

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.: 110/FPT-FCC

Hà Nội, ngày 29 tháng 03 năm 2019
Hanoi, March 29th, 2019

**CÔNG BỐ THÔNG TIN
TRÊN CÔNG THÔNG TIN ĐIỆN
TỬ CỦA ỦY BAN CHỨNG KHOÁN
NHÀ NƯỚC VÀ SGDCK 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*
- Điện thoại/ *Telephone*: 024. 7300 7300
- Fax: 024. 3768 7410
- Người thực hiện công bố thông tin/ *Submitted by*: Bà Bùi Nguyễn Phương Châu/ *Ms. Bui Nguyen Phuong Chau*
Chức vụ/ *Position*: Trưởng Ban Truyền thông FPT/ *Head of FPT Corporate Communications Department*

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/Content of Information disclosure (*): Nghị quyết và Biên bản Đại hội đồng Cổ đông năm 2019/ *Resolution and Meeting Minutes of the 2019 AGM*:
Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 29/03/2019 tại đường dẫn: <http://fpt.com.vn/vi/nhadautu/cong-bo-thong-tin>
This information was disclosed on Company/Fund's Portal on date March 29th, 2019
Available at: <https://fpt.com.vn/en/ir/information-disclosure>



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.*

Tài liệu đính kèm/*Attachment*: Nghị quyết và Biên bản họp ĐHĐCĐ thường niên 2019/*Resolution and Meeting Minutes of the 2019 AGM*.

Đại diện tổ chức

Organization representative

Người CBĐT/*Party to disclose information*



Bùi Nguyễn Phương Châu

Nơi nhận/Recipient:

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



Hanoi, March 29th, 2019

**MEETING MINUTES OF THE 2019 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 43 th time by Hanoi Authority for Planning and Investment dated June 19 th 2018.
Time:	Start at 14:06 on March 29 th , 2019 End at 17h30 on March 29 th , 2019
Venue:	Fansipan Ballroom, JW Marriott Hotel, No.8 Do Duc Duc Str, Hanoi.
Agenda and content:	Following the Agenda of 2019 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. Nguyen Tien Hao
The Secretariat :	Mr. Lai Thi Huong Huyen, Ms. Nguyen Thanh Tu
Number of attending shareholders	210 shareholders and 652 proxies representing 363,039,453 shares which is equivalent to 59.16% of total number of voting shares.

AGM SEQUENCE (in chronological order):

**I. REPORT ON INSPECTION OF SHAREHOLDERS STATUS 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 Status 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 2019 AGM.
2. **The Chairman Board:** Mr. Truong Gia Binh – Chairman of the AGM invited Mr. Bui Quang Ngoc - Vice Chairman of the BOD; Mr. Jean Charles Belliol -the BOD member; Mr. Nguyen

Van Khoa - Chief Executive Officer and Mr. Nguyen The Phuong - Vice Executive President 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. Lai Thi Huong Huyen, Ms. Nguyen Thanh Tu
- The Voting Committee: Mr. Nguyen Viet Thang, Mr. Hoang Huu Chien, Mr. Nguyen Tien Hao

The AGM ratified Mr. Truong Gia Binh’s nomination of the Secretariat and the Voting Committee.

4. The meeting agenda:

- Shareholders attend 2019 AGM approved the proposal of supplementing lines of business in the Company’s operations and adjusting the Article 3 in the Company’s Charter proposed by the Chairman.
- Shareholders attend 2019 AGM approved the meeting agenda proposed by the Chairman.

The shareholders attend 2019 AGM approved the amendment of Article 3 of the Company Charter and the meeting agenda proposed by the Chairman. The Chair Board has run the AGM according to the agenda approved by AGM, including the contents as follow:

STT	Voting Issues
Content 1:	Approve 2018 Audited Financial Statement; The Board of Directors’ report; The Corporation’s 2019-2021 strategy; 2019 business plan; and the Supervisory Board’s report.
Content 2:	Approve the plan for 2018 profit distribution and share dividend payment.
Content 3:	Approve policy for cash dividend payment in 2019.
Content 4:	Approve the Proposal of List of Auditors for 2019 Financial Statement.
Content 5:	Approve the 2019 remuneration package for the Board of Directors; the 2019 action plan and remuneration package for the Supervisory Board.
Content 6:	Approval of supplementing lines of business in the Company’s operations and adjusting the Article 3 in the Company’s Charter.

III. REPORTS PRESENTED AT THE AGM:

1. Mr. Jean Charles Belliol - the BOD member, presented the 2018 Report of the BOD, the 2019 directions and plans; the operating and remuneration budget for the BOD in 2019.
2. Mr. Bui Quang Ngoc - the CEO period 2013- 2019 presented the report of the Board of Management (BOM) about 2018 business activities

3. Mr. Nguyen Viet Thang – head of the Supervisory Board presented the Supervisory Board’s 2018 Report; the 2019 remuneration package for the Supervisory Board; Proposal of independent audit companies to audit financial report 2019.
4. Mr. Nguyen The Phuong – BOD Member presented the audited financial statements for the year ended 2018, FY2018 profit distribution, FY2019 cash dividend plan, the statement to supplement lines of business in the Company’s operations and adjusting the Article 3 in the Company’s Charter.
5. Mr. Truong Gia Binh - the Chairman together with Mr. Nguyen Van Khoa – CEO, Mr. Le Hong Viet – CTO and Mr. Tran Huy Bao Giang – CDTO present the FPT strategy for 2019-2021 period.
6. Mr. Truong Gia Binh – the Chairman gratefully introduced Mr. Bui Quang Ngoc – CEO of FPT term 2013 – 2019 and introduced new CEO of FPT term 2019 – 2022 with young leaders team.

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: Can you explain why 2019 plan of Education and Investment sector decreases 13%?

Answer: The Education and Investment sector includes education and financial investment. The financial investment was implemented long ago, currently we only focus on technology. In 2018, we have two abnormal income that will not happen in 2019. In 2017, we invested In Tien phong Bank and according to regulations, a provision is required. In 2018, Tien Phong Bank is listed on stock market and we got back that provision (about VND 100 billion). At the end of 2017, we divested from Distribution and Retail sector and got a quite big amount of cash. Then we conducted an M&A an US consulting firm in 2018. The 2019 income is expected to decrease about USD 100 billion. VND. That’s why the profit of Education and Investment goes down. If there’s no abnormal financial number, the profit will go up by 20%.

Question 2: Every year, the policy of FPT is 2.000/share in cash and 15% share. There’s only 10% share this year. What’s the change in the policy?

Answer: The cash and share dividend payment. The cash dividend payment plan is about 40% of profit, which is around 2,000VND/share. We will continue to maintain this number in the upcoming years. About the share dividend payment, we also base on the changes in stock prices and number of outstanding shares. BOD will select the appropriate time to increase or decrease the share dividend payment rate with the aim of maximizing benefits for shareholders.

Question 3: The plan of PBT is 16%, how about the plan of profit after tax?

Answer: The profit after tax is expected to be about 17% since the sectors with high growth rate like technology software and education are entitled to tax incentives.

Question 4: Why the profit of FPT Online does not grow up?

Answer: Huge competition comes from Facebook and Google and the sanctions are not yet clear. We are also developing new strategies and products and we set two-digit growth rate for FPT Online.

Question 5: How do you invest for Digital Transformation human resources?

Answer: Outside recruitment and inside training.

Question 6: What is the biggest competitor in Digital Transformation and what is top three customers of FPT on this field?

Answer: Usually our biggest competitor is India. Our top 3 customer is RWE with USD 115 million contract, a France company with about USD 40 million contract, and a Japan company with over USD 30 million contract

Question 7: Digital conversion is a big trend that many large corporations are currently investing. Does FPT have any fear for this competition?

Answer: Our consulting service for DT is very different. Many companies consider DT as an expense, we consider it as an investment and we benefit in a short period of time. Our approach in Digital Transformation is differentiated.

Question 8: How is your expected growth in Japan, US and Europe?

Answer: All markets is expected to grow around 30%

Question 9: The online advertising has great potential but there is no growth in this sector of FPT, the proportion in revenue is still modest. What's your orientation in this sector?

Answer: Currently the competition in this sector is fierce, therefore we have to increase service expansion. We will focus on OTT to bring customers new experiences and promote growth for FPT in the future.

Question 10: FPT is a company with high position and growth rate. So is level PE of 11 too low?

Answer: We also have a view that this PE is low. In 2018, profit of FPT increased by 30% but the share price did not increase, of course there was also a market factor. We are trying our best to ensure the highest possible growth in business results. Monthly report on business performance are published so investor can assess the potential of the company in the future. We look forward to hearing from shareholders on the potential of the company so we can improve accordingly.

Dragon Capital has come to meet and make the initiatives, FPT had to organize events about customer technology and potential to talk about the potential of company.

Question 11: Assessment of the younger generation of leaders?

Answer: 7x Generation is now over 40, not too young, they also have been working for 15-20 years in FPT. Secondly, they are not new member & they understand FPT's tradition & activities as well. Moreover at their age, they have the advantage of being exposed to new things, new technology, changing and responding promptly to the market. We are assured that this team will help FPT grow strongly.

Question 12: How has the technology segment grown?

Answer: Global market grew by 25-30%, the domestic market also overcame difficulties. The last 2 years, we have witnessed significant growth in system integration. Capability to grow by 27% is from the market and our capacity. The 27% figure is very feasible for the Technology segment.

Question 13: There are many events to approach small investors, maybe the days AGM arranges the booths to introduce FPT so that investors understand FPT better. Mr. Binh shared the target of double growth within 2 years, so what is Khoa's OKR strategy to accomplish this goal? Regarding salary & remuneration for employees, FPT has a 5% ESOP policy, but FPT should continue to increase the bond between shareholders and management board. The new generation has not much connection on stocks, should FPT research on stock option to motivate the young generation with 1-2% depending on the target, will create the cohesion of new leaders?

Answer: This is a good proposal to unite young leaders to FPT's future and we will consider to add this idea to the next AGM. OKR is to increase labor productivity in FPT.

Question 14: How to organize the provision of digital transformation, whether to establish a new unit or still be in the software export segment. What is the specific plan? Phuong Tram's role?

Answer: We want to convert from an outsourcing company to a consulting firm. Major consulting companies are turning to software consulting. We will do both in Vietnam and abroad. We estimate that in the future no one can avoid digital transformation, because if you don't, you may have decided you were going to leave. After the transformation, enterprises will have outstanding competitiveness. This year we set up 3 cases: one for ourselves, one for an international customer and one for a domestic customer. This is really ambitious. After the first year, we will make a detailed plan.

Question 15: 2019 plan for each business sector?

Answer: Technology sector, software outsourcing business grow by 24-25%; The domestic sector has a shift in revenue, increasing the proportion of software revenue developed by FPT and reducing the proportion of hardware, the revenue will go flat, the profit will continue to grow. The growth of telecommunication sector mainly come from telecom services while the digital content service sector go flat in both revenue and profit.

Question 16: CAPEX in telecommunications activities is 3,000 billion, CAPEX has set high plan in previous years, but the actual implementation is less than plan . What activities does CAPEX Telecom contain and how it actually be implemented?

Answer: CAPEX telecommunications focuses on the investment of Data center and marine fiber optic cable, continues to opticalize. Investment expenditure about 90% of the expected costs.

Question 17: How will 5G affect FPT's telecommunications?

Answer: 5G is forecasted to be in Vietnam after 3 years, the terminal equipment is not available yet. This service will complement for the fixed service without any impact.

Question 18: Does FPT really focus on the quality of the personnel? Is there any strategy to attract talents and avoid “brain drain” to other competitors?

Answer: We have to find our way to ensure strong human resources and worthy remuneration. For example, we have ESOP. We want to care for long-term success of staffs. For example, working at FPT, you can possess houses. Also with salary package policy, you can choose the technology project you like best. There will be so many competitors in the market, we always rely on our own strength, we have to serve our customers best.

Question No.19: Business results of the First Quarter?

Answer: First Quarter has not been closed, but after 2 months, the growth rate has been higher than the level reported at this AGM.

V. ELECTING AND VOTING RESULTS

1. Mr. Nguyen Viet Thang – Member of the Voting Committee presented the voting issues and monitored the voting process.
2. After the vote check was completed, Mr. Nguyen Viet Thang, Head of the Voting Committee announced the voting result as follows:
 - **Total number of issued votes:** 230 representing 381,665,814 shares, equal to 62.1974% of total voting shares.
 - **Total number of collected votes:** 195 representing 380,552,406 shares, equal to 99.7083% of total voting shares.

No.	Voting issues	Approval		Disapproval		Blank		Invalid	
		No. of voting shares	Proportion (%)	No. of voting shares	Proportion (%)	No. of voting shares	Proportion (%)	No. of voting shares	Proportion (%)
1	Approve the Reports: The audited financial statements for the year ended 2018, BOD's report 2018, Strategic Intentions 2019 – 2021, Business plan 2019, Report of Supervisory Board 2018.	380,549,296	99.7075	10	0.0000	0	0,0000	3,100	0.0008
2	Approve FY2018 profit distribution and stock dividend proposal	380,537,985	99.7045	10,900	0.0029	421	0.0001	3,100	0.0008
3	Approve FY2019 cash dividend plan.	379,947,596	99.5498	601,700	0.1577	10	0.0000	3,100	0.0008
4	Approve the selection of an audit firm to audit the Company's Financial Statements in 2019	366,977,215	96.1515	0	0.0000	6,827,341	1.7888	6,747,850	1.7680
5	Approve 2019 remuneration budget for the Board of Directors; the 2019 action plan and remuneration package for the Supervisory Board	380,304,100	99.6432	1,056	0.0003	244,150	0.0640	3,100	0.0008
6	Approve supplementing lines of business in the Company's operations and adjusting the Article 3 in the Company's Charter	309,666,216	81.1354	53,648,943	14.0565	17,234,147	4.5155	3,100	0.0008

VI. CONTENTS APPROVED

1. Approve the following reports:

1.1 Audited financial statements for the year ended 2018

Some audited key indicators were summarized as follow:

No.	Indicators	Year 2018
		VND in billion
1	Revenue	23,214
2	Profit before tax	3,858
3	Profit after tax	3,234
4	Profit after tax attributable to parent company's shareholders	2,620
5	Bonus and welfare fund	229
	5.1 Bonus and welfare fund of parent company	0
	5.2 Bonus and welfare fund at subsidiaries (up to 10%)	229
6	Profit after tax attributed to parent company's shareholders	2,391

For more details, please visit: <https://fpt.com.vn/en/ir/information-disclosure>

1.2. The 2018 Board of Director's report

1.3. Strategic Intentions 2019 – 2021

1.4 The business plan for 2019 as follow:

Unit: VND in billion

Business sectors	Revenue			Profit before tax		
	2018	2019	YoY change	2018	2019	YoY change
Technology	13,402	15,450	15.3%	1,519	1,933	27.2%
Telecom	8,831	9,980	13.0%	1,458	4,660	13.9%
Education & Investment	1,375	1,670	21.4%	488	425	-13.0%
Profits from affiliated companies in retail and distribution sectors	0	0		387	442	14.2%
Consolidated revenue adjustment	-394	-440				
Total	23,214	26,660	15%	3,858	4,460	16%

1.5. The Supervisory Board's Report in 2018

2. Approve the plan for 2018 profit distribution and share dividend payment, as following:

2.1 Plan for 2018 profit distribution

Total cash dividend payment of 20% for FY2018 (VND 2,000 per share), in which:

- Already paid in 2018: 10%
- The rest (10%) will be paid following the AGM's approval.
- Schedule: 2nd quarter of 2019
- Authorizing the BOD to implement dividend payment.

2.2 Plan for share dividend payment

Ratio of stock dividend is 10% for FY2018 (10:1)

- Source: retained earnings
- 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 FY2018 cash dividend payment)
- Authorizing the BOD to implement share dividend payment.

3. Policy for cash dividend payment in 2019

- Propose 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 ratio of cash dividend payment in 2019 will be decided by the 2020 Annual General Shareholders Meeting

4. Approve the proposal to select one (1) from four (4) audit firms (Big 4) to audit the Company's Financial Statements in 2019, including: KPMG, Deloitte, PwC, Ernst & Young and authorize the Board of Directors to select an audit firm corporeally.

5. Approve the 2019 remuneration package for the Board of Directors; the 2019 action plan and remuneration package for the Supervisory Board.

5.1 Remuneration budget for the BOD in 2019

- 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

5.2 Operating expenses and remuneration budget for the Supervisory Board in 2019 is VND 1,211,800,000.

6. Approve supplementing lines of business in the Company's operations and adjusting the Article 3 in the Company's Charter, as attached proposal.

VII. AGM CLOSING

1. Mr. Bui Quang Ngoc – Vice Chairman of the BOD read the Resolution submitted to AGM to ratify.
2. Ms. Nguyen Thanh Tu – Member of the Secretariat read the AGM Minutes submitted to the AGM to ratify.
3. The AGM agreed with 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

CHAIRMAN

(Signed)

(Signed)

LAI THI HUONG HUYEN

TRUONG GIA BINH

TENTATIVE AGENDA
2019 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 13:00 Friday, March 29th, 2019
Venue: Fansipan Ballroom, JW Marriott Hotel, 8 Do Duc Duc,
Nam Tu Liem, Hanoi

No.	Time	Content (draft)	Person in Charge
1.	13:00 – 14:00	Registration	Organization Committee
2.	14:00 – 14:05	Opening ceremony	Organization Committee
3.	14:05 – 14:10	Report on the validity of AGM	Supervisory Board
4.	14:10 – 14:20	Nomination of the secretary, election of the voting committee and approval of the meeting agenda	Chairman
5.	14:20 – 14:30	Presentation of 2018 Board of Directors (BOD)' report, the direction and 2019 plan Budget and remuneration for BOD in 2019	BOD
6.	14:30 – 14:40	Presentation of Board of Management Report about business activities	BOM
7.	14:40 – 14:45	Presentation of 2018 Supervisory Board's Report Budget and remuneration for Supervisory Board in 2019 Proposal of independent audit companies to audit financial report 2019	Supervisory Board
8.	14:45 – 14:50	Presentation of Audited Financial Statement FY2018 Presentation of 2018 Profit Distribution Plan Proposal of cash dividend payment 2019 Proposal for amending the Company Charter to supplement the information on the business registration certificate in accordance with the digital transformation strategy.	BOM
9.	14:50 – 15:05	2019-2021 Strategic Intentions	BOD
10.	15:05 – 15:20	Introduce FPT's CEO term 2019 – 2022 and FPT's Board of Management	BOD
11.	15:20 – 15:50	Discussions on Voting Issues	Chairman
12.	15:50 – 16:00	Voting	Voting Committee
13.	16:00 – 16:25	Discussions on other issues	Chairman
14.	16:25 – 16:40	<i>Break</i>	
15.	16:40 – 16:45	Announcement on Voting result	Voting Committee
16.	16:45 – 16:50	Approval on 2019 AGM Resolutions	BOD and Supervisory Board
17.	16:50 – 17:00	Approval on 2019 AGM Minutes	Secretary
18.	17:00	Meeting closing	Chairman

Hanoi, March 29th, 2019

RESOLUTION
THE 2019 ANNUAL GENERAL SHAREHOLDERS MEETING
FPT CORPORATION

Pursuant to:

- *Business Law No. 68/2014/QH13 dated 24th November 2014;*
- *FPT's Company Charter;*
- *Proposals of the Board of Directors and the Supervisory Board at the 2019 Annual General Meeting of Shareholders;*
- *Meeting Minutes of FPT Corporation's 2019 Annual General Meeting of Shareholders dated 29th March 2019;*
- *Voting Report of FPT Corporation's 2019 Annual General Meeting of Shareholders dated 29th March 2019.*

DECIDED

Article 1: Approve these following reports:

- 1. The 2018 Audited Financial Statements;**
- 2. The Board of Directors' Report in 2018;**
- 3. The Strategic Direction for the 2019-2021 period;**
- 4. The business plan for 2019 as follow:**

Unit: VND in billion

Business sectors	Revenue			Profit before tax		
	2018	2019	YoY change	2018	2019	YoY change
Technology	13,402	15,450	15.3%	1,519	1,933	27.2%
Telecom	8,831	9,980	13.0%	1,458	4,660	13.9%
Education & Investment	1,375	1,670	21.4%	488	425	-13.0%
<i>Profits from affiliated companies in retail and distribution sectors</i>	0	0		387	442	14.2%
<i>Consolidated revenue adjustment</i>	-394	-440				
Total	23,214	26,660	15%	3,858	4,460	16%

- 5. The Supervisory Board's Report in 2018.**

Article 2: Approve the plan for 2018 profit distribution and share dividend payment, as following:

1. Plan for 2018 profit distribution

Total cash dividend payment of 20% for FY2018 (VND 2,000 per share), in which:

- ✓ Already paid in 2018: 10%
- ✓ The rest (10%) will be paid following the AGM's approval.
- ✓ Schedule: 2nd quarter of 2019
- ✓ Authorizing the BOD to implement dividend payment.

2. Plan for share dividend payment

Ratio of stock dividend is 10% for FY2018 (10:1)

- ✓ Source: retained earnings.
- ✓ 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 FY2018 cash dividend payment).
- ✓ Authorizing the BOD to implement share dividend payment.

Article 3: Approve Policy for cash dividend payment in 2019:

- ✓ Propose 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 ratio of cash dividend payment in 2019 will be decided by the 2020 Annual General Shareholders Meeting.

Article 4: Approve the proposal to select one (1) from four (4) audit firms (Big 4) to audit the Company's Financial Statements in 2019, including: KPMG, Deloitte, PwC, Earnst & Young and authorize the Board of Directors to select an audit firm corporeally.

Article 5: Approve the 2019 remuneration package for the Board of Directors; the 2019 action plan and remuneration package for the Supervisory Board.

1. Remuneration budget for the BOD in 2019

- 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**

2. Operating expenses and remuneration budget for the Supervisory Board in 2019 is VND 1,211,800,000.

Article 6: Approval of supplementing lines of business in the Company's operations and adjusting the Article 3 in the Company's Charter. (As the attached Statement)

The Resolution was approved by the 2019 Annual General Shareholders Meeting of FPT Corporation. The Board of Directors bases on the Resolution to implement accordingly.

ON BEHALF OF SECRETARY

CHAIRMAN

(Signed)

(Signed)

LAI HUONG HUYEN

TRUONG GIA BINH



Hanoi, March 27th, 2019

THE STATEMENT TO THE 2019 ANNUAL GENERAL SHAREHOLDERS MEETING OF FPT CORPORATION

Ref: Approval of supplementing lines of business in the Company's operations and adjusting the Article 3 in the Company's Charter

The Board of Directors (BOD) presents this proposal to the 2019 Annual General Shareholders Meeting

- In accordance with FPT's Charter;
- In accordance with the current situation of providing information technology services of the Company and strategic directions for digital transformation in the period of 2019-2021.

The BOD respectfully submit to the General Meeting of Shareholders for approval as follows:

1. Proposal to add the following business lines (which are related to technology activities) to the Company's operations:

Level 1	Level 2	Level 3	Level 4	Level 5	Business line
	26				- Producing electronic products, computers and optical products
		261	2610	26100	- Producing electronic components
		262	2620	26200	- Producing computers and peripherals of computers
		263	2630	26300	- Producing communications equipment
		264	2640	26400	- Producing civil electronic products
	62	620			- Computer programming, consulting services and other computer-based activities
			6201	62010	- Computer programming
			6202	62020	- Computer consulting and computer system administration



Level 1	Level 2	Level 3	Level 4	Level 5	Business line
			6209	62090	- Information technology services and other computer-based services
	63				- Information technology services
		631			- Data processing, leasing and related activities; portals
			6311	63110	- Data processing, leasing and related activities
			6312	63120	- Portals
		639			- Other communications services
			6399	63990	- Not yet classified communications services
	77				- Machinery and equipment leasing (without operators); personal and household appliances leasing; intangible non-financial assets leasing
		773	7730		- Leasing the machinery, equipment and other tangible equipment without operators
				77303	- Leasing office machines and equipment (including computers) without operators
				77309	- Leasing not yet classified machinery, equipment and other tangible equipment without operators
		774	7740	77400	- Leasing intangible non-financial assets
	85				- Education and training
			8559	85590	- Other not yet classified education
		856	8560	85600	- Educational support services



2. Proposal for adjusting the Article 3 in the current Company's Charter as follows:

No.	Current provisions of the Charter	Proposed contents of adjustment and supplementation
1	<p>Article 3. Operational objectives of the Company</p> <p>Unless the General Meeting of Shareholders decides to change according to this Charter, the business lines of the Company are comprised of:</p> <ul style="list-style-type: none"> - Research, design, manufacture and transfer of information technology and application thereof into other technologies; - Developing computer softwares; - Providing internet services and value added services on the internet; - Training specialized human resources for the software industry; - Sale and purchase of equipment, machines used in sectors such as healthcare, education, science and technology, industry, environment, telecom, consumer goods, and motorbike; - Investing in technology transfer in sectors such as environment, education and training, healthcare; - Production, manufacture, and assemble of electric boards; - Air ticket agency; - Agency for sale and purchase of goods, goods consignment agency; - Production, manufacture and assemble of information technology equipment; - Protocol Internet connection services (IXP); - Consultancy service, commercial advertisement 	<p>Article 3. Operational objectives of the Company</p> <p>Unless the General Meeting of Shareholders decides to change according to this Charter, the business lines of the Company are comprised of:</p> <ul style="list-style-type: none"> - Research, design, manufacture and transfer of information technology and application thereof into other technologies; - Developing computer softwares; - Providing internet services and value added services on the internet; - Training specialized human resources for the software industry; - Sale and purchase of equipment, machines used in sectors such as healthcare, education, science and technology, industry, environment, telecom, consumer goods, and motorbike; - Investing in technology transfer in sectors such as environment, education and training, healthcare; - Production, manufacture, and assemble of electric boards; - Air ticket agency; - Agency for sale and purchase of goods, goods consignment agency; - Production, manufacture and assemble of information technology equipment; - Protocol Internet connection services (IXP); - Consultancy service, commercial advertisement service (excluding construction work design service); - Production and publishment of film and video; - Production of radio and television programs; - Real estate trading, investment, brokerage; - Lease and rent services in respect of



<p>service (excluding construction work design service);</p> <ul style="list-style-type: none">- Production and publishment of film and video;- Production of radio and television programs;- Real estate trading, investment, brokerage;- Lease and rent services in respect of residential houses, offices, workshops, and warehouses;- Services for campuses, hotels, restaurants. Recreational, entertainment services (in sport industry, not including services for karaoke lounge, nightclubs and bars);- Real estates consultancy and management service (not including legal consultancy service);- Constructing civil, industrial, traffic and irrigation construction projects;- Investing, constructing, doing business in respect of urban zones, industrial zones and hightech zones;- Ground levelling, processing and constructing building foundations;- Decorating, installing internal and exterior decoration of civil and industrial construction works;- Installing electrical equipments, water and cables for civil and industrial construction works;- Trading building materials, supplies, equipments and machines used in civil and industrial construction;- Investing, constructing and doing business in respect of public garden and amusement parks	<p>residential houses, offices, workshops, and warehouses;</p> <ul style="list-style-type: none">- Services for campuses, hotels, restaurants. Recreational, entertainment services (in sport industry, not including services for karaoke lounge, nightclubs and bars);- Real estates consultancy and management service (not including legal consultancy service);- Constructing civil, industrial, traffic and irrigation construction projects;- Investing, constructing, doing business in respect of urban zones, industrial zones and hightech zones;- Ground levelling, processing and constructing building foundations;- Decorating, installing internal and exterior decoration of civil and industrial construction works;- Installing electrical equipments, water and cables for civil and industrial construction works;- Trading building materials, supplies, equipments and machines used in civil and industrial construction;- Investing, constructing and doing business in respect of public garden and amusement parks- Investment consultancy service (excluding legal consultancy service);- Importing and exporting the Company's products;- Sale and purchase of copyrights in respect of radio and television program;- Designing, producing advertising products, multimedia communications, advertising videos, video editing, sound (excluding construction work design service);- Designing, investing, constructing urban zones, industrial zones, export processing zones, hightech zone, school;- Educational services in respect of
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- Investment consultancy service (excluding legal consultancy service);
 - Importing and exporting the Company's products;
 - Sale and purchase of copyrights in respect of radio and television program;
 - Designing, producing advertising products, multimedia communications, advertising videos, video editing, sound (excluding construction work design service);
 - Designing, investing, constructing urban zones, industrial zones, export processing zones, hightech zone, school;
 - Educational services in respect of kindergarten, elementary, secondary level;
 - Technology transfer in healthcare industry;
 - Healthcare consultancy service, opening clinic offices, and healthcare services;
 - Other business lines subject to the Company's situations, and the Board of Directors' decision and in accordance with laws.
- kindergarten, elementary, secondary level;
 - Technology transfer in healthcare industry;
 - Healthcare consultancy service, opening clinic offices, and healthcare services;
 - Other business lines subject to the Company's situations, and the Board of Directors' decision and in accordance with laws.
 - **Producing electronic products, computers and optical products: Producing electronic components; Producing computers and peripherals of computers; Producing communications equipment; Producing civil electronic products;**
 - **Computer programming, consulting services and other computer-based activities;**
 - **Information technology services: Data processing, leasing and related activities; portals; Other communications services;**
 - **Leasing machinery, equipment (including computers) and other tangible appliances without operators;**
 - **Leasing intangible non-financial assets;**
 - **Educational support services.**
 - **Other educational services.**

ON BEHALF OF THE BOD
CHAIRMAN
CÔNG TY
CỔ PHẦN
FPT
Trương Gia Bình