

**WORKING AND VOTE REGULATION AT THE 20TH ANNUAL GENERAL MEETING
OF SHAREHOLDERS – YEAR 2016 OF PHU NHUAN JEWELRY JOINT STOCK
COMPANY**

In order for the 20th Annual General Meeting of Shareholders – Year 2016 of Phu Nhuan Jewelry Joint Stock Company to be held in a solemn, valid and successful atmosphere, we kindly request the attending Shareholders to strictly implement the rights and obligations as follows:

1. All shareholders owning shares of Phu Nhuan Jewelry Joint Stock Company according to the list of shareholders as of 02 March 2016 have the right to attend the 20th Annual General Meeting of Shareholders – Year 2016.
2. The shareholders or their representatives who have registered to attend the 20th Annual General Meeting of Shareholders – Year 2016 have the right to give opinions and vote at the Meeting.
3. The General Meeting of Shareholders shall be chaired by the Chairman. The attending shareholders must comply with the direction of the Chairman to facilitate the Meeting to be held in such a convenient, fast and valid way.
4. When carrying out the registration to attend the Meeting, the Company issues to each shareholder or their authorized representative a vote and voting card, in which there is attendance code, name of shareholder and the number of votes of such shareholder.

4.1 The vote:

- For the contents: Approval of the human resources of the Chairman, the Secretary, the Vote Counting Committee; Working and vote regulation at the Meeting; Agenda of the Meeting; the contents related to additional election of the Supervisory Committee's member (Regulation on nomination, candidacy; List of nominees, candidates; Vote regulation ...); Minutes, Resolutions of the Meeting and some issues arising at the Meeting.
- Shareholders can vote by showing the vote under the direction of the Chairman to give the voting opinion: Agree or Disagree or No comment.

4.2 The voting card:

- Shareholders vote by the voting cards to the main contents of the Meeting (except issues voted by votes mentioned above) by marking (X or ✓) to the box Agree or Disagree or No comment of each content in the voting card.
- Invalid voting card is the one that is not issued by the Company; it is added content, information and other symbols ... that are not required by the Chairman; the one that is scratched, repaired, torn, or damaged. For the voting card that does not clearly show the opinions of shareholders, not marked any box or marked 2 boxes or more for the content that needs the voting opinion, then the voting to such content is invalid.
- In a voting card, the content that needs to be voted shall be independently voted. The invalidity of the voting of this content shall not affect the validity of the other contents.

- If there is a mistake to the voting or the voting card is not intact, the shareholder can contact the Organization Board to be re-issued a new one and such shareholder must return the old voting card to the Organization Board.
 - If a shareholder has registered for attendance at the Meeting but for any important reason, he cannot attend until the end of the Meeting agenda, such shareholder must submit the voting card that he has voted the issues that need to be voted to the Organization Board before leaving. If any shareholder fails to submit the voting card, the Vote Counting Committee considers that such shareholder agree with all issues that need to be voted.
 - The time for voting is from the notification of the Chairman or Head of the Vote Counting Committee to the time no one votes any more.
5. The Vote Counting Committee is responsible for preparing the statistics of Agree, Disagree, No comment of the General Meeting of Shareholders to each issue to be voted to report to the Chairman. The Chairman shall announce the vote counting result of each issue after the voting.
 6. The additional election of members of the Supervisory Committee shall comply with the Regulation on additional election of the Supervisory Committee's member.
 7. Any shareholder being late for the Meeting has the right to register immediately and then he has the right to vote the next contents at the Meeting. The Chairman is not responsible for stopping the Meeting to wait for the late shareholder to register and the validity of the conducted voting before such shareholder comes is not affected.
 8. The decision of the General Meeting of Shareholders shall be approved if at least 51% of the total votes of all shareholders with voting right who are present in person or through authorized representatives present at the General Meeting of Shareholders approves. For the decisions on the type of shares and the number of shares to be offered; merger; reorganization and dissolution of the company; amendment and supplement of the Charter of the Company; assets sale transaction of the Company and branches or assets purchase transaction implemented by the Company and branches with the value of 65% or more of the total assets value of the Company and branches basing on the latest audited financial statements of the company shall only be approved if at least 65% of the total votes of all shareholders with voting right who are present in person or through authorized representatives present at the General Meeting of Shareholders approves.
 9. The content of the General Meeting of Shareholders are fully recorded by the Secretary in the Meeting minutes and it must be approved at the Meeting before closing.
 10. This working and vote regulation is read to the General Meeting of Shareholders and get the voting opinions of the shareholders. If it is approved by the General Meeting of Shareholders with the rate of at least 51% of the total number of votes of all attending shareholders, this Regulation shall be valid for compulsory implementation to all shareholders.

FOR THE BOARD OF DIRECTORS

CHAIRMAN

(Signed and sealed)

CAO THI NGOC DUNG