



CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM  
Độc lập - Tự do - Hạnh phúc  
THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Số/No.: 230425-01TB/EVPL

Hà Nội, ngày 23 tháng 04 năm 2025  
Ha Noi, 23<sup>rd</sup> April 2025

**CÔNG BỐ THÔNG TIN  
TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA  
ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ  
SGDCK 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 2025/ *The Resolution and Minutes of Annual Shareholder's Meeting 2025*.

Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 23/04/2025 tại đường dẫn: <https://everpia.vn/dai-hoi-dong-co-dong-tt6.html>

*This information was disclosed on Company on 23/04/2025, 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**

No.: 01/ĐHĐCĐ2024/NQ

Hung Yên, 23<sup>rd</sup> April 2025

## RESOLUTION OF ANNUAL SHAREHOLDERS' MEETING 2025

Today, on 23<sup>rd</sup> April 2025, at Hung Yen branch office, the Annual Shareholders' Meeting 2025 of Everpia JSC was conducted with attendance of 55 shareholders who owned and represented for 27,326,333 shares, accounting for 65.09 % 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 2024 audited by Ernst & Young Vietnam Limited**

*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 plan for Retained earnings distribution:**

Dividend 2024 by cash: 5% of par value (500 VNĐ/ 1 share), by using Retained earnings recorded at 31/12/2024 in the audited consolidation financial statements. Authorize the Board of Directors to decide the time & detailed distribution plan to ensure the right and benefit of shareholders.

*Approval rate: 100% of total attending shares.*

**Article 5. Approve the business plan for 2025**

(Unit: million VND)

Items	FY 2024	% on revenue	Plan FY 2025	% on revenue
Net revenue	741,241		950,000	
Net profit	-30,186	-4.1%	47,500	5.0%

*Approval rate: 100% of total attending shares.*

**Article 6. Approve the basic remuneration paid for independent Board of Directors and Board of Supervisors members in 2025:** 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: 100% of total attending shares.*

**Article 7. Approve the list of independent audit firms for Financial statements 2025** and authorize the Board of Directors and Managements to select the most suitable one with competitive price and good quality.

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

*Approval rate: 100% of total attending shares.*

**Article 8.** This Resolution is adopted in full text at Annual Shareholders' Meeting 2025 of Everpia JSC at 11:30 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**





**Everpia JSC**

Head office and factory:

Duong xa, Gia Lam District, Hanoi City, Vietnam

Tel: (84-4) 827 6490 Fax: (84-4) 827 6492

**THE SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom – Happiness

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No.: 01/ĐHĐCĐ2025/BB

Hung Yen, 23<sup>rd</sup> April 2025

**MINUTES OF  
2025 ANNUAL SHAREHOLDERS' MEETING  
EVERPIA JOINT STOCK COMPANY**

- Company name : Everpia Joint Stock Company
- Head office : Noi Thuong Residential Area, Duong Xa Commune, Gia Lam District, Hanoi
- Company code : 0101402121 first registered on April 27<sup>th</sup> 2007, registered for 18<sup>th</sup> change on April 6<sup>th</sup> 2020.
- Meeting time : From 09:00 to 11:30 on 23<sup>rd</sup> April 2025
- 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.
- Separated financial statement and consolidated financial statement of 2024 audited by Ernst & Young Vietnam Co., Ltd;
  - Report of Board of Directors at ASM;
  - Report of Board of Supervisors at ASM;
  - Cash dividend 2025;
  - Business plan for 2025;
  - Basic remuneration paid for independent members of Board of Directors and Board of Supervisors members in 2025;
  - List of independent audit firms for Financial Statements 2025 and authorize the Board of Directors, Board of Management to choose the most suitable one with competitive price and good quality;
- 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. Nguyen Thi My Hanh – Planning staff – Member



Number of  
shareholders  
attending: 55 shareholders attending in person, voting electronically and/or through a proxy, representing 27,326,333 shares, accounting for 65.09% 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 54 shareholders owning and representing 27,326,323 shares, accounting for 65.09% 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 CEO – Chairman of the Presiding Committee
2. Mr. Yu Sung Dae – BOD member – Deputy General Director
3. Mr. Le Kha Tuyen – Independent BOD member
4. Mr. Yi Seung Mok - 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. Nguyen Thi My Hanh – Planning Staff – Member of the Vote Counting Committee

#### **2.4. Meeting Agenda**

- Report on the 2024 Business performance and the 2025 Business plan by Board of Directors (“BOD”) and Board of Management (“BOM”)
- Report on the activities of the Independent Board Member and the evaluation results by the Independent Member on the performance of BOD, BOM, and the CEO
- Reported on business performance in 2024 of Board of Supervisors
- Approved the statements
- Approved of the voting results
- Approved the Minutes and Resolution of the Annual Shareholders' Meeting 2025

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 2024, as well as the operational plans for 2025.

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 2024 and operational plans for 2025.

## **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:** For many consecutive years, the company has set a revenue target around VND 1,000 billion, which suggests a lack of progress and repetitive planning. Is the Board of Management seriously committed to developing a strategic growth roadmap? Has the Marketing and Market Research team truly fulfilled their role?

→ **Answer:** Thank you very much for raising such a practical and candid point. As you may know, in 2024, the company set a revenue target of VND 1,000 billion, but the actual result reached only VND 741 billion. Moving into 2025, in the face of ongoing market challenges - particularly tariff-related and economic fluctuations - Everpia has set a revenue plan of VND 950 billion, representing a 28% increase compared to 2024's result. This target reflects our goal to recover and expand our business, while also being grounded in realistic capabilities and prudent market forecasts.

A key highlight of this year's plan is the positive contribution from the Giang Dien factory's export activities, which is being upgraded to meet international standards—paving the way for expanded global market access and enhanced competitiveness abroad

**Question 2:** Selling expenses continued to increase, while revenue did not grow in parallel. What is the cause of this discrepancy?

→ **Answer:** In absolute terms, selling expenses in 2024 increased by 5% compared to 2023. This was primarily due to the company's strategic efforts to support our agent's network, including inventory clearance at each agent's store, as well as increased investment in marketing campaigns for the SS Collection and showroom operations. These are long-term investments aimed at strengthening distribution channels and enhancing brand recognition. Additionally, general and administrative expenses rose by 2%, largely driven by depreciation of new interior furnishings at the Giang Dien factory and office equipment investments at this newly operated factory.

**Question 3:** What is the company's sales policy? Does the company produce first and then distribute to agents, or does it produce only upon receiving agent orders?

→ **Answer:** Every year, when launching new collections, the company organizes Agent meeting, inviting agents to visit, experience, and place direct orders. Based on agent feedback and order volumes, we analyze and plan production accordingly. For patterns that receive strong interest and high order volume, we proactively procure materials and produce up to 40% more than the



actual order to meet subsequent demand. For less popular pattern, we either revise the designs or manufacture only a slightly higher quantity than what has been ordered. In essence, our sales approach is a flexible mix of made-to-order and forecast-based production—aimed at optimizing both raw material and finished goods inventory

**Question 4: Does the Company truly manage its inventory effectively? Financial statement show a relatively high level of inventory. Does the company have any concrete plans to address this in the coming years?**

→ **Answer:** Everpia operates in two main business lines: Padding and Bedding, with seasonal cycles that interweave. Specifically, Padding is in peak demand from March to August, while Bedding are mainly sold from September to February. Thus, the inventory reported in financial statements includes both finished goods ready for market and raw materials prepped for the upcoming season—ensuring continuity in production. From a management perspective, inventory control is considered a key factor influencing operational efficiency and cash flow. In recent years, Everpia has implemented various strategies to manage and optimize inventory levels, including a pre-order-based sales policy (*as explained earlier*), which allows production to closely align with real market demand. We remain committed to tightening inventory oversight and investing in systems to further digitalize and streamline our supply chain in the coming years.

**Question 5: In 2024, several textile companies such as TNG and MSH reported notable growth in both revenue and profit. In contrast, Everpia experienced declines in both metrics. Did the company miss an opportunity for market recovery? What is the plan to make up for the shortfall in revenue?**

→ **Answer:** According to the Vietnam Textile and Apparel Association, the total export value of the Textile and Apparel reached USD 36.7 billion in 2024, a 10.5% increase compared to 2023. The recovery was mainly driven by rising demand for trousers and shirts in major markets such as the US and EU, as global brands began to rebuild supply chains following a prolonged downturn. These are product segments that companies like TNG and MSH specialize in through contract manufacturing. In Everpia's case, our primary export product is Padding. As the report indicates, purchase orders for outerwear and jackets—our key categories—fell by 6.2% to USD 5.4 billion. As a result, our Padding revenue declined by 9% in 2024. Moreover, as outlined in our financial statement, Everpia made a strategic decision to exit the Cleaner business - deemed no longer aligned with our long-term direction. This has contributed to a temporary decline in both revenue and profit but is expected to strengthen our focus and profitability moving forward

### **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 55 shareholders, representing 27,326,333 shares, accounting for 65.09% of the total number of voting shares. The voting results for each item are as follows:



1. The total number of collected ballots: 55 representing 27,326,333 shares, accounting for 65.09% of the voting shares of attending shareholders (of which 43 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 2024 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:      | 27,326,333 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:      | 27,326,333 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:      | 27,326,333 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 Retained earnings distribution**

Cash dividend 2024: 5% of par value (500 VNĐ/1 share) by using retained earnings recorded in Consolidated Financial Statements 2024, Authorize the Board of Directors to decide the time & detailed distribution plan to ensure the right and benefit of shareholders.

Voting results:

- Agree: 27,326,333 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

## 5. Approval of the Business plan for 2025

Đơn vị: triệu đồng

Items	FY 2024	% on revenue	Plan FY 2025	% on revenue
Net revenue	741,241		950,000	
Net profit	-30,186	-4.1%	47,500	5.0%

### Voting results:

- Agree: 27,326,333 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

## 6. Approval of the basic remuneration paid for independent Board of Directors and Board of Supervisors members in 2025:

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: 27,326,333 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

## 7. Approval of the list of independent audit firms for the Financial statements 2025 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:      | 27,326,333 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 |

**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 7 pages, was made and approved at 11:30 a.m on the same day.

**Meeting Secretary**



**QUACH THI HONG PHUONG**

*Hung Yen, 23rd April 2025*

**Chairman**



**LEE JAE EUN**