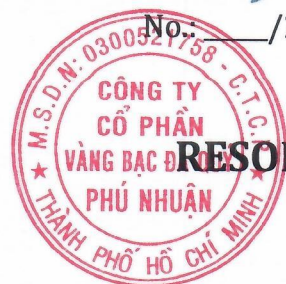




SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No. /2026/NQ-DHDCD-CTY

Ho Chi Minh City, , 2026



RESOLUTION OF THE 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 17th, 2020, as amended and supplemented in 2022, 2025, and any related implementation documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019, as amended and supplemented in 2024, and any related implementation documents;
- Pursuant to the Charter on the organization and operation of Phu Nhuan Jewelry Joint Stock Company (“Company”/ “PNJ”) dated October 13th, 2025 (“Charter”);
- Pursuant to the Minutes of vote-counting for the written opinion form of shareholders No. /BBKP-GMS-CTY dated / /2026.

RESOLVED

ARTICLE 1. APPROVAL OF THE PLAN FOR THE ISSUANCE OF SHARES TO INCREASE SHARE CAPITAL FROM EQUITY SOURCES

The General Meeting of Shareholders (“GMS”) approves the plan for the issuance of shares to increase share capital from equity sources 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 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 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.

ARTICLE 2. APPROVAL OF THE AMENDMENTS AND SUPPLEMENTS TO THE CHARTER ON THE ORGANIZATION AND OPERATION OF THE COMPANY

The General Meeting of Shareholders approves the amendments and supplements to the Charter on the organization and operation of the Company with the following specific contents:

- 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.

ARTICLE 3. PROVISIONS FOR IMPLEMENTATION

3.1. Effectiveness:

- The Resolution shall take effect from the date of signing and promulgation.

3.2. Implementation:

- Assign the BOD to organize the implementation of the 2026 Resolution of GMS conducted via the form of collecting written ballots from shareholders.
- For the matters that the GMS authorizes and/or assigns to the BOD/Chairperson/Chief Executive Officer as stated in this Resolution, the BOD/Chairperson/Chief Executive Officer shall be responsible for implementing them effectively, ensuring compliance with the law, the Charter on the organization and operation, the Internal Regulation on corporate governance, the Regulation on operation of the BOD of the Company, and fully disclosing information in accordance with law. The authorization and/or assignment of the GMS is effective until the BOD/Chairperson/Chief Executive Officer completes the tasks or the GMS issues a Resolution to notify.

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

CAO THI NGOC DUNG

