



Hanoi, March 15th, 2022

**REGULATION ON ELECTING
MEMBERS OF THE BOARD OF DIRECTORS AND MEMBERS OF THE
SUPERVISORY BOARD OF FPT CORPORATION**

(as an attachment to the Regulation on organizing the AGM in 2022)

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17th, 2020;

Pursuant to Decree No. 155/2020/ND-CP dated December 31st, 2020;

Pursuant to the Charter of FPT Corporation.

The Annual General Meeting of Shareholders ("AGM") in 2022 of FPT Joint Stock Company ("**the Corporation**") conducts the election of members of the Board of Directors ("**BOD**") and members of the Supervisory Board ("**BOS**") for the term 2022-2027 according to the following regulations:

Article 1. Election principles

1. Voting in accordance with the Law, the Charter, ensuring democracy and the legitimate interests of all shareholders.
2. Voting publicly by voting through the Electronic Voting System regulated by the Corporation.

Article 2. Criteria and conditions of members of the BOD and Supervisors

1. For members of the BOD:
 - Members of the BOD must meet the standards and conditions specified in Clauses 01 and 02, Article 155 of the Law on Enterprises.
 - A member of the BOD is only allowed to concurrently be a BOD member at a maximum of five other companies.
2. For Supervisors:

Supervisors must meet the standards and conditions as prescribed in Article 169 of the Law on Enterprises and do not fall into the following cases:

 - Working in the accounting and finance department of the Corporation;
 - Being a member or employee of an audit organization approved to audit the Corporation's financial statements for the previous three years.

Article 3. List, candidate profiles, and the tenure of members of the BOD and Supervisors

According to the Proposal of "Ref. election of the Board of Directors and Supervisory Board for the 2022 – 2027 term" approved by the AGM.

Article 4. Number of members of the BOD and Supervisors

The number of the BOD and the BOS members for the term 2022-2027 shall comply with the provisions of Clause 01, Article 24 and Clause 01, Article 36 of the current Corporate Charter unless the General Meeting of Shareholders decides otherwise:





- The number of elected members of the BOD is 07 members.
- The number of elected BOS members is 03 members.

Article 5. Election method

Voting to elect members of the BOD and BOS must be carried out by cumulative voting. Each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of members elected by the BOD or the BOS. Shareholders have the right to pool all their votes for one or several candidates.

Article 6. Principles of the election of members of the BOD and Supervisors

The elected members of the BOD or BOS are determined by the number of votes counted from the highest to the lowest, starting from the candidate with the highest number of votes until the number of members specified in the Charter is sufficient. If two or more candidates obtain the same number of votes for the last member of the BOD or BOS, a re-election will be conducted among the candidates with the same number of votes.

Article 7. Preparation and publication of Election Minutes

The Vote Counting Committee must make a record of counting votes. The full text of the vote-counting minutes must be announced before the General Meeting.

Article 8. Complaint settlement

Complaints about voting and counting of votes will be resolved by the Chairman and recorded in the minutes of the General Meeting of Shareholders.

Article 9. Effect of Regulations

This Regulation consists of 09 articles, which are read publicly in the AGM and takes effect immediately after the AGM votes to approve./.

**ON THE BEHALF OF THE ORGANIZING COMMITTEE OF
2022 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

CHAIRMAN



Truong Gia Binh