

## **REGULATIONS ON THE NOMINATION OF CANDIDATES AND ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS PHU NHUAN JEWELRY JOINT STOCK COMPANY**

### **1. PURSUANT TO:**

- Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17<sup>th</sup>, 2020;
- Decree No. 155/2020/ND-CP of the Government guiding corporate governance applicable to public companies passed on December 31<sup>st</sup>, 2020;
- Charter of organization and operation of Phu Nhuan Jewelry Joint Stock Company;

### **2. OBJECTIVES:**

- Ensure compliance with laws and practices in Vietnam;
- Uphold the principles of openness, democracy and legal rights of all shareholders;
- Ensure the proper and orderly conduction of the General Meeting of Shareholders (“GMS”).

### **3. REGULATION DETAILS:**

- **Number of members of the Board of Directors (“BOD”) to be elected: 01 member.**
- **Term: 5-year term (2024 - 2029).**
- **Number of candidates for the BOD: Unlimited.**
- **Conditions for nomination of candidates for the BOD:**
  - Shareholders owning shares with voting rights have the right to combine the voting rights of each person together to nominate candidates for the BOD. A shareholder or group of shareholders holding from 5% to less than 10% of the voting shares may nominate a candidate; from 10% to less than 20% can nominate up to two candidates; from 20% to less than 40% can nominate up to three candidates; from 40% to less than 50% can nominate up to four candidates; from 50% to less than 60% can nominate up to five candidates; from 60% to less than 70% can nominate up to six candidates; from 70% to less than 80% can nominate up to seven candidates; from 80% to less than 90% can nominate up to eight candidates.
- **Conditions for candidates for the BOD:**
  - Have full civil capacity, not be prohibited from managing a business according to the Enterprise Law;
  - Have professional qualifications, and experience in business administration or in the company’s industry and it is not mandatory for them to be a shareholder of the company, unless stipulated in the company's charter;
  - The relevant person of the candidate is not currently holding or authorized to hold the position of Chief Accountant of the Company;
  - Do not concurrently as a member of the BOD, General Director, or business executive for another enterprise operating in the manufacturing and trading of jewelry, watches, or glasses;
  - Do not own more than 10% of capital of another enterprise operating in the manufacturing and trading of jewelry, watches, or glasses, unless approved by the GMS;
  - Related persons do not jointly own or separately own capital or shares of more than 35% of capital of other companies operating in the manufacturing and trading of jewelry, watches, and glasses, unless approved by the GMS;
  - Must not concurrently be a member of the BOD at more than five (05) other companies.

- **Rule for the incumbent BOD to nominate candidates:** If there are insufficient number of candidates that are self-nominated or nominated for the election of BOD members, the incumbent BOD has the authority to nominate additional candidates to meet the required number as per regulations.

#### **4. DOCUMENTS FOR SELF-NOMINATION AND AND NOMINATION OF CANDIDATES FOR BOD:**

- **Documents:**

- Candidate Nomination Form to join the BOD (as template form);
- Curriculum vitae declared by the candidate (as template form);  
*Note: in case the candidate is elected as a BOD member at the 2024 GMS, the candidate is required to prepare and submit to the Company a Statement of Information of the new internal person according to the form specified in Annex III attached to Circular No. 96/2020/TT-BTC of the Ministry of Finance signed on November 16<sup>th</sup>, 2020 **right after the end of the meeting.***
- Document Certifying PNJ Shares Holding (such as the Securities Trading Account Statement issued by the securities company where the shareholder deposited PNJ shares, or the Share Ownership Certificate issued by PNJ) of the nominee/candidate.
- Notarized copies of: ID card, and degree for the educational and professional qualifications of the nominee/candidate.

- **Please send the Candidate Nomination Form and related documents to the Organizing Committee of GMS before 3:00 p.m., April 5<sup>th</sup>, 2024 at the address:**

- Phu Nhuan Jewelry Joint Stock Company
- Address: 170E Phan Dang Luu, Ward 3, Phu Nhuan District, Ho Chi Minh City, Vietnam
- Phone: (028) 3995 1703 – Fax: (028) 3995 1702

- For cases of self-nomination or nomination at the GMS, shareholders, groups of shareholders must promptly provide the above-mentioned documents for the Chairperson of the GMS for consideration.

#### **5. SELECTION OF CANDIDATES**

Based on the nomination of candidates of shareholders, the BOD will select candidates for the BOD who meet the standards specified in this Regulation on the Nomination, Candidacy.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRPERSON  
(Signed and sealed)  
CAO THI NGOC DUNG**