

STATEMENT ON ASKING SHAREHOLDER'S OPINIONS VIA WRITTEN FORM

(17th general shareholder meeting -2013)

Time: 15:00, Thursday, 26th Dec 2013

Place: The company office – 170E Phan Đăng Lưu, Ward 3, Phu Nhuan Dist, HCM

Attendances:

- Mrs. Cao Thi Ngoc Dung Chairwoman cum CEO
- Mr. Nguyen Vu Phan Vice chairman cum Deputy Director
- Mrs. Nguyen Thi Cuc Member cum Deputy Director
- Mr. Nguyen Tuan Quynh Member
- Mrs. Nguyen Thi Bich Ha Member
- Mrs. Pham Vu Thanh Giang Member
- Mrs. Nguyen Thi Huong Giang Member
- Mr. Pham Van Tan Head of Board of Supervision
- Mr. Tran Van Dan Member of BOS
- Mrs. Nguyen Ngoc Hue Member of BOS

Person in charge: Mrs. Cao Thi Ngoc Dung

Secretary : Ms. Trinh Thi Ngoc Hieu

Content : Counting the shareholders votes in written form for adjusting some of planned business indexes in 2013 of PNJ.

The company name : PHU NHUAN JEWELRY JOINT STOCK COMPANY- PNJ

Head office address : 170E Phan Đăng Lưu, Ward 3, Phu Nhuan Dist, HCM

Phone : 84-8-3995 1703/ 3995 1706

Fax : 84-8-3995 1702

Business registration License: number 0300521758, issued by Ho Chi Minh City Department of Planning and Investment on January 02, 2004 and re-issued for the 19th amendment on December 17, 2013.

Ticker : PNJ

I. THE COMPANY INFORMATION:

The company name : PHU NHUAN JEWELRY JOINT STOCK COMPANY- PNJ

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II. PURPOSE OF CONSULTATION

The Board of Directors consults the General Meeting of Shareholders about adjusting some of planned business indexes in 2013 of PNJ.

(Based on Official Dispatch no.793/2013/CV-HDQT-CTY on November 22, 2013 of The Boards).

III. CONTENTS OF CONSULTATION

Approving the adjustment of planned business indexes in 2013 of PNJ, details:

	Index	Initial 2013 plan	Adjusted 2013 plan
1	Financial income	65 billion VND	25 billion VND
2	Earning before tax (unconsolidated)	280,406 billion VND	240,406 billion VND
3	Earning after tax (unconsolidated)	226,25 billion VND	186,554 billion VND
4	Earning before tax (consolidated)	296,406 billion VND	256,406 billion VND
5	Earning after tax (consolidated)	241,25 billion VND	205,25 billion VND

Other indexes of 2013 business plan remain unchanged and valid, approved by 16th Annual General Meeting – 2013.

2013 Manufacturing and Business plan adjusting will be reported to be approved by General Meeting of Shareholders in the latest meeting.

IV. RESULT OF CONSULTATION

PNJ closed the list of shareholders to consult by document on November 15, 2013. At this point, PNJ has 2.548 shareholders with the total of **71.997.126** shares with voting right (except 709 treasury shares).

In the witness of Supervisory Board and the Board of Directors, Company Secretary summarized the voting result of consultation shareholders as following:

1. Total number of votes: 2.548 votes, corresponding to shareholders with 71.997.126 shares, account for 100% shares with voting right.
2. Total number of received replied votes: 446 votes, corresponding to shareholders with 63.679.074 shares, account for 88,45% shares with voting right.

Including:

- Valid votes: 442 votes, corresponding to shareholders with 63.671.204 shares, account for 88,44% shares with voting right.
 - Invalid votes (overdue vote or non-shareholder voter): 4 votes, corresponding to shareholders with 7.870 shares, account for 0,01% shares with voting right.
3. Total number of unreplied votes: 395 votes, corresponding to shareholders with 5.769.237 shares, account for 8,01% share with voting right.

According to Clause 32, PNJ Organizing and Operating Regulations, unreplied shareholders will be considered as approval.

4. Total number of unreceived votes (due to wrong addresses, lack of information, refusing to receive letter...): 1.707 votes, corresponding to shareholders with 2.548.815 shares, account for 3,54% shares with voting right.
5. Summarized results

Options	Number of votes	Number of shares with voting right	Percent on total shares with voting right
1. Approval	819	69.382.976	96,37
1.1.Valid approval votes	424	63.613.739	88,35
1.2.Considered approval votes	395	5.769.237	8,01
2. Disapproval	2	21.650	0,03
3. No comments	16	35.815	0,04

V. CONCLUSION

According to Clause 32, PNJ Organizing and Operating Regulations, resolutions of General Meeting of Shareholders when consulting shareholders by document will be approved if the approval shareholders represent at least 75% shares with voting right.

Thus, with approval percentage of 96,37% shares with voting right, PNJ General Meeting of Shareholders approved matters needing consultation as following:

Approving the adjustment of planned business indexes in 2013 of PNJ, details:

	Index	Initial 2013 plan	Adjusted 2013 plan
1	Revenue from financial investment	65 billion VND	25 billion VND
2	Earning before tax (unconsolidated)	280,406 billion VND	240,406 billion VND
3	Earning after tax (unconsolidated)	226,25 billion VND	186,554 billion VND
4	Earning before tax (consolidated)	296,406 billion VND	256,406 billion VND
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This report was read to the Board of Directors, 100% members of the Boards approved with above contents and signed below.

The report shall be made in 3 copies with the same value, PNJ keeps 1 copy and PNJ's Board of Directors keeps 2 copies.

The meeting ended at 17h15 the same day.

SIGNED BY ATTENDANCES