

CÔNG TY CỔ PHẦN FPT
FPT CORPORATION

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

Số/No.: 80 /FPT-FCC

Hà Nội, ngày 09 tháng 04 năm 2021
Hanoi, April 9th, 2021

CÔNG BỐ THÔNG TIN
TRÊN CỔNG THÔNG TIN
ĐIỆN TỬ CỦA ỦY BAN
CHỨNG KHOÁN NHÀ NƯỚC
VÀ SGDC TP.HCM

DISCLOSURE OF INFORMATION
ON THE STATE SECURITIES
COMMISSION'S PORTAL AND
HOCHIMINH STOCK
EXCHANGE'S PORTAL

Kính gửi/ To: - Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*
- Sở Giao dịch chứng khoán TP.HCM/ *Hochiminh Stock Exchange*

- Tên tổ chức / *Organization name*: Công ty Cổ phần FPT/ *FPT Corporation*
- Mã chứng khoán/ *Security Symbol*: FPT/ *FPT*
- Địa chỉ trụ sở chính/ *Address*: Số 17 Duy Tân, Phường Dịch Vọng Hậu, Quận Cầu Giấy, Hà Nội/ *17 Duy Tan Street, Dich Vong Hau Ward, Cau Giay Distric, Hanoi*
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- Người thực hiện công bố thông tin/ *Submitted by*: Bà Bùi Nguyễn Phương Châu/ *Ms. Bui Nguyen Phuong Chau*
Chức vụ/ *Position*: Giám đốc Truyền thông FPT/ *Chief of FPT's Corporate Communications Officer*

Loại thông tin công bố: định kỳ bất thường 24h theo yêu cầu
Information disclosure type: Periodic Irregular 24 hours On demand

Nội dung thông tin công bố: Biên bản và Nghị quyết Đại hội đồng Cổ đông thường niên 2021 (ĐHĐCĐ 2021)

Content of Information disclosure (*): *Meeting Minutes and Resolution of FPT's 2021 AGM*

Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 09/04/2021 tại đường dẫn: <http://fpt.com.vn/vi/nhadautu/cong-bo-thong-tin>

This information was disclosed on Company website (<https://fpt.com.vn/en/ir/information-disclosure>) on April 9th, 2021.



Tôi 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/ *I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.*

Đại diện tổ chức

Organization representative

Người CBTT/Party to disclose information



Bùi Nguyễn Phương Châu

Nơi nhận/Recipient:

- Như trên/As above:
- Lưu/Archived by: VT, FCC/Admin, FCC



No.: 01.04/2021/BBH-ĐHCĐ/FPT

Hanoi, April 08th, 2021

**MEETING MINUTES
OF THE 2021 ANNUAL GENERAL SHAREHOLDERS MEETING OF
FPT CORPORATION**

Company name: FPT Corporation

Address: No. 17 Duy Tan Street, Dich Vong Hau Ward, Cau Giay District, Hanoi, Vietnam

Company code: Business Registration number 0101248141 issued for the 48th time by Department of Planning and Investment dated of Hanoi June 4th, 2020.

Time: Started at 1:00 pm on April 08th, 2021
Ended at 4:00 pm on April 08th, 2021

Venue: 8th Floor Conference Hall, FPT Tower, No. 10, Pham Van Bach Street, Dich Vong Ward, Cau Giay District, Hanoi; and other online meeting locations.

Agenda and content: Following the Agenda of 2021 Annual General Shareholders Meeting (AGM) approved by the AGM (attached to this minutes)

Chairman: Mr. Truong Gia Binh – Chairman of the Board of Directors (BOD)

The Voting Committee: Mr. Nguyen Viet Thang, Mr. Hoang Huu Chien, Mr. Tran Khuong

The Secretariat: Ms. Do Kim Phuong, Ms. Pham Ngoc Anh

Number of shareholders: 583 shareholders attending & voting remotely and 317 proxies representing 519,919,687 shares which is equivalent to 66,3243% of total number of voting shares.

AGM SEQUENCE (in chronological order):

I. REPORT ON INSPECTION OF SHAREHOLDERS AUTHENTICATION AND ANNOUNCEMENT ON REQUIREMENTS TO CONDUCT THE AGM

Mr. Nguyen Viet Thang, Head of the Supervisory Board, on behalf of Shareholders Status Inspection Board, presents the Report on Inspection of Shareholders Authentication to attend the AGM.

II. AGM OPENING

1. The AGM started with the flag raising ceremony. The Organization Committee declared to begin the meeting and invited Mr. Truong Gia Binh to lead the 2021 AGM.
2. **The Chairman Board:** Mr. Truong Gia Binh – Chairman of the AGM invited Mr. Bui Quang Ngoc, Vice Charman of the BOD; Mr. Nguyen Van Khoa, CEO; Mr. Nguyen The Phuong, EVP; Mr. Hoang Viet Anh, EVP to the Chair Board to chair the AGM.
3. **The Secretariat and the Voting Committee:** Mr. Truong Gia Binh – Chairman of the AGM nominated The Secretariat and the Voting Committee of the AGM.
 - The Secretariat included: Ms. Do Kim Phuong, Ms, Pham Ngoc Anh
 - The Voting Committee: Mr. Nguyen Viet Thang, Mr. Hoang Huu Chien, Mr. Tran Khuong

The AGM approved Mr. Truong Gia Binh's nomination of the Secretariat and the Voting Committee.

4. The meeting agenda:

The Chair Board has run the AGM according to the agenda ratified by AGM, including the contents as follow:

No	Contents
I	Reports
	<ol style="list-style-type: none"> 1. 2020 Audited Financial Statements 2. Report of the Board of Directors in 2020 3. Strategic Direction for the period of 2021-2023 4. Business Plan for 2021 5. Report of the Supervisory Board in 2020
II	Proposals
	<ol style="list-style-type: none"> 1. Amendments of the Company's Charter 2. Amendments of the Corporate Governance Regulations 3. Operating Regulations of the Board of Directors 4. Operating Regulations of the Supervisory Board 5. 2021 salary and remuneration budget for the Board of Directors 6. 2020 profit distribution plan and 2021 cash dividend payment plan 7. Plan of treasury share distribution to employees 8. Proposal of selecting an independent audit firm to audit 2021 Financial Statements

III. REPORTS PRESENTED AT THE AGM

1. **Mr. Bui Quang Ngoc – Vice Chairman of the BOD** presented and proposed to the AGM the following contents:
 - The 2020 Report of the BOD including: Assessment of the company's performance in 2020, Assessment on the BOM's performance, supervisory of conducting transactions with related parties of the BOM; Assessment on the BOD's activities in 2020
 - Proposal of 2021 remuneration budget for the BOD as follows:
 - ✓ Salary and compensation for members of the BOD: **10.76** billion VND;
 - ✓ Bonus for members of the BOD: not exceeding **0.49%** the Company's profit before tax.
2. **Mr. Nguyen Van Khoa, CEO** presented the report of the Board of Management (BOM) on 2020 business activities, including:
 - Assessment of the company's 2020 performance.
 - 2021 Business plan with following details:
 - ✓ Revenue: 34,720 billion VND, growing by 16.4%.
 - ✓ Profit before tax: 6,210 billion VND, growing by 18.0%
3. **Mr. Nguyen The Phuong, Executive Vice President** presented to the AGM for approval the following:
 - Audited financial statements for the year ended 2020.
 - 2020 profit distribution.
 - 2021 cash dividend payment plan.
 - Plan of treasury share distribution to employees.
4. **Mr. Nguyen Viet Thang, Head of the Supervisory Board** presented on behalf of the Supervisory Board presented to the AGM:
 - The Supervisory Board' 2020 Report and the 2021 Operating Plan.
 - The 2021 remuneration package for Supervisory Board, with following details:

No.	Item	Unit	Quantity	Price (VND)	Amount (VND)
1	Outsource professional consultants	H	50	2,000,000	100,000,000
2	Remuneration for the Supervisory Board's members	H	1040	1,200,000	1,248,000,000
3	Travelling expenses	Times	5	15,000,000	75,000,000
Total:					1,423,000,000

- Proposal of authorization for the BOD to select one (1) from four (4) audit firms to audit the Company's 2020 financial statements:
 - ✓ KPMG
 - ✓ Deloitte
 - ✓ PwC

- ✓ Earnst & Young
 - The draft of Operating Regulations of the Supervisory Board.
5. **Mr. Hoang Viet Anh, Executive Vice President** presented to the AGM for approval the following contents:
- Change of Company's address;
 - Proposal of amending the Company Charter;
 - Proposal of amending the Corporate Governance Regulations;
 - The draft of Operating Regulations of the Board of Directors.
6. **Mr. Truong Gia Binh, Chairman of the BOD** presented 2021-2023 Strategic Direction.
- FPT continues to pursue the long-term ambition of becoming a global leading digital transformation solutions and services provider, with the focus in profitability, productivity and innovation with three pillars: Technology, Business and People

IV. DISCUSSION

1. Mr. Truong Gia Binh – Chairman of the AGM led the discussion on presented reports and statements at the meeting.
2. Questions and answers section:

Question 1: We are very satisfied with the results that FPT has achieved with a two digits growth that not every company can do in the Covid year. Can the Board leaders share about software export segment, where is FPT in the global software export value chain and what are you doing to move to higher stages in this business line?

Answer: We have several great opportunities to seize:

The first one is a SAP opportunity. For example, the Japanese government requires companies to switch to ERP with SAP. Right now FPT's SAP employees can be paid \$40K/year. With such demand, we must train many FPT people to do SAP.

The second opportunity is AMS (Application Management Service). Every enterprise has a very large software system that they must operate and upgrade according to market development. With 1 billion to spend on IT, they must spend 600 million on AMS. Because of that, FPT must be present all over the world to serve this demand.

The third is digital transformation. Right now enterprises are operating cumbersome IT systems, which cannot meet the tense competition. As a result, they would need to move to systems like data lake, automation, and AI which requires deep business and technology expertise. FPT has the technologies to grasp this opportunity and has the edge to compete in terms of ideas, human resources and cost effectiveness. That kind of work, for a long time, only big enterprises can do. The year of Covid was the year of opening and the following years will be the years of growing and expanding for us. In each country, we have a solid team of consultants to deliver. In the past, we won big contract in the US as a result of the synergy between FPT and the leading US technology consulting firm Intellinet and we plan to scale up this successful model.

Question 2: Can you share more about the two new business initiatives: FPT Digital and FPT Smart Cloud?

Answer: FPT has determined that Cloud is a strategic direction and has established FPT Smart Cloud to mobilize a large force of human resources for this field. We see that the growth rate of Cloud is going up very fast by 40% in 2021. In terms of market opportunities, everyone is using

Office 365, which is a cloud product. Therefore, we aim and believe that the upcoming FPT Cloud platforms made by Vietnamese people can compete flatly with the big guys in the world.

FPT Digital is a digital transformation consulting company, in essence consulting on business transformation for enterprises, in which IT plays an important and key part. Our goal is to become the world's top 50 digital transformation companies. FPT's big contract of 150 million USD in the US is not outsourcing software but is an end-to-end digital transformation service. The fact that FPT has digital transformation consulting company affirms our strategy and determination to compete fairly with the leading consulting firms in Vietnam. We can do it because we understand Vietnamese culture, governance model and truoc khi is a knowledgeable Vietnamese IT service provider.

Question 3: Will FPT in the future apply digital transformation to support Long Chau chain in selling prescription drugs online because medicines are not currently sold online? Does FPT have any strategy?

Answer: We really want that but need to go through the process of working with the government on policy.

Question 4: What are FPT's core talent motivation factors?

Answer: From the very beginning, FPT kept talking about people. On September 13, 1988, when giving the mission vision for the first time: FPT wanted to become a rich and powerful new type organization that contributes efforts to science and technology creation, to national prosperity, satisfy customers, and give each of our members the best conditions for talent development - a mentally rich, materially rich life. From day one we wanted talented people to come to FPT and promote their talents. The company will take care of their material life. FPT was the first organization to have 200 millionaires, with houses, cars and a children studying abroad. We gather the talents and we live for the country and the pride of the nation, with the wisdom of our people, to make our country more civilized. We build software for every Vietnamese to use, millions of people to use, to make the country stronger, and that is the driving force.

Question 5: What are the criteria for ESOP?

Answer: We have measured staff contribution and ESOP is determined on the basis of measuring that contribution. In the last 2 years, we have made progress in implementing performance-based rewards, following the principle of "doing more, paying early".

Question 6: How do we get enough people to do the work?

Answer: There are no hundreds-of -year-old companies in Vietnam. However, FPT young leaders will be the pieces to build a long-lived FPT, so that Vietnam will have a company with hundreds of years of history. To do that, HR is the central story and FPT has spent a lot of time on the next generation. Growth commitments turn into specific actions for each FPT person.

FPT wishes to become a learning organization and has become a rare learning organization in the world with a million of learning hours each year.

Question 7: Over the past 10 years, FPT has chosen Deloitte to be the Auditor. Best practices in the world is 5 years to replace the Auditor to maintain objectivity. Does management think about changing Auditors?

Answer: Regarding the selection of auditing firms: Since being listed, FPT has chosen the plan to make the financial situation the most transparent, always ahead of the standards, and maintain the financial statements in accordance with the world's standards. Therefore, only the auditing company in Big4 is selected. Investors 'comments are correct. In the past 10 years we have

chosen Deloitte, we recognize shareholders' opinions. At this AGM, we will submit an audit firm selection plan of 4 companies in Big4, and the final selection will be carefully considered and evaluated.

Question 8: FPT Board of Directors does not have any female members. Is there a reason for that and is there a way to add more female members to the board?

Answer: In the past, we used to have a female board member, Mrs. Le Nu Thuy Duong and Ms. Truong Thanh Thanh. Currently in the leadership team, the positions of Director of Quality, Director of Communications, and Chairman of FPT Software Company are also female. FPT always respects women and is willing to create favorable conditions for women at work.

Question 9: With the AI technology trend, what orientations does FPT have to have world-class products?

Answer: During the past 5 years, FPT has built a core capacity of FPT.AI. Focusing on two areas of speech and image recognition & processing. FPT.AI is superior to other platforms in terms of Vietnamese language processing. We have successfully deployed FPT. AI for affiliate companies, banks, and financial firms. We also look forward to developing Smart Home model products, controlling indoor devices. FPT AI aims to be not only the foundation but also the products that really compete in both domestic and international markets.

Question 10: The revenue of digital transformation is mainly from overseas markets. What are the big customers where the revenue comes from and what are some big sales activities? At the same time, digital transformation domestic revenue is not high? What is the digital transformation revenue plan for this year?

Answer: FPT's digital transformation revenue mainly comes from overseas. Over the past year, the domestic market's interest in digital transformation has been higher, but it still takes time to realize it into sales contracts. Therefore, digital conversion revenue for domestic markets is still modest. The target growth for this year is still 30-40%, mainly from overseas markets. For the domestic market, we are still promoting working with VNR 500 companies for their spending level on IT and digital transformation is higher than ever after the pandemic.

Question 11: Regarding digital transformation with Minh Phu, how much was the revenue of last year with Minh Phu and what was the outstanding performance?

For Minh Phu, we have successfully deployed digital transformation consultancy for them. The contract value is not the most substantial but it marks an important milestone for a consultancy deal with the “king of shrimp” company of Vietnam.

Question 12: FPT has more than 3 contracts with over 100 million USD. How many years will these contracts last and what is the rate of return?

Answer: For example, in the US market, we expect each year to record about 40-50 million USD. Deals of 150 million USD will last about 3 years

Question 13: FPT's IT revenue in Vietnam market is 4,805 billion VND where pre-tax profit margin is 5.6%. This number is a bit low, please share why it is?

Answer: IT projects in Vietnam are quite unique because of the hardware. In foreign markets, they often buy directly the hardware from manufacturers, so the profit margins in foreign markets are high. In the country, due to the hardware, the profit margin is low. In the next 3 years, we plan to improve the profit margins by 10% by proactively reducing hardware business and catching up with the trend of moving to the cloud. The second is to increase the development of Made-by-FPT software, which has a good profit contribution margin of about 30%.

Question 14: Regarding FPT Online, the new event segment targets to reach 100 billion revenue, can you share more about the potential of this segment?

Answer: Event is a new segment of FPT Online which has been launched for more than 1 year. We successfully launched products and events such as the Marathon,... In the future, given the increase in socio-economic standards, the demand for entertainment will grow and it is an opportunity for FPT Online.

Question 15: Can the company share some updates on 2021 Q1 business results?

Answer: Business results in 2021 Q1 followed closely the plan with revenue increase of 14% and profit increase of 22%.

Question 16: Regarding the solutions for HOSE, investors strongly hope that FPT can solve the problems. Does the company have any difficulty in implementing the solutions for HOSE, including funding from relevant departments and authorities (since funding can take time)?

Answer: With many years of experience in implementing core systems for many organizations across many industries (securities, treasury, tax, customs, etc), FPT has the know-how capacity, in-depth experience and a team to solve HOSE's current problems. The difficulty is not in the budget, but the complication of the project since the system change entails changing processes and people, which we often meet, and hope to solve.

Question 17: Is digital transformation FPT's competitive advantages compared to rivalries in China and India?

Answer: China has focused on its domestic market in recent years, and we have not seen the presence of Chinese corporations going abroad. With Japan, they have an advantage, but the Japanese government has introduced the "China plus one" policy for many years, so the assignment to China has declined, leaving only India. The difficulty of Indian companies: digital transformation is a new area, often small-sized deal for initial testing, so it is impossible to sign billions of USD contracts. Because Indian players have to keep the growth rate, they are forced to sign big contracts in the old direction, unable to focus on digital transformation. FPT's focus, dynamism and direction towards the FPT Digital Kaizen method are the company's advantages.

Question 18: What are business strategies for broadband segment in the next 3 years?

Answer: Over the past 10 years, FPT Telecom has continuously implemented a business strategy of all services on one connection and deployed new services, providing additional value-added services to customers. We set a target of 15-20% / year growth in subscribers and revenue and profit growth of 15-18% / year.

Question 19: FPT saw the "opportunities" in Covid-19. What are the "risks" in this "opportunities"? Have you seen the risks in this situation and what is the solution?

Answer: There may be a situation of heavy orders on a large scale. For example, we have e-Government transformation initiatives for 63 provinces with the appointment of a new Prime Minister who is very interested and understands what benefits e-government can bring about. When there is a boom and surge in demand, it will affect our services. Previously we only had contracts of hundreds of thousands of USD and increased to several million USD, but Covid brought hundreds of millions of USD contract opportunities. The scale of work increased significantly. Previous contracts require only 50 people but now it increases to 1,500 people, rendering project management to be different, requiring a team of seasoned experience.

Human resources is another big problem. FPT has been licensed by many provinces and cities to build high schools, one is to serve the resource demands and the other is to bring great value

to the society. Our service is heavily dependent on manpower. This year, FPT recruited 7,000 new people to meet the growth rate. Covid-19 gave us the chance to talk to VNR500 companies since they were well aware that digital transformation helps businesses overcome the crisis. This is an opportunity for FPT, but the “risk” is the financial potential of the company, which may be stringent due to Covid-19. Therefore, it is possible that during the implementation of the project, the budget will be limited.

V. ELECTING AND VOTING RESULTS

1. Mr. Hoang Huu Chien, Head of the Voting Committee presented the voting issues and monitored the voting process.
2. After the vote check was completed, Mr. Hoang Huu Chien, Head of the Voting Committee announced the voting result as follows:

Total number of collected votes: 554 representing **519,840,836** shares, equal to **99.9848%** of total voting shares.

Total number of non-voting shareholders: 29 representing **78,851** shares, equal to **0.0152%** of total voting shares.

No.	Voting issues	Approval		Disapproval		Blank	
		No. of voting shares	Proportion (%)	No. of voting shares	Proportion (%)	No. of voting shares	Proportion (%)
1	Approve the Audited Financial Statements	517,763,570	99.5853%	730,050	0.1404%	1,347,216	0.2591%
2	Approve the strategic direction for the period of 2021-2023 and the business plan for 2021	518,535,250	99.7337%	730,054	0.1404%	575,532	0.1107%
3	Approve the BOD's Report in 2020 and 2021 remuneration budget for the BOD	517,070,554	99.4520%	730,070	0.1404%	2,040,212	0.3924%
4	Approve the Supervisory Board's Report in 2020 and the Budget for the Supervisory Board's activities in 2021	517,058,619	99.4497%	730,050	0.1404%	2,052,167	0.3947%
5	Approve the plan for 2020 profit distribution and 2021 cash dividend payment	518,831,457	99.7907%	502,715	0.0967%	506,664	0.0974%
6	Approve the plan of treasury share distribution to employees	445,783,812	85.7409%	70,052,414	13.4737%	4,004,610	0.7702%

No.	Voting issues	Approval		Disapproval		Blank	
		No. of voting shares	Proportion (%)	No. of voting shares	Proportion (%)	No. of voting shares	Proportion (%)
7	Approve the amendments and the full text of the Company's Charter	513,266,480	98.7203%	0	0%	6,574,356	1.2645%
8	Approve the amendments and the full text of the Corporate Governance Regulations	513,273,028	98.7216%	0	0%	6,567,808	1.2632%
9	Approve the change of the Head Office address	519,816,727	99.9802%	0	0%	24,109	0.0046%
10	Approve the operating regulations of the Board of Directors	518,468,575	99.7209%	7	0.0000%	1,372,254	0.2639%
11	Approve the operating regulations of the Supervisory Board	517,734,860	99.5798%	730,054	0.1404%	1,375,922	0.2646%
12	Approve the proposal of selecting an independent audit firm to audit 2021 Financial Statements	492,586,531	94.7428%	12,192,554	2.3451%	15,061,751	2.8969%

VI. CONTENTS APPROVED

1. Approve 2020 Audited Financial Statements
2. Approve the Strategic Direction for the period of 2021-2023 and 2021 Business Plan
 - 2.1. Strategic Direction for the period of 2021-2023
 - 2.2. 2021 Business Plan

Unit: billion VND

Business Segment	Revenue			Profit Before Tax		
	2020	2021	Growth	2020	2021	Growth
Technology	16,805	19,620	16.8%	2,238	2,720	21.6%
Telecommunication	11,466	12,700	10.8%	2,074	2,380	14.8%
Education & Others	1,559	2,400	53.9%	952	1,110	16.6%
Total	29,830	34,720	16.4%	5,263	6,210	18.0%

3. Approve the Report of the Board of Directors in 2020 and 2021 remuneration budget for the Board of Directors
 - 3.1. Report of the Board of Directors 2020
 - 3.2. 2021 remuneration budget for the Board of Directors
 - Salary for executive members of the BOD: **10.76 billion VND**;
 - Bonus for members of the BOD: not exceeding **0.49%** the corporation's profit before tax.
 - Compensation for non-executive members: **5.75 billion VND**
4. Approve the Report of the Supervisory Board in 2020 and 2021 budget for the Supervisory Board's activities
 - 4.1. Report of the Supervisory Board in 2020
 - 4.2. 2021 budget for the Supervisory Board's activities: **1,423,000,000 VND**
5. Approve 2020 profit distribution plan and 2021 cash dividend payment plan
 - 5.1. 2020 cash dividend payment plan
 - Based on 2020 cash dividend policy and 2020 business performance, the BOD submits to the AGM the 2020 cash dividend payment plan of 20% (VND 2,000 per share), of which:
 - o Already paid 10% in 2020;
 - o The rest (10%) will be paid following the AGM's approval.
 - Schedule: 2nd quarter of 2021.
 - Authorization for the BOD to implement the details of the cash dividend payment.
 - 5.2. Stock dividend payment plan
 - Based on the financial situation of the Company, the BOD submits to the AGM the stock dividend plan of 15% (who own 20 shares will receive 3 new stocks).
 - Capital source: retained earnings of the Company.
 - Odd lots plan: the number of shares to be received by each shareholder will be rounded down. The odd lots (less than 10 shares), if any, will be aborted.

- New shares' listing: the newly issued shares (as stock dividend) will be listed immediately after listing approval is obtained.
- Schedule: immediately after the AGM's approval (at the same time with the rest of FY2020 cash dividend payment) (at the same time with the rest of 2019 cash dividend payment).
- Authorization for the BOD to implement the details of the stock dividend payment.

5.3. Cash dividend payment policy

- Based on 2021 business plan, the BOD submits to the AGM the 2021 cash dividend payment plan of 20% (VND 2,000 per share – on new outstanding shares after the stock dividend).
- The BOD will decide on the cash dividend advance when appropriate during the year, based on the actual business result and other considerations to optimize business activities.
- The actual 2021 cash dividend will be approved by the 2022 AGM.

6. Approve the plan of treasury share distribution to employees

- Selling purpose: To sell treasury shares of the Company to high level employees with excellent performance or employees in talent attraction programs
- Number of shares before the transaction: 82,376 shares;
- Number of shares to be sold: 82,376 shares;
- Selling price: VND 10,000/share;
- Principle to determine selling price: fixed price of VND 10,000/share at par value, equal to the price the company bought back from employees in the past;
- Beneficiaries include key senior managers from Level 5 upwards, and people under the talent attraction program;
- Lock-up period: 03 years from the date on which the sale is complete;
- Transacting period: In 2021, after receiving the approval from the AGM and the competent authority;
- Plan to handle unsold shares: The Board of Directors continues to distribute to other employees with the same purpose and regulation on how to identify target buyers.
- To authorize the Board of Directors to decide on the details and implement the above proposal

7. Approve the amendments and the full text of the Company's Charter

Pursuant to the Enterprise Law 2020 and the Securities Law 2019, the AGM approves the amendments to the Company's Charter, including 32 points of detailed amendments in the published and announced on March 18th, 2021.

8. Approve the amendments of the full text of the Corporate Governance Regulations

In compliance with the new provisions of the law and the amendments of the Charter, the AGM approves the amendments to the corporate governance regulations, including 20 points of detailed amendment in the published documents on March 18th, 2021.

9. Approve the change of the Head Office address

The AGM approves the change of the head office address of the Company, from “No. 17 Duy Tan Street, Dich Vong Hau Ward, Cau Giay District, Hanoi” to “No. 10 Pham Van Bach Street, Dich Vong Ward, Cau Giay District, Hanoi ”.

10. Approve the Operating Regulations of the Board of Directors

Pursuant to the regulations and model regulations according to Circular No. 116/2020 / TT-BTC dated December 31, 2020 of the Ministry of Finance, the AGM approves the Operation Regulation of the new Board of Directors, including 7 chapters, 23 articles published on March 18th, 2021.

11. Approve the Operating Regulations of the Supervisory Board

Pursuant to the regulations and model regulations according to the Circular No. 116/2020 / TT-BTC dated December 31, 2020 of the Ministry of Finance, the AGM approves the Operating Regulations of the new Supervisory Board, including 07 chapters, 22 articles published on March 18th, 2021.

12. Approve the proposal of selecting one (1) from four (4) audit firms to audit the Company’s Financial Statements in 2020, including: KPMG, Deloitte, PwC, Ernst & Young Vietnam and authorize the Board of Directors to select an audit firm corporeally.

VII. AGM CLOSING

1. Mr. Bui Quang Ngoc, Vice Chairman of the BOD read the Resolution submitted to AGM to approve.
2. Ms. Do Kim Phuong, the Secretariat read the AGM Minutes submitted to the AGM to approve.
3. The AGM approved the full Resolution and Minutes right at the AGM.
4. Chairman Truong Gia Binh declared the closing of the AGM.

ON BEHALF OF THE SECRETARIAT



Do Kim Phuong



CHAIRMAN



Truong Gia Binh



TENTATIVE AGENDA
2021 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 13h00, Thursday, April 8th, 2021
Venue: Conference Room, 8th Floor, FPT Tower, No.10, Pham Văn Bach Street, Dich Vong Ward, Cau Giay District, Hanoi.

No.	Time	Content (draft)	Person in Charge
1.	13:00 – 14:00	Registration	Organization Committee
2.	14:00 – 14:02	Report on the validity of AGM	Supervisory Board
3.	14:02 – 14:10	Introduction Presidency, election of AGM secretary, election of the voting committee and approval of the meeting agenda	Chairman
4.	14:10 - 14:15	Clip FPT review 2020	Organization Committee
5.	14:15 – 14:18	BOD's 2020 Report BOD's 2021 Budget & Remuneration	BOD
6.	14:18 – 14:26	Board of Management's 2020 Report on Business activities and 2021 Plan	BOM
7.	14:26 – 14:30	2020 Audited Financial Statement 2020 Profit Distribution plan 2021 Dividend Payment plan Plan of distributing treasury shares for employees	BOM
8.	14:30 – 14:34	Supervisory Board's 2020 Report Supervisory Board's 2021 Budget & Remuneration Proposal of list of Auditors for 2021 Financial Statement Operational and Organizational regulations of the supervisory board	Supervisory Board
9.	14:34 – 14:38	Proposal of amending the charter Proposal of amending corporate governance regulations Operational and Organizational regulations of the Board of Directors	BOD
10.	14:38 – 14:46	2021-2023 Strategic Intentions	BOD
11.	14:46 – 15:06	Discussions on Voting Issues	Chairman
12.	15:06 – 15:10	Voting	Voting Committee
13.	15:10 – 15:40	Discussions on other issues	Chairman
14.	15:40 – 15:43	Announcement on Voting result	Voting Committee
15.	15:43 – 15:45	Approval on AGM Resolutions	Chairman
16.	15:45 – 15:47	Approval on AGM Minutes	Secretary
17.	15:47 – 15:48	Closing speech	Chairman



FPT CORPORATION

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hanoi, April 08th, 2021

RESOLUTION
THE 2021 ANNUAL GENERAL SHAREHOLDERS MEETING
FPT CORPORATION

In accordance with Law on Enterprise No. 59/2020/QH14 dated June 17th, 2020;

In accordance with Law on Securities No.54/2019/QH14 dated November 26th, 2019;

In accordance with Company Charter of FPT Corporation (“the Company”);

In accordance with Statements of the Board of Directors (“the BOD”) and the Supervisory Board at the 2021 Annual General Meeting of Shareholders (“AGM”);

In accordance with Meeting Minute of the Company’s 2021 AGM dated April 08th, 2021;

In accordance with Voting Report of the Company’s AGM dated April 08th, 2021,

DECIDED:

Article 1: Approve the 2020 Audited Financial Statements.

Article 2: Approve the strategic direction for the period of 2021 – 2023 and the business plan for 2021 with the following major targets:

Unit: VND in billion

Business sectors	Revenue			Profit before tax		
	2020	2021	Growth	2020	2021	Growth
Technology	16,805	19,620	16.8%	2,237	2,720	21.6%
Telecommunication	11,466	12,700	10.8%	2,074	2,380	14.8%
Education & Investment	1,559	2,400	53.9%	952	1,110	16.6%
Total	29,830	34,720	16.4%	5,263	6,210	18.0%

Article 3: Approve the BOD’s Report in 2020 and 2021 remuneration budget for the BOD as following:

- Salary for executive members of the BOD: **VND 10.76 billion;**
- Bonus for executive members of the BOD: not exceeding **0.49%** FPT Corporation’s profit before tax;
- Compensation for non-executive members of the BOD: **VND 5.75 billion.**





Article 4: Approve the Supervisory Board's Report in 2020 and the Budget for the Supervisory Board's activities in 2021 is VND 1,423,000,000.

Article 5: Approve the plan for 2020 profit distribution and 2021 cash dividend payment as following:

1. 2020 cash dividend payment plan

- FY2020 cash dividend payment of 20% (VND 2,000 per share), in which:
 - o Already paid in 2020: 10%
 - o The rest (10%) will be paid following the AGM's approval.
 - o Schedule: 2nd quarter of 2021.
 - o Authorize the BOD to decide and organize the detailed implementation.

2. Stock dividend payment plan

- FY2020 ratio of stock dividend is 15% (20:3)
 - o Source: retained earnings
 - o Odd lots plan: the number of shares to be received by each shareholder will be rounded down. The odd lots (less than 10 shares), if any, will be aborted.
 - o Schedule: immediately after the AGM's approval (at the same time with the rest of FY2020 cash dividend payment)
 - o Authorize the BOD to decide and organize the detailed implementation.

3. 2021 cash dividend payment plan

- FY2021 cash dividend plan of 20% (VND 2,000 per share – on new outstanding shares after the stock dividend).
- The BOD will decide on the cash dividend advance when appropriate during the year, based on the actual business result and other considerations to optimize business activities.
- The actual FY2021 cash dividend will be approved by the 2022 AGM.

Article 6: Approve the sale of 82,376 treasury shares to employees under Employee Stock Ownership Plan (ESOP), authorize the BOD to decide on the details and implement, as following:

- Selling purpose: To sell treasury shares of the Company to high level employees with excellent performance or employees in talent programs to;
- Number of shares before the transaction: 82,376 shares;
- Number of shares to be sold: 82,376 shares;
- Selling price: VND 10,000/share;
- Principle to determine selling price: fixed price of VND 10,000/share at par value, equal to the price the company bought back from employees in the past;
- Beneficiaries include key senior managers from Level 5 upwards, and people under the talent attraction program;



- Lock-up period: 03 years from the date on which the sale is complete;
- Transacting period: In 2021, after receiving the approval from the AGM and the competent authority;
- Plan to handle unsold shares: The BOD continues to distribute to other employees with the same purpose and regulation on how to identify target buyers.

Article 7: Approve the amendments and full text of the Company's Charter as the draft submitted to the 2021 Annual General Meeting of Shareholders.

Article 8: Approve the amendments and full text of the Corporate Governance Regulations as the draft submitted to the 2021 Annual General Meeting of Shareholders.

Article 9: Approve the change of the Head Office address to "FPT Tower, No. 10 Pham Van Bach street, Dich Vong ward, Cau Giay district, Hanoi".

Article 10: Approve the operating regulations of the BOD as the draft submitted to the 2021 Annual General Meeting of Shareholders.

Article 11: Approve the operating regulations of the Supervisory Board as the draft submitted to the 2021 Annual General Meeting of Shareholders.

Article 12: Approve the proposal of selecting one (1) from four (4) audit firms to audit the Company's Financial Statements in 2021, including: KPMG, Deloitte, PwC, Ernst & Young Vietnam and authorize the Board of Directors to select an audit firm corporeally.

The Resolution was approved by the 2021 AGM of FPT Corporation. The BOD bases on the Resolution to implement accordingly.

ON BEHALF OF SECRETARY

Do Kim Phuong

CHAIRMAN

Trung Gia Binh