

CTCP VÀNG BẠC ĐÁ QUÝ
PHÚ NHUẬN
PHU NHUAN JEWELRY
JOINT STOCK COMPANY

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Số: 653/2026/CV-CTY
No.: 653/2026/CV-CTY

Tp. HCM, ngày 13 tháng 10 năm 2026
Ho Chi Minh City, October 13, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Sở Giao dịch Chứng khoán Thành phố Hồ Chí Minh
To: Ho Chi Minh Stock Exchange

1. Tên tổ chức: Công ty Cổ phần Vàng Bạc Đá Quý Phú Nhuận (“Công ty”/“PNJ”)
Name of organization: Phu Nuan Jewelry Joint Stock Company (“Company”/“PNJ”)
- Mã chứng khoán/Mã thành viên: PNJ
Stock code/ Broker code: PNJ
- Địa chỉ: 170E Phan Đăng Lưu, Phường Đức Nhuận, Thành phố Hồ Chí Minh, Việt Nam
Address: 170E Phan Dang Luu, Duc Nuan Ward, Ho Chi Minh City, Vietnam
- Điện thoại liên hệ: (028) 3995 1703 Fax: (028) 3995 1702
Tel.: (028) 3995 1703 Fax: (028) 3995 1702
- E-mail: thanh.dtn@pnj.com.vn

2. Nội dung thông tin công bố:

Contents of disclosure:

Ngày 13/10/2026, Hội đồng quản trị của Công ty đã ban hành Nghị quyết số 650/2026/NQ-HĐQT-CTY để thông qua việc bổ sung, cập nhật Tài liệu họp Đại hội đồng cổ đông (“ĐHĐCĐ”) bất thường năm 2026.

On 13 October 2026, the Board of Directors of the Company issued Resolution No. 650/2026/NQ-HDQT-CTY approving the supplementation and updating of the meeting materials for the 2026 Extraordinary General Meeting of Shareholders (“2026 EGM”).

Tài liệu họp ĐHĐCĐ bất thường năm 2026 được bổ sung, cập nhật theo Nghị quyết nêu trên được đăng tải trên trang thông tin điện tử của Công ty, mục Quan hệ cổ đông tại địa chỉ: <https://www.pnj.com.vn/quan-he-co-dong/dai-hoi-dong-co-dong/>.

The meeting materials for the 2026 EGM, as supplemented and updated pursuant to the above Resolution are available on the Company’s website under the Investor Relations section at the following address: <https://www.pnj.com.vn/quan-he-co-dong/dai-hoi-dong-co-dong-en/>.

3. Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 13/10/2026 tại đường dẫn <https://www.pnj.com.vn/quan-he-co-dong/thong-bao/>.



This information was published on the Company's website on 13 October 2026, as in the link <https://www.pnj.com.vn/quan-he-co-dong/thong-bao-en/>.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Nơi nhận/ Recipients:

- Như trên/ As above
- Lưu VP HĐQT/ BOD Office archives
- Lưu văn thư/ Document Control archives

Tài liệu đính kèm/ Attachments:

- NQ HĐQT số 650/2026/NQ-HĐQT-CTY ngày 13/10/2026

Resolution of the BOD No. 650/2026/NQ-HĐQT-CTY dated 13 October 2026

Đại diện tổ chức

Organization representative

Người đại diện theo pháp luật/Người UQ CBTT
Legal representative/Party authorized to disclose information



TRẦN PHƯƠNG NGỌC THẢO



Ho Chi Minh City, October 13, 2026

**RESOLUTION OF THE BOARD OF DIRECTORS
PHU NHUAN JEWELRY JOINT STOCK COMPANY**

THE BOARD OF DIRECTORS OF PHU NHUAN JEWELRY JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020 and its amending and supplementing documents (if any);
- Pursuant to the Charter on the organization and operation of Phu Nhuan Jewelry Joint Stock Company (“**Company**”/“**PNJ**”) dated 20 May 2026 (“**Charter**”);
- Pursuant to the Minutes of meeting of the Board of Directors No. 649/2026/BB-HDQT-CTY dated 12 October 2026.

RESOLVES:

Article 1. Approval of the supplementation of the Proposal on the resignation of a member of the Board of Directors in the Meeting Materials for the 2026 Extraordinary General Meeting of Shareholders. Details of the Proposal are attached to this Resolution.

Article 2. Approval of the update of the Meeting Materials for the 2026 Extraordinary General Meeting of Shareholders to reflect the supplementation which is set out in Article 1, including the following documents:

- Proposed Meeting Agenda of the 2026 Extraordinary General Meeting of Shareholders;
- Draft Resolution of the 2026 Extraordinary General Meeting of Shareholders;
- Voting ballot.

Article 3. Implementation provisions:

- 3.1 The Board of Directors, the Chief Executive Officer, and the relevant units and individuals are responsible for implementing this Resolution.
- 3.2 This Resolution takes effect from the signing date.

Recipients:
- BOD
- CEO
- BOD Office archives
- Document control archives

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



CAO THI NGOC DUNG

PROPOSAL

On the resignation of a member of the Board of Directors

- Pursuant to the Law on Enterprises No. 59/2020/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020 and its amending and supplementing documents (if any) ("**Law on Enterprises**");
- Pursuant to the Law on Securities No. 54/2019/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019 and its amending and supplementing documents (if any);
- Pursuant to the Charter on organization and operation of Phu Nuan Jewelry Joint Stock Company ("**Company**" / "**PNJ**") dated p20 May 2026 ("**Charter**");
- Pursuant to the Resolution of the Board of Directors ("**BOD**") No. 650/2026/NQ-HDQT-CTY dated 13 October 2026.

On 12 October 2026, the Company received a resignation letter from Mr. Dao Trung Kien, a member of the Board of Directors for the 2022 - 2027 term. The resignation from the position of a member of the BOD is to focus on professional responsibilities in the role of Senior Director - Strategy & Organizational Performance.

In order to ensure the corporate governance and management of the Company in compliance with Point b, Clause 1, Article 160 of the Law on Enterprises and Point d, Clause 5, Article 38 of the Company's Charter, the BOD respectfully submits to the 2026 Extraordinary General Meeting of Shareholders ("**GMS**") for consideration and approval the resignation of a member of the BOD as follows:

1. Approval of the resignation of a member of the BOD named in the detailed list below:

Full name	Term	Position
Dao Trung Kien	2022 - 2027	Member of the Board of Directors

2. Assignment to the BOD to undertake all necessary actions to complete the composition of the BOD, including carrying out procedures within its authority to submit to the GMS the election of additional member of the BOD at the nearest meeting, ensuring that the number and composition of the BOD comply with applicable laws, the Company's Charter, and the Regulations on internal management of the Company.

The BOD respectfully submits to the GMS for consideration and approval of the aforementioned matters.

Respectfully submitted.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON OF THE BOARD OF DIRECTORS *thao*



CAO THI NGOC DUNG



PROPOSED MEETING AGENDA

THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PHU NHUAN JEWELRY JOINT STOCK COMPANY

Date: October 21, 2026

No.	Agenda	Scheduled time
I.	GUEST RECEPTION AND SHAREHOLDER REGISTRATION	07:30 – 08:30
II.	OPENING OF THE MEETING	
1	Declaration of purposes	08:30 – 09:00
2	Introduction of delegates	
3	Report on the verification of shareholder eligibility	
4	Introduction of the Presidium, appointment of the Secretariat, and approval of the Vote Counting Committee list	
5	Approval of the meeting regulation on working and voting	
6	Approval of the meeting agenda	
III.	PRESENTATION OF PROPOSALS	
1	1.1. Proposal on the adjustment of the 2025 dividend payout ratio under the 2025 profit distribution and fund appropriation plan 1.2. Proposal on the adjustment of matters relating to the 2026 business plan 1.3. Proposal on the reversal of the Development investment fund to Undistributed after-tax profit 1.4. Proposal on the Plan for private placement of shares 1.5. Proposal on the resignation of a member of the Board of Directors 1.6. Other matters within the authority of the General Meeting of Shareholders (if any)	09:00 – 10:00
2	Discussion of agenda items	10:00 – 10:15
IV.	VOTING	
	Announcement of shareholder voting results	10:15 – 10:30
V.	CLOSING OF THE MEETING	
1	Approval of the Minutes of the 2026 Extraordinary General Meeting of Shareholders	10:30 – 11:00
2	Closing statement	

RESOLUTION
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS - 2026
PHU NHUAN JEWELRY JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020 and its amending and supplementing documents (if any);
- Pursuant to the Law on Securities No. 54/2019/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019 and its amending and supplementing documents (if any);
- Pursuant to the Charter on organization and operation of Phu Nuan Jewelry Joint Stock Company ("**Company**" / "**PNJ**") dated 20 May 2026 ("**Charter**");
- Pursuant to the Resolution of the 2026 Annual General Meeting of Shareholders No. 245/2026/NQ-DHDCD-CTY dated 22 April 2026 ("**Resolution No. 245**");
- Pursuant to the Meeting Minutes of the 2026 Extraordinary General Meeting of Shareholders No. ____/2026/BBH-DHDCD-CTY dated 21 October 2026.

RESOLVED

ARTICLE 1: APPROVAL OF THE ADJUSTMENT TO THE 2025 DIVIDEND PAYOUT RATIO

- 1.1. The General Meeting of Shareholders ("**GMS**") approves the adjustment of the 2025 dividend payout ratio under the 2025 profit distribution and fund appropriation plan approved by the 2026 Annual GMS under Resolution No. 245, with details as follows:

Item	Ratio	Amount (VND million)
Dividend distribution in 2025	10%/par value	341,149

For the avoidance of doubt, the Company has already implemented an advance payment of the 2025 cash dividend at a rate of 10% of par value (*calculated based on the total number of outstanding shares as at the payment date*) to shareholders on the record date of 12 January 2026. Accordingly, the Company has completed the payment of the 2025 cash dividend in line with the adjusted dividend payout ratio as stated above.

- 1.2. All matters relating to the 2025 dividend payout ratio approved under Resolution No. 245 shall be correspondingly adjusted in accordance with Clause 1.1, Article 1 of this Resolution.
- 1.3. The portion of the Company's profit after tax for 2025 that is no longer distributed due to the adjustment of the dividend payout ratio as approved in Clause 1.1, Article 1 of this Resolution shall be added to the Company's undistributed remaining profit and accounted for and treated in accordance with the applicable laws and regulations on accounting.
- 1.4. All other matters relating to the 2025 profit distribution and fund appropriation plan approved under Resolution No. 245 that are not addressed in Clause 1.1, Article 1 of this Resolution shall remain unchanged.

ARTICLE 2: APPROVAL OF THE ADJUSTMENT TO MATTERS RELATING TO THE 2026 BUSINESS PLAN

- 2.1. The GMS approves the adjustment to the 2026 business targets (consolidated), specifically as follows:

Based on the projected provisions arising from the product trade-in policy in respect of goods previously sold and expected to be repurchased in the future, with an aggregate provision amount of up to VND 7,071,137,000,000 (*in words: Seven trillion seventy-one billion one hundred thirty seven million Vietnamese Dong*), the GMS approves the adjustment to the 2026 business targets (consolidated) under the Company's 2026 business plan approved by the 2026 Annual GMS pursuant to Resolution No. 245, with details as follows:

Item	2025 Actual (VND million)	2026 Plan (VND million)	Growth (%)
Revenue	35,410,590	39,057,314	+10%
Gross profit from sales of goods and rendering of service	7,683,848	(2,340,094)	-130%
Profit before tax	3,547,839	(6,059,146)	-271%
Net profit after tax	2,828,497	(6,270,554)	-322%
Cash dividend payout ratio	10%	0%	-100%

- 2.2. Based on the policy approved by the GMS, the Board of Directors ("**BOD**") shall supervise the Legal Representative's implementation of the specific provisioning and all related accounting procedures, ensuring compliance with Vietnamese Accounting Standards and other relevant accounting regulations.
- 2.3. All other matters relating to the 2026 business plan approved under Resolution No. 245 that are not addressed in Clause 2.1, Article 2 of this Resolution shall remain unchanged.

ARTICLE 3: APPROVAL OF THE REVERSAL OF THE DEVELOPMENT INVESTMENT FUND TO UNDISTRIBUTED AFTER-TAX PROFIT

- 3.1. The GMS approves the reversal of the Development investment fund to Undistributed after-tax profit, with details as follows:
- Reversal amount: Up to VND 4,602,846,556,918;
 - Implementation period: From Q4/2026 to the end of 2027. The specific implementation timing shall be determined by the BOD.
 - The reversal of the Development investment fund as set out above is a reclassification among the Company's equity accounts and does not result in any change to the Company's total equity as of the implementation date.
- 3.2. Assignment to the BOD, based on the Company's operating results, actual financial situation, and the balance of the Development investment fund at the implementation date, to determine the specific reversal amount, provided that such amount does not exceed the maximum level as approved by the GMS in Article 3.1 of this Resolution; to determine the implementation timing and carry out all necessary actions for the reversal, accounting recognition, presentation in the financial statements, and related procedures in compliance with applicable laws and regulations.

ARTICLE 4: APPROVAL OF THE PLAN FOR PRIVATE PLACEMENT OF SHARES

The GMS approves the Plan for private placement of shares, with details as follows:

4. 1. Plan for private placement of shares:
- 4.1.1. Issuer: Phu Nhuan Jewelry Joint Stock Company
- 4.1.2. Name of shares: Shares of Phu Nhuan Jewelry Joint Stock Company
- 4.1.3. Type of shares: Ordinary shares
- 4.1.4. Par value of shares: VND 10,000/share
- 4.1.5. Offering method: Private placement of shares
- 4.1.6. Purpose of the offering:
- Implementing future business plans following the adjustment of the product trade-in policy for goods previously sold and expected to be repurchased.
 - Supplementing working capital for production and business activities and other financial needs.
 - The remaining portion (if any) shall supplement working capital and/or settle short-term loans of the Company.
- 4.1.7. Expected number of shares to be offered: Maximum of 550,000,000 shares. The offering is expected to be implemented from Q4/2026 according to the timing specified in Section 4.1.15. The actual number of shares to be offered shall be decided by the BOD at the time of implementation on the basis of: (i) the specific offering price determined in accordance with the principles specified in Section 4.1.8; (ii) the actual capital needs of the Company based on the latest audited or reviewed consolidated

Financial statements at that time; and (iii) the results of negotiations with investors, ensuring not exceeding the aforementioned maximum quantity.

The GMS assigns and authorizes the BOD to decide the specific number of shares to be offered on the basis of the principles in this plan.

4.1.8. Offering price / Principles for determining the offering price:

- Pricing principles: The offering price of shares shall not be lower than the average closing price of PNJ shares for 30 consecutive trading days on the Ho Chi Minh City Stock Exchange (“**HSX**”) prior to the date the BOD approves the offering price, and simultaneously not lower than the book value per share (“**BVPS**”) of the Company determined based on the latest audited or reviewed Financial statements of the Company as of the date on which the BOD approves the offering price.
- The GMS assigns and authorizes the BOD to decide the specific offering price, on the basis of the aforementioned principles, market conditions, business performance results, capital mobilization needs, dilution level, and the interests of the Company and shareholders, in accordance with the applicable laws.

4.1.9. Criteria for investor selection: Professional securities investors with financial potential, reputation, experience, and/or the ability to contribute to the development process of the Company; aligned with the development orientation and capital mobilization needs of the Company; and concurrently meeting the conditions in accordance with current applicable laws.

4.1.10. Target investors for the offering: Professional securities investors.

The GMS assigns and authorizes the BOD to search for and select target investors suitable to the criteria for investor selection.

4.1.11. List of investors eligible to purchase shares: Authorizing the BOD to select and decide the list of investors eligible to purchase shares who satisfy the aforementioned criteria for investor selection, and the number of shares offered to each investor.

4.1.12. Plan for handling unsold shares: In case the offered shares are not fully purchased by investors, the GMS authorizes the BOD to distribute them to other investors at an offering price not lower than the offering price approved by the BOD.

In case the share distribution period expires in accordance with the applicable laws and the shares are still not fully distributed, these unsold shares shall be canceled and the BOD shall decide to conclude the offering.

4.1.13. Transfer restriction: The privately offered shares shall be restricted from transfer for a minimum of 01 year for professional securities investors from the completion date of the offering, except for transactions and transfers among professional securities investors or execution in accordance with legally effective court judgments or decisions, arbitration decisions, or inheritance in accordance with the applicable laws.

The specific transfer restriction period is authorized for the BOD to decide.

- 4.1.14. Plan to ensure the share issuance satisfies regulations on foreign ownership ratio: Authorizing the BOD to approve the plan to ensure the share issuance satisfies regulations on foreign ownership ratio.
- 4.1.15. Expected offering time: From Q4/2026 to Q3/2027; the specific time is assigned to the BOD to decide and execute the offering after the State Securities Commission issues a written approval on receiving the complete registration dossier for the private placement of shares.
4. 2. Plan for utilizing proceeds from the offering:

The total expected proceeds from the private placement of shares will be balanced and utilized for the following purposes:

No.	Purpose of capital utilization	Expected capital utilization ratio
1	Implementing future business plans following the adjustment of the product trade-in policy for goods previously sold and expected to be repurchased.	60%
2	Supplementing working capital for production and business activities and other financial needs.	20%
3	The remaining portion (if any) shall supplement working capital and/or repay short-term loans of the Company.	20%
Total		100%

Expected disbursement schedule: 2027 – Q2/2028, after the completion of the offering. During the undisbursed period, the proceeds from the private placement of shares may be deposited with term at credit institutions in accordance with the applicable laws.

4. 3. Approval of the increase of the charter capital of the Company corresponding to the total par value of the actual number of shares issued.
4. 4. Approval of the amendment of the Charter regarding the new charter capital on the basis of the total par value of the actual number of shares issued.
4. 5. Approval of securities registration and supplementary listing registration for the actual number of shares issued with the Vietnam Securities Depository and Clearing Corporation and the Ho Chi Minh City Stock Exchange.
4. 6. Assigning to the BOD to deploy and execute the following tasks *(It is eligible for the BOD to authorize the Chairperson of the BOD and/or the Chief Executive Officer to deploy and execute)*:
- Deciding the detailed issuance plan, supplementing or amending the issuance plan at the request of the State Securities Commission and/or for the purpose of complying with relevant legal regulations;

- Deploying and executing the offering, approving the offering dossier, and distributing shares in accordance with the issuance plans approved by the GMS;
- Deciding the specific offering price of the private placement of shares on the basis of negotiations and agreement with investors and complying with the pricing principles stated in this plan;
- Deciding the specific capital utilization plan and proactive adjusting of the utilization of proceeds, disbursement timing, and capital utilization purposes if necessary and appropriate to the actual situation of the Company;
- Selecting the appropriate timing to offer shares after the State Securities Commission notifies in writing of the receipt of the complete registration dossier for the private placement of shares;
- Selecting and conducting verification of the qualification of professional securities investors, and approving the list of investors eligible to purchase privately offered shares in this share offering, and the number of shares offered to each investor. Searching for alternative investors who satisfy the criteria approved by the GMS in case investors in the private placement of shares do not register to purchase or fail to pay for shares;
- Deciding the transfer restriction period for the private placement of shares of each investor, ensuring compliance with the applicable laws;
- Approving the plan to ensure the share issuance satisfies regulations on foreign ownership ratio;
- Handling fractional shares and undistributed shares;
- Amending the Charter to record the new charter capital on the basis of the total par value of the actual number of shares issued;
- Implementing necessary procedures to register the charter capital increase with the Department of Finance of Ho Chi Minh City, registering supplementary depository for the actual number of shares issued with the Vietnam Securities Depository and Clearing Corporation, and conducting supplementary listing of the actual number of shares issued on the Ho Chi Minh City Stock Exchange;
- Deciding other matters and performing other tasks that the BOD or the Chairperson of the BOD or the Chief Executive Officer deems necessary related to the private placement of shares.

ARTICLE 5: APPROVAL OF THE RESIGNATION OF A MEMBER OF THE BOARD OF DIRECTORS

The GMS approves the resignation of a member of the BOD as follows:

5.1. Approval of the resignation of a member of the BOD named in the detailed list below:

Full name	Term	Position
Dao Trung Kien	2022 - 2027	Member of the Board of Directors

5.2. Assignment to the BOD to undertake all necessary actions to complete the composition of the BOD, including carrying out procedures within its authority to submit to the GMS the election of additional member of the BOD at the nearest meeting, ensuring that the number and composition of the BOD comply with applicable laws, the Company's Charter, and the Regulations on internal management of the Company.

ARTICLE 6: IMPLEMENTATION PROVISIONS

6.1. Effectiveness

This Resolution takes effect from the date of signing.

6.2. Implementation

- Assignment to the BOD to implement this Resolution.
- For the matters where the GMS authorizes and/or assigns to the BOD expressed in this Resolution, the BOD is responsible for implementing them effectively, ensuring compliance with the applicable laws, the Charter on organization and operation, the Internal regulations on corporate governance, the Regulation on the operation of the BOD of the Company and carrying out full information disclosure in accordance with the applicable laws. The authorization and/or assignment of the GMS is valid until the BOD completes the work or the GMS issues an amending Resolution.

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

CAO THI NGOC DUNG



**2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PHU NHUAN JEWELRY JOINT STOCK COMPANY**

October 21, 2026

<Barcode>

VOTING BALLOT

Shareholder name:

Participation code:

Number of voting shares:

After perusing the matters presented at the 2026 Extraordinary General Meeting of Shareholders of Phu Nhuan Jewelry Joint Stock Company, I have the following vote on each matter:

No.	Voting matter (Mark "x" or "✓" in the corresponding box)	Agree	Disagree	No opinion
1	Approval of the adjustment to the 2025 dividend payout ratio under the 2025 profit distribution and fund appropriation plan.	☐	☐	☐
2	Approval of the adjustment to matters relating to the 2026 business plan	☐	☐	☐
3	Approval of the reversal of the Development investment fund to Undistributed after-tax profit	☐	☐	☐
4	Approval of the Plan for private placement of shares	☐	☐	☐
5	Approval of the resignation of a member of the Board of Directors	☐	☐	☐

Shareholder/Authorized representative

Signature and full name