

**RESOLUTION**  
**THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**PHU NHUAN JEWELRY JOINT STOCK COMPANY**

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17<sup>th</sup>, 2020;
- The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26<sup>th</sup>, 2019;
- The Charter on Organization and Operation of Phu Nhuan Jewelry JSC;
- The content and results of the 2024 Annual General Meeting of Shareholders of Phu Nhuan Jewelry JSC on April 16<sup>th</sup>, 2024.

**APPROVED:**

**ARTICLE 1: APPROVAL OF THE REPORT OF THE BOARD OF DIRECTORS FOR THE YEAR 2023**

The General Meeting of Shareholders has ratified the 2023 Report on Operation of the Board of Directors Activity along with its accompanying Appendices, which include:

- Appendix 1: Resolutions/Decisions of the Board of Directors (Annual Report)
- Appendix 2: Report detailing the implementation of tasks assigned to the Board of Directors by the 2023 Annual General Meeting of Shareholders.
- Appendix 3: Evaluation Report conducted by the Independent Member of the Board of Directors assessing operation of the Board of Directors of Phu Nhuan Jewelry Joint Stock Company.

Furthermore, notable business targets for the year 2023 include:

<b>Targets</b> <i>Unit: Million Vietnam dong</i>	<b>2022</b>	<b>2023</b>	<b>% change</b>	<b>% implementation of the 2023 plan</b>
Net revenue	33,876,455	33,136,929	-2.2%	93.1%
Net profit from business activities	2,337,467	2,484,529	6.3%	-
Other profits	-25,139	4,629	-	-
Profit before tax	2,312,327	2,489,158	7.6%	100.6%
Profit after tax	1,810,692	1,971,099	8.9%	101.8%
Cash dividend payout ratio	20%	20%	-	-

## **ARTICLE 2: APPROVAL OF THE REPORT OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS IN THE AUDIT COMMITTEE FOR THE YEAR 2023**

The General Meeting of Shareholders approved the Report of Independent Members of the Board of Directors in the Audit Committee for the year 2023.

## **ARTICLE 3: APPROVAL OF AUDITED FINANCIAL STATEMENT FOR THE YEAR 2023**

The General Meeting of Shareholders approved the Financial Statement of the Company for the year 2023 audited by the Branch office of KPMG Company Limited in Ho Chi Minh City - auditing unit under KPMG Company Limited.

## **ARTICLE 4: APPROVAL OF BUSINESS PLAN FOR THE YEAR OF 2024**

The General Meeting of Shareholders approved the 2024 Business Plan, which includes the following components:

Key business objectives for 2024 (consolidated):

Unit: Million VND

<b>Target</b>	<b>Implemented in 2023</b>	<b>Plan for 2024</b>	<b>Growth rate (%)</b>
Net Revenue	33,136,929	37,147,627	+12 %
Gross profit from sales and services	6,058,591	6,543,400	+ 8 %
Profit before tax	2,488,760	2,637,880	+ 6 %
Profit after tax	1,971,099	2,089,201	+ 6 %
Dividends	20%	20%	

- Regarding the advance dividend in 2024: The AGM has authorized the BOD to determine the rate and timing of advance dividends for shareholders in 2024 based on the Company's business results, ensuring it does not exceed the anticipated dividend for 2024 as approved by the General Meeting of Shareholders.
- The Board of Directors has allocated a budget of 41.67 billion Vietnamese dong for the operational activities of the Board of Directors in 2024. The General Meeting of Shareholders approved additional benefits for the Board of Directors, encompassing training, insurance (accident, health, etc.), and annual health check-ups, in line with the Company's overarching policy. This program will remain effective until the AGM makes a different decision.
- The General Meeting of Shareholders has approved specific bonuses for the Board of Directors and key leaders in the event that the profit after tax of 2024 surpasses that of 2023:

### **4.1. Cash rewards:**

- If the profit after tax in 2024 is higher or equal to the profit after tax in 2023 (equivalent to **1,971.1 billion VND**), a bonus of **35 billion VND** will be allocated to the Board of Directors and key leaders.
- If the profit after tax in 2024 is higher or equal to the planned profit after tax in 2024 (equivalent to **2,089.2 billion VND**), a bonus of **50 billion VND** will be allocated to the Board of Directors and key leaders.

#### 4.2. Issuance of shares under the Employee Stock Ownership Plan (ESOP):

##### The Principles for issuing shares:

- The maximum issuance ratio is **2.0% of the total outstanding shares** at the time of issuance.
  - The specific share issuance ratio is as follows:

	The profit after tax in 2024	The expected issuance ratio for ESOP (% ESOP) <i>2.0% maximum in any cases</i>
<b>A</b>	<b>2024 PAT &lt; 100% 2023 PAT</b> <i>(equivalent to 1,971.1 billion VND)</i>	<b>0%</b>
<b>B</b>	<b>2024 PAT &gt;= 100% 2023 PAT</b> <i>(equivalent to 1,971.1 billion VND)</i> <b>and 2024 PAT &lt; 100% 2024 Planned PAT</b> <i>(equivalent to 2,089.2 billion VND)</i>	<b>0.35%</b>
<b>C</b>	<b>2024 PAT &gt;= 100% 2024 Planned PAT</b> <i>(equivalent to VND 2,089.2 billion)</i> <b>and 2024 PAT &lt; 111% 2024 Planned PAT</b> <i>(equivalent to VND 2,319 billion)</i>	- Commencing at a rate of <b>0.9%</b> upon reaching 100% of the 2024 planned PAT, for every 1% of PAT exceeding 100% of 2024 planned PAT, the ESOP issuance rate <b>adds 0.049%</b> .
<b>D</b>	<b>PAT 2024 &gt;= 111% Planned PAT 2024</b> <i>(equivalent to VND 2,319 billion)</i>	- Commencing at a rate of <b>1.4%</b> upon reaching 111% of the 2024 planned PAT, for every 1% of PAT exceeding 111% of 2024 planned PAT, the ESOP issuance rate <b>adds 0.062%</b> .

- Issuance conditions: growth rate of PNJ Total Shareholder Return (%TSR) **must be higher or equal to 5%** compared to the growth rate of the VNIndex (%VNIndex return):

$$\%TSR - \%VNIndex\ return \geq 5\%$$

In which:

$$\%TSR = \frac{(End-of-year\ PNJ\ stock\ price - Start-of-year\ PNJ\ stock\ price + Cash\ dividends^*)}{Start-of-year\ PNJ\ stock\ price}$$

\* In the event of a stock split, stock prices will be adjusted per regulations.

\* Cash dividend = Dividend rate (20%) \* Par value

\* End-of-year PNJ stock price: average PNJ stock price in December 2024

\* Start-of-year PNJ stock price: average PNJ stock price in December 2023

$$\%VNIndex\ return = \frac{(End-of-year\ VNIndex - Start-of-year\ VNIndex)}{Start-of-year\ VNIndex}$$

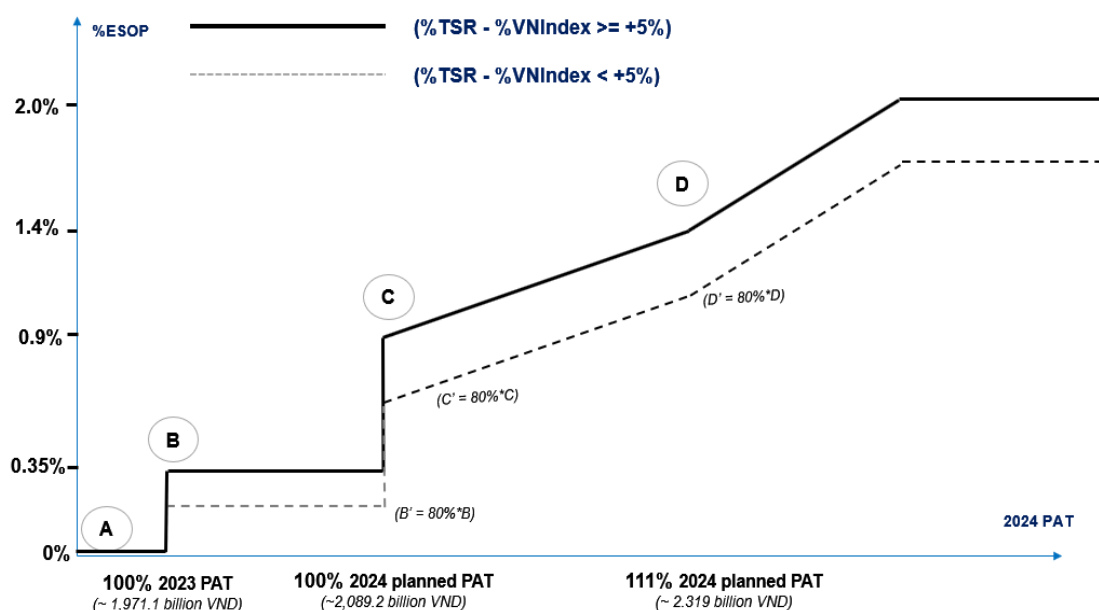
\* End-of-year VNIndex: average VNIndex in December 2024

\* Start-of-year VNIndex: average VNIndex in December 2023

- b. Adjust to **80% of the ESOP issuance ratio at point a** as above if the growth rate of PNJ Total Shareholder Return (% TSR) does not achieve a minimum improvement of **+5%** compared to the growth rate of the VNIndex (%VNIndex return).

$$\%TSR - \%VNIndex\ return < 5\%$$

Illustrative graph



	PAT in 2024 (billion VND)	Compared to 2023 PAT and 2024 planned PAT	%TSRPNJ	%VN Index	%TSR – %VNIndex	ESOP issuance ratio (maximum 2.0%)
Example A	1,950	- Achieving 98.9% of 2023 PAT	+12%	+5%	+7%	ESOP issuance ratio: 0%
Example B	2,070	- Achieving 99.1% of 2024 Planned PAT - Achieving 105.0% of 2023 PAT	+12%	+5%	+7%	ESOP issuance ratio: 0,35%
Example C	2,150	- Achieving 102.9% of 2024 Planned PAT	+12%	+5%	+7%	%ESOP = 0.9% + 2.9% * 100 * 0.049% = 1.04% ESOP issuance ratio: : 1.04%
Example D	2,600	- Achieving 124.4% of 2024 Planned PAT	+12%	+5%	+7%	%ESOP = 1.4% + 13.4% * 100 * 0.062% = 2.23% ESOP issuance ratio: 2.0%

	PAT in 2024 (billion VND)	Compared to 2023 PAT and 2024 planned PAT	%TSRPNJ	%VN Index	%TSR – %VNIndex	ESOP issuance ratio (maximum 2.0%)
Example D'	2,600	- Achieving 124.4% of 2024 Planned PAT	+10%	+6%	+4% (< +5%)	%ESOP = 1.4% + 13.4% *100 * 0.062% = 2.23% <b>ESOP issuance ratio: 2.0% * 80% = 1.6%</b>

c. Policies for issuing shares under the Employee Stock Ownership Program (ESOP)

o Participants eligible for share purchase:

- + Members of the Board of Directors, members of the Executive Board, key leaders, managers, key employees of PNJ and its subsidiaries who have actively contributed to achieving the 2024 business plan.
- + Specific criteria, a list, and number of shares available for purchase will be detailed and approved by the Board of Directors.

o Number of issuance shares:

*The number of ESOP issuance shares = ESOP issuance ratio \* Total number of outstanding shares of the Company at the time of issuance.*

o Par value per share: VND 10,000 (Ten thousand Vietnamese dong).

o Issuance price: **VND 20,000** (Twenty thousand Vietnamese dong).

o Transfer Restriction Period: The transfer restriction period within 36 months from the date of completion of the issuance.

*(It means that: 30% of shares have the right to transfer after 12 months, 60% after 24 months, and 100% after 36 months from the date of completion of the issuance.)*

d. Delegation to the Board of Directors:

- o The Board of Directors has full authority to decide on detailed issuance plans, specific issuance subjects, and issuance timelines.
- o The Board of Directors determines the actual number of shares to be issued based on the number of outstanding shares at the time of issuance.

**ARTICLE 5: APPROVAL OF THE SELECTION OF THE AUDIT FIRM FOR THE FINANCIAL YEAR 2024:**

The General Meeting of Shareholders instructed the Board of Directors to decide on the selection of one of four auditing companies from the list of auditing companies (including, but not limited to, branches of those auditing companies) approved by the State Securities Commission of Vietnam to audit entities with interests in the securities areas proposed below to perform audit work for PNJ's 2024 financial year:

1. PwC (VIETNAM) COMPANY LIMITED
2. DELOITTE VIETNAM AUDIT COMPANY LIMITED

3. ERNST & YOUNG VIET NAM COMPANY LIMITED
4. KPMG COMPANY LIMITED

## **ARTICLE 6: APPROVAL OF PROFIT AND FUNDS ATTRIBUTION IN 2023**

The General Meeting of Shareholders approved the profit and funds distribution in 2023, and the profit distribution plan for 2024, outlined as follows:

### **1. Profit distribution for 2023**

Unit: Million VND

<b>I. BUSINESS RESULTS IN 2023 (CONSOLIDATED)</b>	<b>Amount</b>
- Profit before tax in 2023	2,488,760
- Corporate Income Tax	517,593
- Deferred Income Tax	68
- Profit After Tax	1,971,099
<b>II. TOTAL UNDISTRIBUTED PROFIT AFTER TAX</b>	<b>1,971,099</b>
- Undistributed profit after tax in 2023	1,971,099
<b>1. Deducting to establish funds</b>	<b>877,861</b>
- Development and investment fund - Deduct 35% of Total Undistributed profit after tax in 2023	689,884
- Employee bonus and welfare fund - Deduct 5% of total undistributed profit after tax in 2023	98,555
- BOD's operating fund – Deduct 2% of total undistributed profit after tax in 2023	39,422
- Reward fund for the Board of Directors and Key Leaders - Deduct total undistributed after-tax profits in 2023	50,000
<b>2. Dividend payment in 2023: Rate 20%/par value</b>	<b>669,119</b>
- Advance payment for the first installment in 2023 (6%/par value)	200,736
- Expected dividend payout for the remaining installments in 2023 (14%/par value)	468,383
<b>III. RETAINED PROFITS</b>	<b>1,193,119</b>
Retained profits brought forward	769,000
Retained profits for 2023	424,119

## **2. Profit distribution plan for 2024:**

<b>I. Funds Establishment</b>	
Development and Investment Fund	Deduction of 40% of total undistributed profits after tax in 2024
Employee Bonus and Welfare Fund	Deduction of 5% of total undistributed profits after tax in 2024
BOD's Operating Fund	Deduction of 2% of total undistributed profits after tax in 2024
Reward fund for the Board of Directors and Key Leaders	<ul style="list-style-type: none"><li>- If the profit after tax in 2024 is higher or equal to the profit after tax in 2023 (equivalent to <b>1,971.1 billion VND</b>), a bonus of <b>35 billion VND</b> will be allocated to the Board of Directors and key leaders.</li><li>- If the profit after tax in 2024 is higher or equal to the planned profit after tax in 2024 (equivalent to <b>2,089.2 billion VND</b>), a bonus of <b>50 billion VND</b> will be allocated to the Board of Directors and key leaders.</li></ul>
<b>II. Dividend Payment in 2024</b>	<b>Expected rate 20%/par value</b>

### **ARTICLE 7: APPROVAL OF THE PLAN TO ISSUE SHARES TO THE KEY PERSONNEL OF PNJ AND ITS SUBSIDIARIES IN 2024 BASED ON THE RESULTS OF THE PROFIT AFTER TAX IN 2023**

The General Meeting of Shareholders approved the issue of shares as part of the employee stock ownership plan (ESOP) in 2024 with the following content:

#### **1. Purpose of issuing shares as part of the employee stock ownership plan:**

- In recognition of the accomplishments of the members of the Board of Directors, Executive Committee, and key managers/employees whose efforts have significantly contributed to the growth of PNJ and its subsidiaries.
- The issuance of shares under the employee stock ownership plan serves as a reward for the performance of the Board of Directors, the Executive Board, and key managers/employees who have made significant contributions to the company or its subsidiaries.
- To incentivize the Board of Directors, the Executive Board, and key managers/employees in pivotal roles to successfully accomplish assigned tasks.
- To attract and retain committed, talented, and experienced employees.

#### **2. Plan to issue ESOP shares in 2024 based on the profit after tax generated in 2023:**

- Stock name: Share of Phu Nhuan Jewelry Joint Stock Company.

- Type of shares: Ordinary shares.
  - Share par value: 10,000 VND/share.
  - Charter capital of the Company: VND 3,347,291,800,000.
  - Number of treasury shares: 169,559 shares.
  - Number of shares outstanding: 334,559,621 shares.
  - Total number of shares expected to be issued: 3,345,596 shares (\*), which corresponds to 1% of the shares in circulation.
- (\* ) The actual number of ESOP shares issued will be adjusted according to the company's charter capital at the time of issuance, ensuring that it complies with the plan approved by the General Meeting of Shareholders, which aims to allocate 1% of the outstanding shares.
- Total issuance value at par value (expected): VND 33,455,960,000.
  - Expected charter capital after issuance: VND 3,380,747,760,000.
  - Subject of the issue: employees (members of the Board of Directors, members of the Executive Committee, key leaders, mid-level officials, key employees of PNJ and its subsidiaries) with contributions that actively contribute to the overachievement of the 2023 business plan. The specific criteria, the list and the exact number of shares to be acquired will be approved by the Board of Directors.
  - Issue price: 20,000 VND/share (Twenty thousand VND/share).
  - Expected issue date: Expected to be 2024. The exact date is at the discretion of the Board of Directors.
  - Transfer restrictions:
    - + 100% of the shares will be restricted for transfer within 12 months from the date of completion of the tranche issue, 70% within 24 months, and 40% within 36 months.
    - + The total number of additional shares issued as a result of dividend distributions by the Company in the form of shares and/or bonus shares from equity/treasury shares received by employees will be determined based on the number of ESOP shares. Employees who are in the transfer restriction period will be excluded from the transfer in proportion to the number of ESOP shares excluded from the transfer and at the corresponding time.
  - Buyback and recall of shares will be applicable in cases where employees leave their position before the expiration of the transfer restriction period. However, shares will not be recalled or repurchased unless determined otherwise by the Chairperson of the Board of Directors, at market price or at an agreed price.
    - + Form of buyback and recall of shares: The Company and/or the Trade Union will initiate the repurchase or recall of shares that remain under transfer restrictions from employees who leave their jobs.
      - o If the Company repurchases or recalls shares from departing officers and employees: all shares repurchased or recalled will be designated as treasury shares, and the



Company will undertake the necessary procedures to reduce the corresponding charter capital by an amount equal to the total value of the repurchased or recalled shares, calculated based on the par value of the shares.

- If the Trade Union repurchases or recalls shares from departing officers and employees: the entire quantity of repurchased or recalled shares will remain under transfer restrictions for the remaining duration of the original transfer restriction period, ensuring a total transfer restriction period of one year from the completion date of the share issuance. Should this quantity of shares have been subject to transfer restrictions for a minimum of one year from the issuance completion date, they will be converted into freely transferable shares.
- + Price to buy back and recall shares:
  - For ESOP shares that are still under transfer restrictions for employees: Equivalent to the price at which ESOP shares were originally issued to employees.
  - For the additional shares issued to employees (if any) as a result of the Company paying stock dividends and/or stock bonuses from equity capital/treasury shares during a restricted transfer period: The Company/Trade Union will repurchase and recall these shares accordingly at no cost (buy back or recall at a price of 0 VND/share).

**3. Registration of additional securities and additional listings for all additional shares issued:**

All additional shares issued will be registered as additional securities with the Vietnam Securities Depository and Clearing Corporation, and an application for additional listing will be submitted to the Ho Chi Minh City Stock Exchange upon completion of the issuance.

**4. Delegates authority to the Board of Directors to make decisions on all matters related to the issuance of shares**

The AGM delegates authority to the Board of Directors to make decisions on all matters concerning the issuance of shares under the employee stock option program, as follows:

- Re-determine the number of shares issued based on the Company's actual charter capital at the time of execution;
- Endorse a plan to ensure that the issuance of shares complies with regulations on the foreign ownership ratio in the event of issuing shares to employees who are foreign investors;
- Approve the criteria for selecting employees (including BOD Members) eligible to participate in purchasing shares, as well as the list and quantity of shares to be purchased;
- Undertake the necessary procedures to register the stock issuance with the State Securities Commission (SSC) and provide explanations to the SSC when required;
- Amend or supplement the issuance plan as requested by the SSC or to adhere to relevant legal regulations when necessary.
- Execute procedures to register the increase in charter capital with the Department of Planning and Investment of Ho Chi Minh City subsequent to the conclusion of the stock

issuance;

- Revise provisions concerning charter capital, shares, and stocks in the Company's Charter of Organization and Operation following the completion of the stock issuance to align with the issuance outcomes;
- Undertake necessary procedures to register additional securities and request an additional listing of all issued shares with the Vietnam Securities Depository and Clearing Corporation, as well as the Ho Chi Minh City Stock Exchange;
- Fulfill other relevant tasks required to complete the assigned responsibilities;
- Regarding the buyback and recall of shares from departing employees: AGM delegates authority to the Chairperson of the BOD to make determinations on all matters pertaining to the buyback and recall of shares, including but not limited to approving the method (such as repurchasing as treasury shares or the Trade Union repurchasing shares), determining the quantity of shares repurchased and withdrawn in each batch, and executing registration procedures with the SSC in accordance with applicable law (if any).

## **ARTICLE 8: APPROVAL OF THE ISSUANCE OF ESOP SHARES FOR KEY LEADERS OF PNJ IN 2024**

The General Meeting of Shareholders has approved the issuance of ESOP shares to key leaders of PNJ in 2024 with the following provisions:

### **1. Purpose of the shares issuance under the Employee Stock Ownership Plan:**

- Acknowledge continuous efforts that have resulted in exceptional business outcomes and implement the value-sharing with key leaders strategy.
- Foster long-term engagement and dedication of key leaders to perpetuate the company's sustainable value creation and shareholders over the long haul.

### **2. Plan for issuing ESOP shares in 2024, contingent on the Company's production and business performance from 2018 to 2023, delineated as follows:**

- Stock name: Phu Nhuan Jewelry Joint Stock Company stock.
- Share type: Common shares.
- Share par value: 10,000 VND/share.
- Company's charter capital: 3,347,291,800,000 VND.
- Number of treasury shares: 169,559 shares.
- Number of outstanding shares: 334,559,621 shares.
- Total number of expected shares to be issued: 1,800,000 shares, equivalent to 0.54% of outstanding shares.
- Total issuance value at par value (expected): 18,000,000,000 VND.
- Expected charter capital post-issuance (comprising ESOP shares issued in 2024 based on 2023 after-tax profits): 3,398,747,760,000 VND.
- Subjects/criteria for issuance: Three (03) key leaders instrumental to PNJ's exceptional accomplishments from 2018 to 2023, specifically:
  - Ms. Cao Thi Ngoc Dung – Chairperson of the Board of Directors

- Mr. Le Tri Thong – Vice Chairperson of the Board of Directors and Chief Executive Officer
- Ms. Dang Thi Lai – Member of the Board of Directors and Chief Finance Officer

The principles for determining the share allocation to each individual will be ratified by the Board of Directors.

- Issuance price: **20,000 VND/share** (Twenty thousand VND/share).
- Expected issuance timing: Expected in 2024, with the precise timing at the discretion of the Board of Directors.

To be clear, the implementation of issuing ESOP shares based on the Company's production and business activities from 2018 to 2023 will occur concurrently.

- Plan to ensure adherence to regulations on foreign ownership ratio: This share issuance is exclusively earmarked for the aforementioned three Board members (who are Vietnamese individuals), thereby ensuring compliance with regulations on foreign ownership ratio.
- Transfer restrictions:
  - + 100% of shares are subject to restriction within 12 months, 70% within 24 months, and 40% within 36 months from the completion date of issuance.
  - + The entirety of additional shares issued consequent to the Company's disbursement of stock dividends and/or stock bonuses, originating from equity/treasury shares that employees receive, will be subject to transfer restrictions akin to the ratio and duration corresponding to the ESOP shares under transfer restriction.

**3. Register additional securities and register additional listing of all additional shares issued:**

All additional shares issued will be registered as supplementary securities with the Vietnam Securities Depository and Clearing Corporation and listed for supplementary listing on the Ho Chi Minh City Stock Exchange upon completion of the issuance.

**4. Assign to the Board of Directors on issues related to the issuance of shares:**

The Board of Directors is granted authority by the General Meeting of Shareholders to make decisions on all matters concerning the issuance of shares under the Employee Stock Ownership Plan outlined above, including:

- Approving the principles for determining the allocation of shares and the list of shares to be acquired by the aforementioned three members;
- Undertaking necessary procedures for registering stock issuance with the State Securities Commission and providing explanations to the Commission (if required);
- Modifying or supplementing the issuance plan as requested by the State Securities Commission or to ensure compliance with relevant legal regulations (if necessary);
- Completing procedures for registering a new increase in charter capital with the Department of Planning and Investment of Ho Chi Minh City following the conclusion of the stock issuance;
- Adjusting provisions related to charter capital, shares, and stocks in the Company's Charter of Organization and Operation to align with the issuance outcomes;
- Executing necessary procedures for registering supplementary securities and listing

- all additional shares issued with the Vietnam Securities Depository and Clearing Corporation and the Ho Chi Minh City Stock Exchange;
- Undertaking other tasks related to fulfilling assigned responsibilities.

**ARTICLE 9: APPROVAL OF THE TRANSACTIONS/ AGREEMENTS/ PRINCIPAL CONTRACTS BETWEEN THE COMPANY AND ITS SUBSIDIARY**

The General Meeting of Shareholders hereby approves the transaction/agreements/principle contracts between the Company and its subsidiaries with the contents as stated in Proposal No. 221/2024/TTr-HĐQT-CTY signed on March 26, 2024.

**ARTICLE 10: APPROVAL OF AMENDMENTS AND SUPPLEMENTS TO THE BUSINESS LINES**

The General Meeting of Shareholders has approved the amendments and supplements to the Company's business lines with the following specific content:

1. Amendments and supplements to the business lines:

<b>Current business lines</b>	<b>Business lines code</b>	<b>The business lines are expected to be amended and supplemented</b>	<b>Business lines code</b>
Wholesale of metal and metal ores Details: <b>Trading in gold jewelry, handicrafts; wholesale of finished silver; Buying and selling gold bars, wholesaling of precious metals, gemstones already strung into necklaces, or mounted or inset.</b>	4662	Wholesale of metals and metal ores. Details: <b>Trading in gold jewelry, handicrafts. Wholesale of silver, precious metals, gemstones, semi-precious stones. Buying and selling gold bars.</b>	4662
Retail of other goods in specialty stores. Details: - <b>Trading in gold jewelry, handicrafts; Trading in finished silver; Retail of precious metals, gemstones already strung into necklaces, or mounted or inset.</b> - Retail of souvenirs, woven items, handicrafts. Retail of watches, eyewear. - Exporting, importing gold jewelry,	4773 (Main)	Retail of other new goods in specialty stores Details: - <b>Trading in gold jewelry, handicrafts. Retail of silver, precious metals, gemstones, and semi-precious stones, jewelry.</b> - Retail of souvenirs, woven items, handicrafts. Retail of watches, eyewear. <b>Retail of silver, raw precious metals.</b>	4773 (Main)

<b>Current business lines</b>	<b>Business lines code</b>	<b>The business lines are expected to be amended and supplemented</b>	<b>Business lines code</b>
handicrafts. Buying and selling gold bars.		- Exporting, importing gold jewelry, handicrafts. Buying and selling gold bars.	

2. Assign to the Legal Representative to carry out procedures related to the amendments and supplementation of business lines in the Enterprise Registration Certificate of Phu Nhuan Jewelry Joint Stock Company at the Department of Planning and Investment of Ho Chi Minh City in accordance to the law.
3. Amend and supplement Clause 2, Article 6 "Scope of production and business activities" of the Company's Charter with the business lines and industries planned to be added above.

**ARTICLE 11: APPROVAL OF THE AMENDMENT AND SUPPLEMENT OF THE CHARTER OF ORGANIZATION AND OPERATION, INTERNAL REGULATIONS ON CORPORATE GOVERNANCE, AND OPERATION REGULATIONS OF THE COMPANY'S BOARD OF DIRECTORS**

The General Meeting of Shareholders has approved the amendments and supplements to the Charter of organization and operation, internal regulations on corporate governance, and operating regulations of the Board of Directors of the Company. The full text of the Charter of organization and operation and the Company's Regulations are attached to this Resolution.

The above-mentioned new Charter of Organization and Operation and Regulations of the Company shall take effect from the date of signing and replace the most recently amended Charter of Organization and Operation and Regulations of the Company.

**ARTICLE 12: APPROVAL OF THE ELECTION OF THE MEMBER OF BOD FOR THE TERM 2024 – 2029 DUE TO ONE MEMBER OF BOD CONCLUDING HER TERM.**

The General Meeting of Shareholders has approved the election of members of the Board of Directors for the term 2024 - 2029 with the following contents:

**Dismissal of a member of the Board of Directors:**

<b>No.</b>	<b>Full name</b>	<b>Term</b>	<b>Position</b>	<b>Reason</b>
1	Dang Thi Lai	2019 – 2024	Member of the Board of Directors	Expiration term

1. **Approve the election of one additional member of the Board of Directors for the term 2024 - 2029 at the Company's 2024 Annual General Meeting of Shareholders.**
2. **Approval of the results of the additional election of members of the Board of Directors for the term 2024 - 2029 of Phu Nhuan Jewelry Joint Stock Company.**  
**Members elected to the Board of Directors:**

- Mr/Ms .....

**ARTICLE 13: ASSIGN THE BOARD OF DIRECTORS TO ORGANIZE IMPLEMENTATION OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTION.**

The Board of Directors, along with the Chairperson of the Board of Directors, is entrusted with the responsibility for effectively executing the resolutions outlined in this Resolution by the General Meeting of Shareholders. This includes ensuring compliance with all relevant laws, the Company's Charter of Organization and Operation, internal regulations on corporate governance, operating regulations of the Board of Directors, and complete information disclosure as mandated by law.

The delegation of powers and responsibilities by the General Meeting of Shareholders remains effective until the Board of Directors/Chairperson of the Board of Directors has successfully completed the assigned tasks, or until the General Meeting of Shareholders issues a Resolution for any necessary changes.

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS  
PHU NHUAN JEWELRY JOINT STOCK COMPANY  
CHAIRPERSON OF THE BOARD OF DIRECTORS**

**CAO THI NGOC DUNG**