

PROPOSAL TO THE 2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re: Amending the Company Charter

Pursuant to:

- *Enterprise Law No. 68/2014/QH13 passed by the National Assembly on November 26, 2014;*
- *Decree No.71/2017/ND-CP dated June 6th, 2017 guidelines on corporate governance of public companies;*
- *Circular No. 95/2017/TT-BTC dated 22/09/2017 guidelines on some articles of Decree No. 71/2017/ND-CP dated June 6th, 2017;*
- *The Charter of organization and operation of Phu Nhuan Jewelry Joint Stock Company;*

On 22/09/2017, the Ministry of Finance issued Circular No. 95/2017/TT-BTC guiding some articles of Decree No. 71/2017 / ND-CP. According to the provision of Article 3, Circular 95/2017/TT-BTC: “Public company refer to the Charter sample in Appendix 01 to this Circular to create the company charter in compliance with the Enterprise Law, Securities Law, the Government's Decree No. 71/2017/ND-CP and other regulations of current laws. Following the above instruction, in order to create a firm foundation for the Company's operation as well as to ensure its legal compliance, the Board of Directors has amended the Charter of the Company in accordance with the Charter sample promulgated with Circular No. 95/2017/TT-BTC.

With the above content, BOD would like to submit to the General Meeting of Shareholders to consider and approve the amendment of the Company's Charter as per the attachment.

Respectfully be submitted.

Recipients:

- BOD, SB
- BOM
- Shareholders of PNJ;
- Archives: BOD; clerk;
- P

**FOR BOARD OF DIRECTORS
CHAIRWOMAN**

(Signed and stamped)

CAO THI NGOC DUNG

Attachment:

- Draft company charter