Board of Directors to use the Management fund based on the Company operation to ensure the most effective business results.
- Dividend 2023 by cash: 5% of par value (500 VNĐ/ 1 share), by using net profit after tax 2023 and undistributed earnings. Authorize the Board of Directors to decide the time & detailed distribution plan to ensure the right and benefit of shareholders.

Voting results:

- Agree : 28,152,484 shares - Ratio : 93.8% of the total shares of shareholders attending the meeting
- Disagree : 0 share - Ratio : 0 % of the total shares of shareholders attending the meeting
- Empty vote: 1,860,000 share - Ratio : 6.2 % of the total shares of shareholders attending the meeting

5. Approval of the Business plan for 2024

Unit: VND million

Items	FY 2023	% sales	Plan FY 2024	% Sales
Net revenue	786,853		1,000,000	
Net profit	17,825	2.3%	60,000	6.0%

Voting results:

- Agree : 28,152,484 shares - Ratio : 93.8% of the total shares of shareholders attending the meeting
- Disagree : 1,860,000 share - Ratio : 6.2 % of the total shares of shareholders attending the meeting
- Empty vote: 0 share - Ratio : 0 % of the total shares of shareholders attending the meeting

- ### 6. Approval of the basic remuneration paid for independent Board of Directors and Board of Supervisors members in 2024: Average amount 7.2 million VND/person/month. Total expenses (includes remuneration, working activities' expenses, bonus, etc.) must not exceed 3.6 billion VND. Authorizing the Board of Directors to decide the specific remuneration for each individual based on their contribution toward the Company.

Voting results:

- Agree : 28,152,484 shares - Ratio : 93.8% of the total shares of shareholders attending the meeting
- Disagree : 0 share - Ratio : 0 % of the total shares of shareholders attending the meeting
- Empty vote: 1,860,000 share - Ratio : 6.2 % of the total shares of shareholders attending the meeting

7. Approval of the list of independent audit firms for the Financial statements 2024 and authorize the Board of Directors and Managements to select the most suitable one with competitive price and good quality

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

Voting results:

- Agree : 28,152,484 shares - Ratio : 93.8% of the total shares of shareholders attending the meeting
- Disagree : 0 share - Ratio : 0 % of the total shares of shareholders attending the meeting
- Empty vote: 1,860,000 share - Ratio : 6.2 % of the total shares of shareholders attending the meeting

8. Approval of the resignation letter of Mr. Lee Bang Hyun

Voting results:

- Agree : 28,152,484 shares - Ratio : 93.8% of the total shares of shareholders attending the meeting
- Disagree : 0 share - Ratio : 0 % of the total shares of shareholders attending the meeting
- Empty vote: 1,860,000 share - Ratio : 6.2 % of the total shares of shareholders attending the meeting

D. Elected the additional BOD members for the term 2022-2026

- The total number of collected ballots: 16 represents 30,012,484 shares, equivalent to 71.49% votes (of which 60 people vote by proxy).
- Number of valid ballots: 16 represents 30,012,484 shares, equivalent to 71.49% votes, accounting for 100% of the voting shares of attending shareholders.
- Number of invalid ballots: 0 represents 0 shares, accounting for 0 the number of voting shares of attending shareholders.

No.	Content	Number of ballots	Ratio (%)
1	Mr. YI SEUNG MOK	27,122,074	90.37%

D. Elected the additional BOD members for the term 2022-2026

- The total number of collected ballots: 16 represents 30,012,484 shares, equivalent to 71.49% votes.
- Number of valid ballots: 16 represents 30,012,484 shares, equivalent to 71.49% votes, accounting for 100% of the voting shares of attending shareholders.
- Number of invalid ballots: 0 represents 0 shares, accounting for 0 the number of voting shares of attending shareholders.

No.	Content	Number of ballots	Ratio (%)
1	Mr. YI SEUNG MOK	27,122,074	90.37%

The meeting took a 10-minute break.

II. APPROVED THE MINUTES AND RESOLUTION OF THE GENERAL MEETING

On behalf of the Meeting Secretary, Ms. Quach Thi Hong Phuong presented the Minutes and Resolutions before the meeting. The General Meeting voted to approve with the rate of 100% of the voting shares of attending shareholders

This Minutes consisted of 8 pages, was made and approved at 10:30 a.m on the same day.

Hung Yen, 24th April 2024

Meeting Secretary

QUACH THI HONG PHUONG

Chairman

LEE JAE EUN

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VOTE COUNTING MINUTES
BOARD OF DIRECTORS ELECTION
EVERPIA JOINT STOCK COMPANY

Pursuant to the Charter and operation of Everpia Joint Stock Company approved by the Shareholders at the Annual General Meeting of Shareholders on 24th April 2024.

The Vote Counting Committee consists of the following member:

1. Ms. Nguyen Thi Bao Ngoc – Head of the Vote Counting Committee
2. Ms. Tran Thi Loan – Member
3. Ms. Vu Phuong Thao – Member

Based on the list of nominations and self-nominations for the Board of Directors members of EVERPIA Joint Stock Company - including the following names:

Mr. YI SEUNG MOK

The Vote Counting Committee made the announcement and the list of nominations and self-nominations for the Board of Directors members has been approved by the Shareholders. The number of Board of Directors members to be elected is 01 members.

The Vote Counting Committee disseminated the election regulations and principles before the General Meeting; election results will be calculated according to the number of shares owned or represented by each shareholder who officially attended.

The Vote Counting Committee distributed the election ballots, supervised the voting process, collected the ballots, and counted votes. The specific vote counting results are as follows:

1. The total number of distributed ballots: 16 ballots, representing 30,012,484 shares, accounting for 100% of total voting shares.
2. The total of collected ballots: 16 ballots

Including:

- Number of valid ballots: 16 ballots
- Number of invalid ballots: 0 ballots



The voting results are as follows:

List of nomination and self-nomination for Board of Directors members for the term 2022 - 2026:

No.	Full name	Total number of ballots	Ratio (%)
1	Mr. Yi Seung Mok	27,122,074	90.37


Based on the vote-counting results, the approved election regulations, the Company's Charter, and operation; Mr/Ms with the following names has been elected to the Board of Directors of Everpia Joint Stock Company for the term 2022-2026:

List of additional candidates elected to the Board of Directors for the term 2022 – 2026:

No.	Full name	Total number of ballots	Ratio (%)
1	Mr. Yi Seung Mok	27,122,074	90.37

The Vote Counting Minutes consists of 2 pages, completed at 11:30 a.m. on 24th April 2024, and approved publicly before the Annual Meeting.

**ON BEHALF OF THE VOTE-COUNTING COMMITTEE
HEAD OF THE VOTE COUNTING COMMITTEE**


NGUYEN THI BAO NGOC

