



CÔNG TY CP VÀNG BẠC ĐÁ QUÝ PHÚ NHUẬN  
PHU NHUAN JEWELRY JOINT STOCK COMPANY

Số: 147/2020/TTr-CTY

HCMC, February 27<sup>th</sup>, 2020

## PROPOSAL TO THE 2020 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Ref.: Approved the resignation of the Board members and elect additional Board  
Members for the term 2020 - 2025.**

Pursuant to:

- *Enterprise Law No. 68/2014 / QH13 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2014;*
- *Decree No. 71/2017 / ND-CP dated 06/06/2017 Guidelines on corporate governance applicable to public companies;*
- *Application for resignation on February 27, 2020 of Ms. Pham Vu Thanh Giang;*
- *Application for resignation on February 27, 2020 of Ms. Pham Thi My Hanh;*
- *Board of Directors Resolution / 2020 / NQ-HĐQT-CTY dated February 27, 2020;*
- *Charter of organization and operation of Phu Nhuan Jewelry Joint Stock Company.*

The Board of Directors proposes to the General Meeting of Shareholders to approve the resignation and elect additional members of the Board of Directors for the 2020-2025 as follows:

### 1. Approving the resignation of the Board members:

On February 27, 2020, PNJ's Board of Directors received a Letter of resignation from the Board of Directors member for the 2017 – 2022 term of Mrs. Pham Vu Thanh Giang and Mrs. Pham Thi My Hanh as personal expectation.

On that basis, the Board of Directors proposes to the General Meeting of Shareholders to approve the resignation of the Board member for the 2017 – 2022 term of Mrs. Pham Vu Thanh Giang and Mrs. Pham Thi My Hanh.

### 2. Approving the additional election of 02 Board members for the 2020-2025 term at the 2019 Annual General Meeting of Shareholders:

*Pursuant to Clause 2, Article 38 of the Charter of Organization and Operation of Phu Nhuan Jewelry Joint Stock Company: "The Board of Directors has 09 members; in which must have at least 06 permanent members in Vietnam and at least 1/3 of the total members of the Board of Directors are independent Board members." Currently, the Board of Directors of the Company has only 07 members, of which only 02 members of the Board of Directors are independent."*

On that basis, the Board of Directors proposes to the General Meeting of Shareholders to consider approving the additional election of two members of the Board of Directors for the 2020 – 2025 term at the Company's Annual General Meeting of Shareholders in 2020, in which additional voting at least 01 independent member of the Board of Directors.

Proposing to the General Meeting of Shareholders for review and approval.

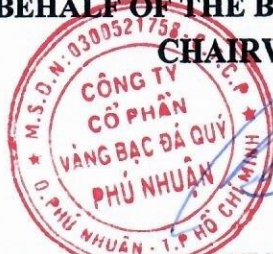
#### Recipients:

- BOD, SB
- CEO
- PNJ Shareholders
- Archived: BOD
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**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRWOMAN**



**CAO THI NGOC DUNG**