

MINUTES OF VOTE COUNTING OF OBTAINING SHAREHOLDERS' WRITTEN OPINIONS

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020, amended and supplemented in 2022, 2025, and its implementing legal documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019, amended and supplemented in 2024, and its implementing legal documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31st, 2020, of the Government detailing and guiding the implementation of certain articles of the Law on Securities and Decree No. 245/2025/ND-CP dated September 11th, 2025, of the Government regarding the amendment and supplementation of certain articles of Decree No. 155/2020/ND-CP dated December 31st, 2020;
- Pursuant to the Charter on organization and operation of Phu Nhuan Jewelry Joint Stock Company dated October 13th, 2025 ("**Charter**");
- Pursuant to the List of shareholders finalized on January 12th, 2026, for obtaining shareholders' written opinions;
- Pursuant to the written opinion forms ("**Opinion forms**") received by the Company as of 12:00 PM, February 10th, 2026.

Today, at 09:00 AM on February 11th, 2026, at the headquarters of Phu Nhuan Jewelry Joint Stock Company ("**Company**"/"**PNJ**"), following the deadline for submission of the Written Opinion Forms of the General Meeting of Shareholders dated January 20th, 2026 regarding the approval of the plan for the issuance of shares to increase share capital from equity sources and the approval of the amendments and supplements to the Charter on the organization and operation of the Company, the Company conducts the vote counting of the results of obtaining shareholders' written opinions via an in-person meeting as follows:

A. COMPANY INFORMATION

1. Company Name: **PHU NHUAN JEWELRY JOINT STOCK COMPANY**
2. Head office address: 170E Phan Dang Luu, Duc Nhuan Ward, Ho Chi Minh City, Vietnam.
3. Enterprise registration certificate No. 0300521758 issued by the Ho Chi Minh City Department of Planning and Investment for the first time on January 2nd, 2004, and registered for the 39th amendment on October 22nd, 2025.
4. Total number of issued shares of the Company: 341,318,666 shares.

5. Total number of treasury shares: 169,559 shares.
6. Total number of outstanding shares: 341,149,107 shares.

B. PARTICIPANTS

1. Representatives of the Board of Directors

- Ms. Cao Thi Ngoc Dung – Chairperson of the Board of Directors
- Mr. Le Tri Thong – Vice Chairperson of the Board of Directors
- Ms. Tran Phuong Ngoc Thao – Vice Chairperson of the Board of Directors
- Ms. Dang Thi Lai – Member of the Board of Directors
- Mr. Dao Trung Kien – Member of the Board of Directors
- Mr. Dang Hai Anh – Member of the Board of Directors
- Mr. Nguyen Tuan Hai – Independent Member of the Board of Directors
- Ms. Tieu Yen Trinh – Independent Member of the Board of Directors
- Mr. Le Quang Phuc – Independent Member of the Board of Directors

2. Vote Counting Supervisor

- Mr. Le Anh Duc – Shareholder of the Company, not holding any management position, not being an internal person or a related person of an internal person of the Company

3. Vote Counting Committee

- Mr. Nguyen Anh Tuan – Head of Internal Audit/ Head of Vote Counting Committee
- Mr. Nguyen Thanh Du – Shareholder of the Company, not being an internal person or a related person of an internal person/ Member of Vote Counting Committee
- Mr. Tran Khiet Luan – Deputy Manager, Investment Banking Division, Rong Viet Securities Corporation/ Member of Vote Counting Committee

4. Secretary

- Ms. Phan Thi Xuan Mai – Senior Manager of the Board of Directors’ Office/ Secretary

C. VOTE COUNTING MATTERS

1. Purpose of obtaining shareholders' opinions:

The Board of Directors (“**BOD**”) of Phu Nhuan Jewelry Joint Stock Company conducts the collection of shareholders' written opinions to approve matters under the authority of the General Meeting of Shareholders (“**GMS**”), specifically as follows:

- Approval of the plan for the issuance of shares to increase share capital from equity sources.
- Approval of the amendments and supplements to the Charter on the organization and operation of the Company.

2. Matters requiring shareholders' opinions

- **Matter 1:** Approval of the plan for the issuance of shares to increase share capital from equity sources, with the contents stated in Proposal No. 40/2026/TTr-HDQT-CTY dated January 20th, 2026.

- **Matter 2:** Approval of the amendments and supplements to the Charter on the organization and operation of the Company, with the contents stated in Proposal No. 41/2026/TTr-HDQT-CTY dated January 20th, 2026.

Documents related to the matters for opinion collection and the Draft GMS Resolution were attached to the Opinion forms sent to shareholders according to the Shareholder List finalized on January 12th, 2026, and were posted on PNJ's website at the link: <https://www.pnj.com.vn/> under the "Investor Relations" section.

D. THE VOTE COUNTING COMMITTEE CONDUCTED THE COUNTING OF OPINION FORMS ACCORDING TO THE FOLLOWING PRINCIPLES:

- Voting for approval: Opinion forms marked by the shareholder/legal representative in the "Agree" box are considered as approving the matter.
- Voting for disapproval: Opinion forms marked by the shareholder/legal representative in the "Disagree" box are considered as not approving the matter.
- Voting with no opinion: Opinion forms marked by the shareholder/legal representative in the "No Opinion" box, or when all 3 boxes (agree, disagree, no opinion) for a matter are not marked but the shareholder/legal representative still signs and writes their full name on the opinion form, such Opinion forms are considered as having no opinion on that matter.
- Invalid voting: Invalid Opinion forms are forms in the following cases: (i) marking 02 (two) or more boxes for a single matter, in which case the vote for that matter is invalid; (ii) lack of signature of the shareholder (if the shareholder is an individual) or lack of signature of the legal representative and the seal (if any) (if the shareholder is an organization); (iii) the envelope containing the opinion form was opened before the vote-counting; (iv) the form is corrected, erased, marked, or contains additional symbols; and (v) the form is sent to PNJ after the prescribed deadline; and (vi) the shareholder does not attach a power of attorney in case the shareholder authorizes another person to exercise voting rights.

In one Opinion form, the matters for opinion collection are opined independently of each other. The invalidity of the voting part for one matter does not affect the validity of another matter.

- Not participating in voting: Opinion forms sent to shareholders but returned due to incorrect registered address or other reasons (shareholder refused to receive mail/not present at the mailing address, etc.); or Opinion forms sent to the Company at the notified address but **after 12:00 PM, February 10th, 2026**; or forms that shareholders did not send back to the Company are considered as not participating in voting on the matters.

E. RESULTS OF INSPECTION OF OPINION FORMS

1. Method of sending opinion forms:

Shareholders returned the answered Opinion forms to the Company via direct mail or by post.

2. Vote counting results:

In accordance with the List of Company's Shareholders finalized on January 12th, 2026, by the Vietnam Securities Depository and Clearing Corporation, the BOD sent opinion forms to shareholders with the following information:

- Period for opinion collection: from January 20th, 2026, to 12:00 PM on February 10th, 2026.
- Total number of voting shares: 341,149,107 shares.
- Total number of voting shareholders: 12,620 shareholders, owning 341,149,107 voting shares of the Company, equivalent to 100% of the total voting shares.
- Total number of Opinion forms sent: 12,620 Opinion forms were sent to 12,620 shareholders owning 341,149,107 common shares with voting rights, accounting for 100% of the total voting shares.
- Status of receiving Opinion forms from shareholders:

Content	Number of Opinion forms	Corresponding number of shares	Rate on total voting shares
a. Total Opinion forms sent by shareholders to the Company	842	265,911,940 shares	77.95%
- Valid forms	822	265,726,061 shares	77.89%
- Invalid forms	20	185,879 shares	0.05%
b. Total Opinion forms of shareholders not participating in voting	11,778	75,237,167 shares	22.05%

3. Voting results:

3.1 Matter 1: Approval of the plan for the issuance of shares to increase share capital from equity sources, with the contents stated in Proposal No. 40/2026/TTr-HDQT-CTY dated January 20th, 2026.

Shareholders' opinions on the above matter are as follows.

Opinion	Number of Opinion forms	Number of voting shares	Rate on total voting shares
Agree	777	265,268,121 shares	77.76%
Disagree	0	0 shares	0.00%
No opinion	45	457,940 shares	0.13%
Invalid	20	185,879 shares	0.05%

3.2 Matter 2: Approval of the amendments and supplements to the Charter on the organization and operation of the Company, with the contents stated in Proposal No. 41/2026/TTr-HDQT-CTY dated January 20th, 2026.

Shareholders' opinions on the above matter are as follows:

Opinion	Number of Opinion forms	Number of voting shares	Rate on total voting shares
Agree	773	265,233,809 shares	77.75%
Disagree	0	0 shares	0.00%
No opinion	49	492,252 shares	0.14%
Invalid	20	185,879 shares	0.05%

F. MATTERS APPROVED BY THE GMS

In accordance with the Law on Enterprises, the Charter on the organization and operation of the Company, and the voting results mentioned above, the GMS approves the following matters:

1. Matter 1: Approval of the plan for the issuance of shares to increase share capital from equity sources, with the contents stated in Proposal No. 40/2026/TTr-HDQT-CTY dated January 20th, 2026, as follows:

1.1. Approval of the issuance plan with the following details:

1.1.1. Current charter capital: VND 3,413,186,660,000.

1.1.2. Total number of shares before issuance: 341,318,666 shares, in which:

- Number of outstanding shares: 341,149,107 shares
- Number of treasury shares: 169,559 shares

1.1.3. Expected number of shares to be issued: **170,574,553 shares**, equivalent to 50.0% of the number of outstanding shares.

1.1.4. Number of shares after issuance (expected): 511,893,219 shares, in which:

- Number of outstanding shares (expected): 511,723,660 shares
- Number of treasury shares: 169,559 shares

1.1.5. Charter capital after issuance (*expected*): VND 5,118,932,190,000.

1.1.6. Par value of issuance: VND 10,000 (*In words: Ten thousand Vietnam Dong*)

1.1.7. Right exercise ratio: **2:1**. On the record date for the exercise of rights, a shareholder owning 02 shares will receive 01 new share.

1.1.8. Source of capital for issuance: From equity sources based on the latest financial statement audited by an approved auditing organization, including the following sources: share premium and undistributed profit after tax.

1.1.9. Rounding and fractional share handling plan: The number of shares issued to increase share capital from equity sources will be rounded down to the unit level. Any fractional shares arising (if any) due to rounding down will be cancelled.

Example: On the record date for the exercise of rights to receive shares issued to increase share capital from owner's equity, Shareholder A owns 125 shares. With the exercise ratio of 2:1, Shareholder A is entitled to receive: $125:2 = 62.5$ shares. According

to the rounding principle, Shareholder A will receive 62 shares. The fractional 0.5 share will be cancelled.

- 1.1.10. Transfer restrictions: Shares issued to increase share capital from equity sources to existing shareholders shall be freely transferable, except for the additional shares issued from shares under the Employee Stock Option Program (“ESOP”) that are still within the transfer restriction period, which shall be subject to corresponding transfer restrictions (*based on the timeframe and ratio corresponding to the number of ESOP shares currently restricted under the ESOP issuance plans of the respective years*).
- 1.1.11. Expected issuance time: Expected in Quarter 1 - Quarter 2 of 2026, and the Board of Directors (“BOD”) is assigned to decide the specific timing of issuance.
- 1.2. Approval of the increase in the charter capital of the Company corresponding to the total par value of the actual number of issued shares.
- 1.3. Approval of the amendment to the Charter on the organization and operation of the Company to record the new charter capital level based on the total par value of the actual number of issued shares.
- 1.4. Approval of the additional securities registration and listing registration for the actual number of issued shares with the Vietnam Securities Depository and Clearing Corporation and the Ho Chi Minh City Stock Exchange.
- 1.5. Assignment to the BOD and permitting the BOD to authorize the Chairperson and/or the Chief Executive Officer to implement the following tasks:
 - Decision on the detailed issuance plan, supplementing or amending the issuance plan as required by the State Securities Commission and/or for the purpose of compliance with relevant legal regulations;
 - Balancing and deciding on the detailed capital sources used for the share issuance to increase share capital from equity sources in accordance with regulations;
 - Selection of the record date for shareholders to exercise their rights and appropriate implementation of the issuance;
 - Amendment to the Charter on the organization and operation of the Company to record the new charter capital level based on the total par value of the actual number of issued shares;
 - Carrying out the necessary procedures for registration of charter capital increase at the Ho Chi Minh City Department of Finance, additional depository registration of the actual issued shares at the Vietnam Securities Depository and Clearing Corporation, and additional listing of the actual issued shares at the Ho Chi Minh City Stock Exchange;
 - Decision on other matters and implementation of other tasks that the BOD or the Chairperson or the Chief Executive Officer deems necessary related to the share issuance to increase share capital from equity sources.

This matter was approved with an affirmative voting rate of 77.76% of the total voting shares.



2. **Matter 2:** Approval of the amendments and supplements to the Charter on the organization and operation of the Company, with the contents stated in Proposal No. 41/2026/TTr-HDQT-CTY dated January 20th, 2026, specifically as follows:

2.1. Approval of the amendments and supplements to Point (d) and Point (g), Clause 1, Article 38 of the Charter on the organization and operation of the Company as follows:

Current content	Proposed amendment content
<p>Article 38: MEMBERS OF THE BOARD OF DIRECTORS</p> <p>38.1 Members of the Board of Directors may not be Shareholders of the Company and shall meet the following criteria, unless the General Meeting of Shareholders decides otherwise:</p> <p>...</p> <p>d) Not concurrently serving as a member of the board of directors, chief executive officer, or enterprise manager for another enterprise operating in the jewelry, watch, and eyewear manufacturing and trading industry;</p> <p>...</p> <p>g) Not concurrently serving as a member of the board of directors in more than five (05) other companies; and</p> <p>...</p>	<p>Article 38: MEMBERS OF THE BOARD OF DIRECTORS</p> <p>38.1 Members of the Board of Directors may not be Shareholders of the Company and shall meet the following criteria, unless the General Meeting of Shareholders decides otherwise:</p> <p>...</p> <p>d) Not concurrently serving as a member of the board of directors, chief executive officer, or enterprise manager for another enterprise operating in the jewelry, watch, and eyewear manufacturing and trading industry, <u>except for enterprises in which the Company holds capital contributions;</u></p> <p>...</p> <p>g) Not concurrently serving as a member of the board of directors or <u>a member of the board of members</u> in more than five (05) other companies; and</p> <p>...</p>



2.2. Assigning the Chairperson of the BOD to sign and issue the Charter on the organization and operation of the Company based on the contents approved by the GMS in Clause 2.1 above, including corrections for spelling errors, abbreviated terms, and article references from the contents approved by the GMS.

2.3. The Charter on the organization and operation of the Company shall take effect from the date of signing and issuance.

This matter was approved with an affirmative voting rate of 77.75% of the total voting shares.

The Vote Counting ended at 11:30 AM on the same day.

The Minutes of Vote Counting were established on the spot, with contents agreed upon by all members of the Board of Directors, the Vote Counting Committee, and the Vote Counting Supervisor as stated above.

The Minutes of Vote Counting are made in three (03) copies with equal legal validity.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON OF THE BOARD OF DIRECTORS

SECRETARY

PHAN THI XUAN MAI



CAO THI NGOC DUNG

Members of the Vote Counting Committee

HEAD OF COMMITTEE

NGUYEN ANH TUAN

MEMBER

NGUYEN THANH DU

MEMBER

TRAN KHIET LUAN

Vote Counting Supervisor

LE ANH DUC

