

Ho Chi Minh City, April 22nd, 2026

**REGULATION ON THE ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS
PHU NHUAN JEWELRY JOINT STOCK COMPANY**

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 ("**Law on Enterprises**") and its amending and supplementing documents (if any);*
- *The Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019 and its amending and supplementing documents (if any);*
- *The Decree No. 155/2020/ND-CP of the Government dated December 31st, 2020 detailing the implementation of a number of articles of the Law on Securities ("**Decree 155**");*
- *The Decree No. 245/2025/ND-CP of the Government dated September 11th, 2025 on amending and supplementing a number of articles of Decree 155 ("**Decree 245**");*
- *The Charter on organization and operation of Phu Nhuan Jewelry Joint Stock Company ("**Charter**") dated February 11th, 2026;*
- *The Regulation on working and voting at the 2026 Annual General Meeting of Shareholders ("**Regulation on working and voting at the AGM**");*
- *The Regulation on nomination and self-nomination for members of the Board of Directors of Phu Nhuan Jewelry Joint Stock Company ("**Regulation on nomination and self-nomination**");*

The Regulation on the election of members of the Board of Directors ("**BOD**") at the 2026 Annual General Meeting of Shareholders ("**GMS**") of Phu Nhuan Jewelry Joint Stock Company ("**Regulation on the election**") includes the following provisions:

Article 1. Scope of application

This Regulation on the election includes provisions on the election of BOD members of Phu Nhuan Jewelry Joint Stock Company at the 2026 Annual General Meeting of Shareholders.

The election is conducted by electronic voting method through the Electronic voting system of the Company or other forms as prescribed in the Regulation on working and voting at the AGM.

Terms and abbreviations not defined or explained otherwise in this Regulation on the election shall be defined and explained in accordance with the Regulation on working and voting at the AGM.

Article 2. Election participants

Being a Shareholder or a legal and valid Authorized attendee of a Shareholder of the Company attending the Meeting as defined in Article 2 of the Regulation on working and voting at the AGM.

Article 3. Eligibility criteria for nominees and self-nominees for the BOD

The eligibility criteria for nominees and self-nominees for Independent Member of the BOD and Member of the BOD are specifically stipulated in Article 5 of the Regulation on nomination and self-nomination.

Article 4. Number of BOD members to be elected:

The number of additional BOD members to be elected is 02 (two) BOD members, of which there is 01 (one) Independent Member of the BOD, to ensure the number and structure of BOD members as stipulated in Clause 2, Article 36 of the Company's Charter.

Article 5. General election principles

- 5.1. The election of members of the BOD shall be conducted by cumulative voting method as prescribed in the Law on Enterprises.
- 5.2. Each Shareholder or Authorized attendee has a total number of votes corresponding to the total number of voting shares (*including shares owned by themselves and shares authorized*) multiplied by the number of BOD members to be elected. Specifically according to the following formula:

$$\boxed{\begin{array}{c} \text{Total number of} \\ \text{votes} \end{array}} = \boxed{\begin{array}{c} \text{Total number of} \\ \text{voting shares} \end{array}} \times \boxed{\begin{array}{c} \text{Number of BOD} \\ \text{members to be} \end{array}}$$

- 5.3. Meeting attendees have the right to:
 - Cumulate all their votes for one (01) candidate they wish to elect; or
 - Distribute their votes between one or two (02) candidates.
- 5.4. The total number of votes distributed to candidates must not exceed the total number of votes of the Meeting attendee.
- 5.5. The election is conducted through the Electronic voting system or other forms as prescribed in the Regulation on working and voting at the AGM.

Article 6. Election procedure

- 6.1. The list of BOD candidates is announced in the GMS meeting documents sent to Shareholders and posted on the Company's website in accordance with the applicable laws and displayed on the Electronic voting system for Meeting attendees to perform the election at the AGM.
- 6.2. Election via the Electronic voting system:
 - a. Meeting attendees access the Electronic voting system using the information provided by the Shareholder Eligibility Verification Committee when registering

- for attendance and perform the election according to the instructions at the AGM
- b. Meeting attendees cumulate all or part of their total votes for one or several candidates and confirm the election results on the Electronic voting system for the Electronic voting system to record the election results.
 - c. During the Electronic voting time specified in Article 6.4 of this Regulation, Meeting attendees can change their election results (but cannot cancel their voting results). The online system only records the vote count for the final voting result at the end of the electronic voting time of each voting session specified in this Regulation.
 - d. Election data recorded on the Electronic voting system is the basis for determining the election results at the AGM.

6.3. Election in other forms:

In case new matters or issues arise at the Meeting that require election in other forms, the Chairperson shall organize the election in accordance with the order and procedures prescribed by the current applicable laws and in accordance with the Company Charter. The form of election will be decided by the Chairperson and announced at the Meeting before conducting the election.

6.4. Election time:

- Election start time: as soon as the Chairperson announces the AGM is eligible to proceed in accordance with regulations.
- Election end time: when the Chairperson or the person authorized by the Chairperson announces the end of voting for Voting session 02 as prescribed in the Regulation on working and voting at the AGM.
- At the end of the election time, the system shall not record further electronic election results from Meeting attendees. The election results of Meeting attendees recorded on the Electronic voting system or other forms of election as decided by the Chairperson serve as the basis to determine the election results. Complaints (if any) are resolved according to the procedures, focal points, and time limits specified in this Regulation on the election and in accordance with the applicable laws.

Article 7. Vote counting

7.1. The Vote Counting Committee is responsible for:

- Conducting the verification and finalization of the election data from the Electronic voting system;
- Determining the number of votes for each candidate;
- Preparing the minutes of election vote counting;
- If other forms of election are used, the Vote Counting Committee shall conduct the verification and consolidation of the election results in accordance with the current applicable laws.

- 7.2. Election data recorded on the Electronic voting system is the basis for determining the election results.
- 7.3. The vote counting results are recorded in writing, reported by the Vote Counting Committee to the Chairperson, and announced before the GMS.

Article 8. Principles for the determination of elected members of the BOD

- 8.1. Candidates elected as members of the BOD shall be determined based on the number of votes received, ranked from highest to lowest, starting with the candidate who receives the most votes until the required number of members is reached. The selection must also ensure compliance with the required number of independent members as stipulated in the Company's Charter. Independent candidates will be selected first (ranked separately based on the highest to lowest votes among independent candidates). Once the minimum number of independent members is met, the remaining BOD members will be selected based on the highest to lowest votes.
- 8.2. If two (02) or more candidates receive the same number of votes for the last BOD member position, a re-vote will be conducted among these candidates to determine the one with the highest number of votes.

Article 9. Recording and announcing the result of ballot counting

- 9.1. Upon the completion of vote counting, the Vote Counting Committee must prepare a minutes of ballot counting; the minutes of ballot counting may be combined with the minutes of vote counting.
- 9.2. The content of the minutes of ballot counting includes the following basic information:
 - Total number of Meeting attendees with voting rights;
 - Total number of voting shares participating in the election;
 - Total number of valid votes;
 - Number of votes for each candidate;
 - List of elected candidates.
- 9.3. The announcement of the ballot counting results is conducted in accordance with the provisions of Article 12 of the Regulation on working and voting at the AGM.
- 9.4. The election results are announced before the GMS and recorded in the Meeting minutes and Resolution of the GMS.

Article 10. Effectiveness

This Regulation on the election is submitted to Shareholders/Authorized attendees for approval prior to conducting the election. This Regulation comprises 10 articles and takes effect immediately after being approved by the GMS.

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

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