



2026

AGM DOCUMENTS

FPT CORPORATION





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2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 13h30, Thursday, April 16th 2026
Venue: Conference Room, 8th Floor, FPT Tower, No.10 Pham Van Bach Street, Cau Giay Ward, Hanoi
Online: At address <https://agm.fpt.com>

No.	Time	Content (draft)	Person in Charge
1	13:00 – 14:30	Shareholder registration	Organization Committee
2	14:30 – 14:35	Opening ceremony	Organization Committee
3	14:35 – 14:38	Report on the validity of AGM	Supervisory Board
4	14:38 – 14:41	Flag salute, opening remarks and introduction of delegates	Organization Committee
5	14:41 – 14:44	Introduction of the presidium, nomination of AGM secretary, election of the voting committee and approval of the meeting agenda	Chairman
6	14:44 – 14:49	BOD's 2025 Report BOD's 2026 Budget and remuneration for BOD	BOD
7	14:49 – 15:04	Board of Management's 2025 Report on business activities and 2026 Plan	BOM
8	15:04 – 15:08	2025 Audited Financial Statements; 2025 Profit Distribution plan; Plan for share issuance to increase charter capital from equity; 2026 Cash Dividend Payment plan	BOM
9	15:08 – 15:12	Supervisory Board's 2025 Report; Supervisory Board's 2026 Budget & Remuneration; Proposal of list of Auditors for 2026 Financial Statements	Supervisory Board
10	15:12 – 15:16	Proposal of the ESOP share issuance plan for employees with outstanding contributions for the 2026–2028 period; Proposal of amendments to the detailed terms of previously approved ESOP share issuance plans; Proposal of amendments to the Company Charter; the Internal Regulations on Corporate Governance and Operating Regulations of the Board of Directors.	BOM
11	15:16 – 15:21	Resignation Letter of a Member of the Board of Directors Nomination of an Additional Member to the Board of Directors for the 2022–2027 Term	BOM
12	15:21 – 15:41	2026 – 2028 Strategic Intentions	BOD
13	15:41 – 15:51	Discussions on Voting Issues	Chairman
14	15:51 – 16:06	Voting	Voting Committee
15	16:06 – 16:26	Discussions on other issues	Chairman
16	16:26 – 16:30	Announcement on Voting & Election result	Voting Committee
17	16:30 – 16:33	Approval on 2026 AGM Resolutions	BOD
18	16:33 – 16:36	Approval on 2026 AGM Minutes	Secretary
19	16:36 – 16:40	Closing Speech	Chairman



No.01

Hanoi, March 18th 2026

PROPOSAL

Ref. approval of the Report of the Board of Directors in 2024, Strategic Direction for the period of 2025-2026, Business plan for 2025 and Remuneration Budget for the Board of Directors in 2025

To: The 2025 Annual General Meeting of Shareholders of FPT Corporation

Pursuant to the Law on Enterprises;

Pursuant to the Charter of FPT Corporation;

Based on the actual remuneration paid to members of the Board of Directors in 2025 and the Business Plan for 2026;

The Board of Directors (the “BOD”) respectfully submits to the AGM for approval the BOD Report for 2025, the Strategic Direction for 2026–2028, the Business Plan for 2026, and the Remuneration Budget of the BOD for 2026 as follows:

1. **BOD Report for 2025** (attached).
2. **Strategic Direction for 2026–2028** (attached).
3. **Business Plan for 2026:**

Unit: Billion VND

Business Segment	Revenue			Profit before tax		
	2025	2026	Change	2025	2026	Change
Technology	44,475	52,650	18.4%	5,883	7,350	24.9%
Education, Investment and Others	6,131	5,930	-3.3%	4,225	4,279	1.3%
Total	50,606	58,580	15.8%	10,108	11,629	15.0%

(For the 2026 figures, FPT consolidates FPT Telecom Joint Stock Company using the equity method; the 2025 figures have been adjusted using the same method to ensure consistency and comparability)

The General Meeting of Shareholders authorizes the Board of Directors to adjust the above business plan (if necessary) to ensure flexibility in responding to unpredictable global economic uncertainties.

4. Remuneration Budget of the Board of Directors for 2026:

- Salary for executive members: **VND 10.76 billion**;
- Bonus for executive members: not exceeding **0.49%** of the Group’s total profit before tax;
- Remuneration for non-executive members: **VND 6.8 billion** (adjusted upward due to exchange rate fluctuations).

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval../.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Trung Gia Binh



Hanoi, March 18th 2026

REPORT OF THE BOARD OF DIRECTOR

I. ASSESSMENT ON THE COMPANY'S PERFORMANCE BY BOARD OF DIRECTORS IN 2025

1. Assessment of Business Performance

The year 2025 continued to be a period of significant volatility for the global and regional economy, with challenges intertwined with emerging opportunities driven by the waves of digital transformation, artificial intelligence (AI), and core technologies. In this context, FPT remained steadfast in pursuing its long-term development strategy, fostering proactiveness, innovation, and the collective strength of its employees. As a result, FPT maintained sustainable growth momentum and further reinforced its position as one of Vietnam's leading technology enterprises.

FPT recorded revenue of VND 70,113 billion and profit before tax of VND 13,039 billion, representing year-on-year growth of 11.6% and 17.8%, respectively, closely aligned with the profit targets set at the beginning of the year. These results reflect FPT's ability to adapt flexibly to market fluctuations while affirming the effectiveness of its investment strategy in key technology sectors and strategic markets.

The Technology segment continued to play a pivotal role, contributing 63% of the FPT's revenue and 45% of profit before tax, equivalent to VND 44,475 billion and VND 5,883 billion, representing year-on-year growth of 13.7% and 12.5%, respectively. In particular, the Overseas IT Services segment further strengthened its position as a billion-dollar technology business, with newly signed contracts reaching VND 40,636 billion (over USD 1.5 billion), an increase of 23.2% compared with the same period last year. The number of projects with a contract value exceeding USD 10 million per project also doubled year-on-year.

The Telecommunications Services segment recorded revenue of VND 18,702 billion, up 10.6%, and profit before tax of VND 4,167 billion, an increase of 21.9%. Alongside improving service quality and developing digital telecommunications platforms and value-added services, FPT Corporation has strengthened its position as a leading Internet service provider and a leading platform for sports entertainment, particularly in football and e-sports.

The Education segment has increasingly aligned its training programs with the practical needs of businesses and the market, particularly in areas such as artificial intelligence, semiconductors, digital technology, and innovation management, thereby making an important contribution to the national strategy of developing high-quality human resources.

The achievements in 2025 clearly demonstrate the soundness of the FPT's development orientation, the effectiveness of its governance capabilities, and its continuous spirit of innovation. Board of Directors (BOD) firmly believes that, with a solid financial foundation and comprehensive technological capabilities, FPT will continue to sustain its growth momentum, expand its global presence, and further affirm its position as a central pillar on Vietnam's technology map.

2. Results of Implementing the Proposed Strategies

In 2025, amid the global and Vietnamese economies continuing to face numerous challenges arising from geopolitical fluctuations, shifts in global trade, persistent inflationary pressures, and increasingly cautious spending on information technology, FPT implemented development strategies in a proactive, flexible, and focused manner. Based on the established strategic



orientations, FPT prioritized core technology sectors, expanded markets and partnerships in a manner that diversified risks, and simultaneously aligned its business activities with major national programs and development objectives.

2.1. Accompanying the Implementation of National and Local Digital Transformation Programs

In line with the policies of the Party and the State on the development of science and technology, innovation, and digital transformation—particularly the orientations and directives set out in Resolution No. 57-NQ/TW, Plan No. 01-KH/BCĐTW, Plan No. 02-KH/BCĐTW, and Resolution No. 214/NQ-CP of the Government on the Government’s Action Plan to promote data creation for comprehensive digital transformation—in 2025, FPT Corporation continued to accompany and coordinate with ministries, sectors, and local authorities to implement comprehensive digital transformation initiatives.

In particular, FPT collaborated with six ministries assigned to work alongside the Central Committee of the Vietnam Fatherland Front in implementing and completing, on schedule, key tasks related to the development of Digital Transformation Strategies, Data Strategies, databases, and major information systems.

At the same time, FPT worked closely with local authorities to urgently deploy information systems aligned with the two-tier local government model, meeting the requirements of Plan No. 02-KH/BCĐTW. These efforts ensured that public service systems operated continuously without interruption and were ready to serve citizens starting from July 1, 2025. The systems were deployed on schedule, meeting technical requirements and ensuring stable and secure operations, thereby contributing to administrative reform, enhancing the effectiveness of state governance, and improving the quality of public service delivery.

Participation in these programs further affirms FPT’s role as a key technology enterprise with the capability to implement large-scale, complex systems that require high standards of safety and security.

2.2. Outstanding Results in Global Business Cooperation

The year 2025 recorded many notable achievements in FPT’s international business cooperation activities, clearly reflecting its strategic transition from a service provider to a comprehensive digital transformation strategic partner.

FPT partnered with Sumitomo and SBI Holdings to invest in and operate an AI factory in Japan. Together with the AI factory in Vietnam, these two facilities ranked 36th and 38th respectively in the TOP500 global supercomputers.

The Corporation also signed and expanded cooperation agreements with many leading international partners, including Airbus, Chelsea Football Club, and Clearlake Capital Corporation—a global investment fund managing assets worth USD 90 billion. Notably, FPT signed a record contract worth USD 256 million with a leading Asian energy corporation, marking a significant shift from the traditional service delivery model to a comprehensive digital transformation strategic partnership integrating AI, data, and cloud computing.

In addition, FPT achieved the highest-level Generative AI Competency certification from AWS and ranked among the top 1% of global enterprises meeting the gold standard for sustainable business practices.



2.3. Implementing Major Orientations in Science and Technology, Education, and the Private Economy

In alignment with the country's major development orientations, such as Resolution No. 71-NQ/TW dated August 22, 2025, issued by the Politburo on breakthroughs in education and training development, FPT has proactively implemented numerous initiatives and cooperation models to promote science and technology development, train high-quality human resources, and enhance the role of the private sector. These efforts contribute to strengthening the "three-party collaboration model" comprising the State, Universities, and Enterprises.

FPT Corporation has provided training for nearly 4,700 students specializing in AI and more than 3,000 students in chip and semiconductor technology. At the same time, it has equipped nearly 37,000 future information technology engineers nationwide with knowledge and skills related to AI. These efforts contribute to building a high-quality technology workforce that meets both the development needs of the Corporation and the requirements of digital transformation and innovation within the national economy in the coming period.

FPT co-founded and implemented the Au Lac AI Alliance, bringing together enterprises, startups, and universities to develop sovereign large language models aligned with Vietnamese language and cultural context. In addition, FPT collaborated with universities to launch the Strategic Human Resources Alliance for the implementation of Resolution No. 57-NQ/TW, focusing on developing human resources for strategic technology sectors. FPT also participates in the Semiconductor Alliance, contributing to the development of the ecosystem and "Make in Vietnam" semiconductor products.

In the private sector, FPT actively participates in the Vietnam Private Economy Landscape (ViPEL) initiative, contributing to the promotion of initiatives that support the development of the private economic sector toward innovation, sustainability, and international integration.

Regarding new strategic directions, FPT co-founded the Low-Altitude Economy Alliance and has gradually implemented domestic and international cooperation activities to build an ecosystem of products and services in this field, following a cautious, phased approach aligned with the Corporation's core capabilities.

II. ASSESSMENT BY THE BOD ON THE OPERATIONS OF THE BOARD OF MANAGERS

BOD acknowledges and highly appreciates the proactive, flexible, and effective management role of Board of Managers (BOM) in 2025, particularly in the context where both the global and domestic economies continued to be significantly affected by geopolitical fluctuations, supply chain shifts, inflationary pressures, and increasingly cautious spending on information technology.

Building upon the strategic foundation established and reinforced in previous years, BOM clearly demonstrated strong governance capability, adaptability, and a high sense of responsibility in implementing business objectives. As a result, FPT Corporation maintained stable growth momentum, effectively controlled risks, and progressively implemented medium- and long-term strategic orientations, thereby creating a solid foundation for the next phase of development.

1. Supervisory Activities

In compliance with the Company Charter, the Corporate Governance Regulations, and applicable legal provisions, BOD carried out close and regular supervision of the activities of



the Chief Executive Officer (CEO) and BOM in organizing the implementation of strategies and executing the resolutions of the Annual General Shareholders Meeting and BOD Meeting.

The key areas of supervision included:

- The implementation and execution of business strategies in accordance with the orientations approved by BOD and the Annual General Shareholders Meeting;
- The level of compliance with and progress in implementing the resolutions and decisions of BOD;
- Financial management and compliance with periodic financial reporting requirements (quarterly, semi-annual, and annual) as well as the annual report;
- The implementation of policies related to organizational structure, senior personnel, and the planning and development of the next generation of leadership;
- Investment activities, strategic partnerships, and risk management to ensure effectiveness and sustainability in the medium and long term.

2. Supervisory Results

Based on the supervisory activities, BOD recorded the following notable outcomes in the operations of BOM in 2025:

First, maintaining stable growth amid a challenging market environment. Despite ongoing fluctuations in the business environment, BOM proactively adjusted plans, flexibly allocated resources, and controlled costs, thereby maintaining reasonable growth while establishing new growth drivers aligned with the Corporation's long-term vision.

Second, effectively implementing the resolutions of BOD. The resolutions and decisions of BOD were implemented by BOM in a timely, serious, and consistent manner across the Corporation, ensuring full compliance with regulations on corporate governance, information disclosure, and reporting regimes.

Third, ensuring financial discipline and transparency in governance. BOM maintained strict financial discipline and closely monitored business operations, cash flow, and receivables and payables, thereby enabling the Corporation to proactively respond to market fluctuations and ensure the timely execution of the annual financial plan.

Fourth, strengthening and enhancing human resource governance capacity. In 2025, BOM continued to focus on planning, training, rotation, and appointment of management personnel, gradually refining the executive structure toward a leaner and more effective model that aligns with the FPT's increasing scale and level of internationalization.

Fifth, promoting strategic partnerships and expanding the scale of technology operations. BOM proactively expanded cooperation with domestic and international partners while accelerating the implementation of digital transformation programs, new technology applications, and large-scale projects, thereby enhancing FPT's position within the technology ecosystem and in international markets.

BOD assesses that BOM successfully fulfilled its roles and responsibilities in 2025, clearly demonstrating strong executive capability, a high sense of responsibility, and strong alignment with the FPT's strategic objectives. The achievements attained provide an important foundation for FPT Corporation to further strengthen its governance framework, enhance its competitiveness, and pursue sustainable development objectives in the coming years.



III. ACTIVITIES OF BOARD OF DIRECTORS

1. Activities of the Committees under BOD

The BOD of FPT Corporation comprises three committees, as follows:

No.	Committee	Full name	Position
1	The Personnel and Remuneration Committee	Mr. Do Cao Bao	Chairman
2	The Development Policy Committee	Mr. Truong Gia Binh	Chairman
3	The Chairman's Office	Ms. Pham Ngoc Anh	Chief of Staff

1.1. The Personnel and Remuneration Committee

In 2025, The Personnel and Remuneration Committee continued to play its advisory, orientation, and supervisory role in human resource development, contributing to ensuring that the workforce meets the requirements for implementing the Corporation's development strategy in the new phase.

Regarding human resource strategic planning, the Committee directed the BOM – Board of Managers to research and develop the Human Resources Strategy for the 2026–2028 period, aligned with the objective of mastering core technologies and building a high-quality workforce, thereby contributing to sustainable development and strengthening national technological sovereignty.

In terms of planning, development, and rotation of senior personnel, the Committee directed the development and implementation of policies and programs aimed at developing the next generation of leadership. These initiatives focus on identifying, nurturing, and preparing a pool of qualified personnel ready to assume key leadership and management positions within the Corporation and its subsidiaries. At the same time, the Committee provided orientation for the development of a global leadership program aimed at enhancing governance capacity, strategic thinking, and international management capabilities among the Corporation's future leadership.

The Committee also conducted evaluations and reviews regarding the reappointment, rotation, and new appointment of senior management and leadership positions within the Corporation and its subsidiaries, ensuring alignment with the development requirements and organizational structure of each unit. Specifically, the Committee reviewed the reappointment of key positions such as the Chief Executive Officer of FPT and the Chief Human Resources Officer of FPT. At the same time, the Committee evaluated and considered rotation and new appointments for several important positions in subsidiaries and key markets, including the Chief Executive Officer of FPT IS, the Chief Executive Officer of FPT Americas, and the Deputy Chief Executive Officer of FPT Software in charge of the Europe and Middle East markets. In addition, the Committee also reviewed the appointment of leadership for new strategic units of the Corporation to meet development requirements in strategic technology sectors.

Regarding personnel policies and remuneration, the Committee continued to provide orientation and direction for the development, issuance, and implementation of key human resource policies across the Corporation and its subsidiaries. The focus has been on developing, refining, and improving specialized remuneration policies aimed at comprehensively supporting employees'



well-being, attracting and retaining talent, and reducing turnover rates, particularly among technology professionals and specialized personnel. The policies implemented include career development pathways for technology personnel, regulations regarding leave and retirement benefits, as well as the expansion of support policies for housing and transportation loans, thereby enhancing employee engagement and satisfaction.

1.2. The Development Policy Committee

Amid continued impacts on both the global and domestic economy from geopolitical fluctuations, shifts in global trade, inflationary pressures, and increasingly cautious spending on information technology, The Development Policy Committee effectively fulfilled its role as a strategic advisory body to the BOD – Board of Directors and the BOM – Board of Managers. Policy orientations were developed with a focus on prioritizing the development of core technologies, expanding strategic safety zones in terms of markets, partners, and technologies, and aligning the Corporation’s growth objectives with major programs and resolutions of the Party and the State.

On that basis, the Committee advised the Corporation to proactively participate in and closely accompany the implementation of key government programs and plans related to digital transformation, data, and digital government; and to coordinate in supporting ministries, sectors, and local authorities in building strategies and developing major information systems and databases. Participation in these programs not only generated economic value but also contributed to enhancing FPT’s position, credibility, and role within the national ecosystem for science, technology, and digital transformation.

The Committee also advised the integration of breakthrough resolutions of the Party and the State related to science and technology, education and training, and the private economy into the Corporation’s development strategy. Under this orientation, FPT has implemented and participated in foundational initiatives such as establishing technology and human resource alliances, participating in policy forums, and contributing to the development of ecosystems for core technologies, AI, and semiconductors. These activities demonstrate a proactive and long-term approach, closely aligning corporate strategy with national development orientations.

In the area of international cooperation, the Committee advised adjustments to the strategy toward prioritizing stability, diversifying risks, and focusing on regions with sustainable growth potential such as Japan, ASEAN, and Europe. At the same time, strategic investments in AI infrastructure, core technologies, and long-term strategic partnership models have contributed to elevating FPT’s role from a service provider to a strategic partner in large-scale digital transformation projects.

In addition, the Committee proactively researched and advised on new strategic directions to expand medium- and long-term growth drivers, notably including the orientation toward developing the Low-Altitude Economy sector. The approach to this field has been guided by a cautious roadmap aligned with FPT’s core capabilities, focusing on the role of providing digital platforms, AI, data analytics, and operational systems, while participating in pilot models, policy experimentation, and contributing to the development of legal frameworks and technical standards. The co-founding of the Low-Altitude Economy Alliance demonstrates FPT’s pioneering role in connecting resources, promoting cooperation, and developing an ecosystem for this emerging sector.

Through its advisory activities, The Development Policy Committee assesses that the Corporation’s internal governance has continued to be strengthened in a modern, transparent,



and effective direction, enhancing the integration between strategic governance, operational governance, and human resource governance. Governance tools based on management by objectives, development of the next generation of leadership, digital transformation, and the application of AI in internal governance have been implemented synchronously, contributing to strengthening the governance foundation and creating room for sustainable growth of the Corporation in the coming years.

1.3. The Chairman's Office

The Chairman's Office continued to effectively fulfill its role as the Corporate Secretariat, providing effective support to the BOD – Board of Directors in professional activities and governance tasks. The Office ensured the provision of complete, timely, and accurate information to support the decision-making process of the BOD – Board of Directors, as well as the disclosure of resolutions and the Corporate Governance Report in compliance with applicable regulations and timelines.

In addition, The Chairman's Office actively contributed to maintaining and promoting external relations activities, thereby supporting the Corporation's cooperation and business development initiatives. The coordination and organization of meetings, working programs, and major events of the BOD – Board of Directors were carried out in a professional and efficient manner.

During the year, The Chairman's Office coordinated with relevant units to successfully organize the 2025 Annual General Meeting of Shareholders, ensuring full compliance with legal regulations, corporate governance requirements, and the rights and interests of shareholders.

2. Transactions, Remuneration, and Benefits of the BOD

The remuneration of BOD, Supervisory Board, and BOM is publicly disclosed in the Annual Report and the Financial Statements of FPT Corporation. The payment of remuneration to BOD and Supervisory Board complies with the provisions of the Resolution of the 2025 Annual General Shareholders Meeting and Resolution No. 01.03-2025/NQ-HĐQTFPT dated March 20, 2025 of BOD, under which remuneration for members participating in executive management is VND 10.76 billion, with a bonus not exceeding 0.49% of the FPT's total profit before tax; remuneration for members of BOD not participating in executive management is VND 6.6 billion. In 2025, the actual payment of salaries and remuneration for members of BOD amounted to VND 17.25 billion, while remuneration and operating expenses of the Supervisory Board amounted to VND 1.456 billion. With regard to the income information of BOM, FPT has disclosed this information in the annual financial statements in accordance with Article 31 of Decree No. 71/2017/NĐ-CP.

Remuneration of Members of BOD in 2025

Unit: Vietnamese Dong

Member of BOD	Position	Remuneration
Mr. Truong Gia Binh	Chairman	0
Mr. Bui Quang Ngoc	Vice Chairman	0
Mr. Do Cao Bao	Member	0
Mr. Jean-Charles Belliol	Independent Member	960,000,000



Ms. Tran Thi Hong Linh	Independent Member	360,000,000
Mr. Hampapur Rangadore Binod	Independent Member	2,613,975,000
Mr. Hiroshi Yokotsuka	Member	2,613,975,000

2. Members and Structure of the BOD

BOD of FPT Corporation consists of seven members who possess professional expertise and extensive experience in information technology, finance, international business, and corporate governance. With three independent members, the structure of BOD fully complies with relevant legal regulations.

Since 2013, FPT has separated the roles of the Chairman of BOD and CEO, demonstrating independence and a clear division of responsibilities between BOD and BOM in order to ensure appropriate delegation of decision-making authority and enhance the independence of the BOD.

List of Members of the BOD

Member of the BOD – Board of Directors	Position	Start Date as Member of the BOD	Professional Expertise	Ownership Ratio	Concurrent Positions in the BOD of Other Companies (as of 31/12/2025)
Mr. Truong Gia Binh	Chairman	07/04/2022 – Re-elected	Information Technology	6.89%	- Member of the BOD of FPT Telecom - Chairman of the of FPT Education - Member of the FPT University Council
Mr. Bui Quang Ngoc	Vice Chairman	07/04/2022 – Re-elected	Information Technology	1.48%	- Member of the FPT University Council
Mr. Do Cao Bao	Member	07/04/2022 – Re-elected	Information Technology	0.93%	- Member of the BOD of FPT Da Nang Urban Joint Stock Company
Mr. Jean-Charles Belliol	Independent Member	07/04/2022 – Re-elected	Finance	0.00%	
Mr. Hiroshi Yokotsuka	Independent Member	07/04/2022	Information Technology	0.00%	
Mr. Hampapur Rangadore Binod	Independent Member	07/04/2022	Information Technology	0.00%	

Member of the BOD – Board of Directors	Position	Start Date as Member of the BOD	Professional Expertise	Ownership Ratio	Concurrent Positions in the BOD of Other Companies (as of 31/12/2025)
Ms. Tran Thi Hong Linh	Member	07/04/2022	Investment and Corporate Governance	0.00%	- Member of the BOD of FPT Telecom (no longer in office since 24/12/2025)

3. Activities of the BOD

In 2025, BOD held seven meetings, ensuring compliance with the requirement of at least one meeting per quarter. BOD also issued eight resolutions during the year.

3.1. Number of Meetings

No	Member of the BOD	Position	Start Date / End Date as Member of the BOD	Number of BOD Meetings Attended	Attendance Rate
1	Mr. Truong Gia Binh	Chairman	Re-elected (07/04/2022)	7/7	100%
2	Mr. Bui Quang Ngoc	Vice Chairman	Re-elected (07/04/2022)	6/7	86%
3	Mr. Do Cao Bao	Member	Re-elected (07/04/2022)	7/7	100%
4	Mr. Jean-Charles Belliol	Independent Member	Re-elected (07/04/2022)	7/7	100%
5	Mr. Hiroshi Yokotsuka	Independent Member	07/04/2022	7/7	100%
6	Mr. Hampapur Rangadore Binod	Independent Member	07/04/2022	7/7	100%
7	Ms. Tran Thi Hong Linh	Member	07/04/2022	7/7	100%

3.2. Content of the Meetings & Resolutions

No.	Resolution No.	Date	Content	Approval Ratio	Remarks
1	Resolution No. 01.01-2025/NQ-HDQTFPT	06/02/2025	<ul style="list-style-type: none"> - Approval of 2024 business performance results; - Approval and submission to the General Meeting of Shareholders (GMS) for approval of the 2025 business plan; - Approval and submission to the GMS for approval of the strategic orientation for the 	7/7	Disclosed under Document No. 24/FPT-FCC dated 06/02/2025



No.	Resolution No.	Date	Content	Approval Ratio	Remarks
			period 2025–2027; - Approval of the record date and meeting date of the GMS.		
2	Resolution No. 01.03-2025/NQ-HDQTFPT	20/03/2025	<ul style="list-style-type: none"> - Approval of the agenda of the 2025 Annual GMS, to be submitted to the GMS for approval; - Approval of the Regulations on organization of the 2025 Annual GMS of FPT; Approval of the 2024 BOD Report, business orientation and business plan for 2025, to be submitted to the GMS for approval; - Approval of the income and remuneration budget for the BOD in 2025, to be submitted to the GMS for approval; - Approval of the audited 2024 financial statements, to be submitted to the GMS for approval; - Approval of the 2024 profit distribution plan; the plan for issuance of shares to increase charter capital from owners' equity; and the 2025 cash dividend payment policy, to be submitted to the GMS for approval; - Approval of the proposal to authorize the BOD to select one (1) out of four (4) Big Four auditing firms to audit the 2025 financial statements, to be submitted to the GMS for approval; - Approval of the proposal to submit to the GMS the plan for issuance of shares to senior executives for the period 2026–2030; - Approval of the reappointment of Mr. Nguyen Van Khoa as Chief Executive 	7/7	Disclosed under Document No. 60/FPT-FMC dated 21/03/2025

No.	Resolution No.	Date	Content	Approval Ratio	Remarks
			Officer for the next 3-year term from 29/03/2025 to 28/03/2028.		
3	Resolution No. 02.03-2025/NQ-HDQTFPT	20/03/2025	<ul style="list-style-type: none"> - Approval of the share issuance plan under the employee stock selection program for employees with outstanding contributions in 2024; - Approval of the list of employees participating in the stock selection program for employees with outstanding contributions in 2024; - Approval of the share issuance plan under the stock selection program for senior executives in 2025; - Approval of the list of senior executives participating in the stock selection program in 2025. 	7/7	Disclosed under Document No. 62/FPT-FMC dated 21/03/2025
4	Resolution No. 01.05-2025/NQ-HDQTFPT	20/05/2025	<ul style="list-style-type: none"> - Increase of charter capital of FPT Corporation; - Authorization of the Company's legal representative to carry out procedures for updating enterprise registration information and amending the Company Charter accordingly. 	7/7	Disclosed under Document No. 125/FPT-FCC dated 20/05/2025
5	Resolution No. 02.05-2025/NQ-HDQTFPT	29/05/2025	<ul style="list-style-type: none"> - Approval of the implementation of the share issuance plan to increase capital from owners' equity for existing shareholders in accordance with Clause 2, Article 4 of the Resolution of the 2025 Annual GMS; - Authorization of the Chairman of the BOD to implement the above share issuance plan; - Approval of the remaining 	7/7	Disclosed under Document No. 142/FPT-FCC dated 29/05/2025



No.	Resolution No.	Date	Content	Approval Ratio	Remarks
			2024 cash dividend payment plan.		
6	Resolution No. 01.06-2025/NQ-HDQTFPT	17/06/2025	- Selection of PwC Vietnam Co., Ltd. as the auditor for the 2025 financial statements of FPT Corporation.	7/7	Disclosed under Document No. 168/FPT-FCC dated 17/06/2025
7	Resolution No. 01.07-2025/NQ-HDQTFPT	30/07/2025	- Increase of charter capital of FPT Corporation; - Authorization of the Company's legal representative to carry out procedures for updating enterprise registration information and amending the Company Charter accordingly.	7/7	Disclosed under Document No. 228/FPT-FAF dated 30/07/2025
8	Resolution No. 01.11-2025/NQ-HDQTFPT	13/11/2025	- Approval of the plan for interim cash dividend payment for the first installment of 2025.	7/7	Disclosed under Document No. 327/FPT-FAF dated 14/11/2025

3.3. Activities of Independent Members

BOD of FPT Corporation currently includes three independent members, accounting for nearly half of the total number of BOD members. The independent members are Mr. Jean-Charles Belliol, Mr. Hiroshi Yokotsuka, and Mr. Hampapur Rangadore Binod. The independent members of BOD of FPT possess sufficient capabilities and professional experience and fully meet the criteria defined by the IFC for an “independent board member,” thereby contributing to ensuring that decision-making processes are more objective, particularly in situations involving conflicts of interest.

The independent members have actively contributed opinions to the Corporation’s development strategy and operational activities, while proactively discussing business targets, development orientations in each business sector, and proposing appropriate recommendations and solutions. In addition, with their diverse knowledge and professional experience, the independent members of BOD also play an important role in FPT’s corporate governance.

Mr. Jean-Charles Belliol: With extensive experience in finance, during the BOD meetings he provided comprehensive perspectives on financial and investment activities, as well as on several business indicators and strategic orientations for 2025 and the 2025–2027 period for the Corporation and its subsidiaries.

Mr. Hampapur Rangadore Binod: With extensive experience in developing high-quality human resources and training international-level IT specialists and managers, he has contributed numerous ideas to the FPT’s key human resource policies. In addition, he plays an important



role in advising on the Corporation's leadership capability development programs and initiatives aimed at enhancing the experience and competencies of employees.

Mr. Hiroshi Yokotsuka: His advice regarding the economic situation and business orientations in Japan has significantly supported FPT's business strategy and strong growth in the Japanese market. He has also provided valuable insights into investment activities and development opportunities for the Corporation in the Japanese market.

3.4. Overall Assessment of the Activities of the BOD

BOD continued to effectively fulfill its roles in providing strategic direction, supervision, and advisory functions, fully complying with applicable legal regulations, the Company Charter, and current corporate governance standards.

BOD maintained close guidance over BOM in implementing the resolutions of the Annual General Shareholders Meeting and executing the FPT's medium- and long-term development strategies, particularly in the context of a global economy that continues to contain uncertainties and increasingly intense global competition. Through a mechanism of close supervision, regular exchanges, and timely decision-making, BOD created favorable conditions for BOM to proactively and flexibly manage business operations while ensuring growth and efficiency objectives.

Strategic planning and implementation continued to be strengthened across FPT, ensuring that strategic objectives are clearly and consistently communicated from the corporate level to subsidiaries, while enhancing discipline, measurability, and effectiveness in implementation.

With the active participation of its members, particularly independent members with strong reputations and extensive experience, BOD of FPT has continued to enhance governance quality, transparency, and professional standards in its operations. As a result, FPT has not only maintained stable growth momentum but also continued to strengthen its position as a leading technology enterprise in Vietnam, gradually affirming its competitiveness and strong presence in the international market.

3.5. Assessment by Independent Members of the BOD on Performance

Mr. Hampapur Rangadore Binod: "FPT closely adhered to its 2025 business plan. Despite the slowdown of the global economy and geopolitical challenges, FPT successfully implemented its strategies in the fields of AI, automotive, digital transformation, and green technology, thereby enabling the Corporation to achieve stable growth."

Mr. Jean-Charles Belliol: "FPT effectively implemented the resolution of the 2025 Annual General Meeting of Shareholders, promoting growth and creating sustainable value for shareholders and stakeholders despite economic and geopolitical challenges. The BOD – Board of Directors, the BOM – Board of Managers, and the functional directors discussed business, technology, financial, human resource, and M&A trends in a transparent and effective manner, while always remaining open to input from independent BOD members regarding financial operations, investment, and business orientations in the short, medium, and long term."

Mr. Hiroshi Yokotsuka: "FPT responded promptly and appropriately to the slowdown of the global economy and geopolitical challenges, demonstrating strong determination and resilience. In particular, FPT's AI technology has made an important contribution to the transformation and continuous development of many enterprises on a global scale. We are also extremely proud of FPT's increasingly important role for Japanese companies after 20 years of presence in this



market. I believe that FPT will continue to move forward and achieve even greater accomplishments.”

IV. PLANS AND STRATEGIC ORIENTATIONS OF THE BOD FOR 2026

1. Based on the strategic orientation and the achievements attained in 2025, the BOD sets out the 2026 business plan as follows:

1.1. Key Targets for 2026

Unit: VND billion

Business Segment	Revenue			Profit before Tax		
	2025	2026	Change	2025	2026	Change
Technology Segment	44,475	52,650	18.4%	5,883	7,350	24.9%
Education, Investment and Others	6,131	5,930	-3.3%	4,225	4,279	1.3%
Total	50,606	58,580	15.8%	10,108	11,629	15.0%

(For the 2026 figures, FPT consolidates FPT Telecom Joint Stock Company using the equity method; the 2025 figures have been adjusted using the same method to ensure consistency and comparability)

1.2. Planned Investment Budget

Unit: VND billion

Segment	Investment Budget	Notes
Technology Segment	4,200	Investment in expanding integrated office complexes in major cities such as Hanoi, Ho Chi Minh City, and Binh Dinh; investment in AI infrastructure in Vietnam and Japan.
Education, Investment and Others	3,000	Investment in expanding university campuses in Hanoi, Ho Chi Minh City, and Da Nang, while also expanding additional training facilities in provinces and cities nationwide.
Total		7,200

2. Development Strategy for the 2026–2028 Period

2.1. AI-First

In the new era, an AI-first approach is no longer an option but a prerequisite for enterprises to survive and achieve breakthroughs. Data from McKinsey indicates that companies leading in comprehensive AI integration record revenues that are 15% higher and operational efficiency improvements of 20–25% compared to competitors. For FPT Corporation, this trend requires a transition from the traditional IT service delivery model to an AI-native platform, where AI is integrated across all solutions and operational processes.

The autonomous AI market is expected to grow from USD 5.1 billion in 2024 to USD 47.1 billion by 2030, reflecting a strong shift toward systems capable of executing complex tasks automatically with minimal human intervention. Accordingly, FPT focuses on developing specialized AI Agents for sectors such as finance, manufacturing, healthcare, and logistics,



helping customers automate processes, support decision-making, and optimize operational resources. At the same time, with the advantage of a large-scale internal training system across multiple levels, FPT can rapidly transform and expand its AI engineering workforce to simultaneously meet the requirements of research, development, and large-scale operation of AI Agents.

An open-source model collaboration strategy is key to balancing cost and control. Seventy-six percent of enterprises choose open-source models combined with proprietary solutions to optimize performance and maintain data control. For FPT, this means building an AI platform that integrates open-source models (such as LLaMA and Mistral) with FPT's own technologies, thereby creating a sustainable competitive advantage in providing customized AI solutions for the Vietnamese and regional markets.

In 2025, FPT invested significantly in developing its AI ecosystem and applying AI in business, production, and service activities. The FPT AI ecosystem is gradually taking shape with high-performance computing infrastructure such as AI Factory in Vietnam and Japan, along with platforms including FPT.AI, FPT AI Agents, and FPT FleziPT.

Previously, FPT also commenced construction of the Artificial Intelligence Center – Satellite Urban Area, with a total investment of more than VND 4.3 trillion. This is not merely a technology center but is designed as an integrated space combining research, training, deployment, and supporting urban infrastructure, reflecting the perspective that AI is a complete industry associated with human resource development, talent attraction, and the formation of an innovation community.

In the next phase, FPT will continue to invest strongly in:

- Developing and completing the AI ecosystem, including AI Studio, AI Inferencing, AI Agents, and Data Platforms to accelerate AI application development; continuing investment in data center infrastructure and AI computing capacity;
- Fully applying the flexible AI platform FleziPT, which incorporates methodologies, processes, and solutions that have proven effective in practice. The platform is continuously updated and improved through the implementation of AI projects, ensuring adaptability and evolution in response to customer and market needs. FleziPT is the result of accumulated and standardized experience from AI deployments at FPT, aimed at delivering superior value to customers. FleziPT is built on a multi-layer architecture in which the core capability layer includes Flezi Workforce and Flezi Foundation, integrating best practices, tools, methodologies, and resources (including both human and digital workforce) validated through real projects;
- Developing AI applications, customized LLMs, and products and services in specialized fields such as healthcare, pharmaceuticals, finance–insurance, human resource management, and education and training;
- Implementing co-development and co-investment models to jointly develop breakthrough solutions applying AI to enhance efficiency in customers' business and operational activities;
- Applying AI to increase internal operational productivity, focusing on software development and system management in order to accelerate product development, improve labor productivity, and detect errors or service issues early;
- Expanding the ecosystem of core technologies and AI solutions by industry through partnerships with international enterprises and startups developing specialized AI platforms



such as LandingAI and Agora Inc. The focus in the coming period will not only be technology integration but also joint research, development, and commercialization of industry-specific AI platforms and products in sectors such as banking–finance, manufacturing, and services. This approach enables FPT to accelerate access to new technologies, strengthen its mastery of core technologies, and enhance value creation within the global AI supply chain.

2.2. Mastering Strategic Technologies to Contribute to Digital Sovereignty

In the context of escalating geopolitical tensions, digital sovereignty has become a national security priority. Research from the St. Louis Fed shows that technology restrictions have created significant fragmentation in global supply chains, forcing countries to develop domestic technological capabilities. Resolution No. 57-NQ/TW sets the orientation for Vietnam to develop rapidly and sustainably based on science, technology, innovation, and digital transformation; gradually enhancing technological self-reliance, particularly in strategic technologies. The State prioritizes national resources for the development of core technologies, critical digital infrastructure, and the domestic digital technology enterprise ecosystem. The Resolution also emphasizes ensuring national sovereignty in cyberspace and strengthening cybersecurity, data security, and information safety, thereby creating long-term development opportunities for technology enterprises capable of providing platform solutions and security services.

BCG emphasizes that AI-first companies not only apply AI but also restructure the entire organization around AI—from core technology capabilities and product strategy to culture and talent. This requires FPT to invest in core technology platforms, develop internal talent, attract top talent, strengthen training programs, and build strategic partner ecosystems.

Strategic technology sectors and FPT’s objectives for the 2026–2030 period:

- **Artificial Intelligence (AI):** the objective is to fully master the AI value chain, from models, data, and computing infrastructure to applications and human resources.
 - o Model and data capabilities: aim to own leading multimodal foundation models in Vietnam, Japan, and Southeast Asia, while establishing laboratories for AI safety and evaluation to ensure responsible AI operations;
 - o Infrastructure: operate AI Factory in Vietnam with total capacity of approximately 10 EFLOPS FP8;
 - o AI applications: popularize AI education to at least 20 million users, deploy AI in traffic management in three major cities, and participate in supporting the operation of smart city command centers in all centrally governed cities;
 - o AI human resources: incubate 1,000 AI startups and popularize AI skills for approximately 500,000 people.
- **Quantum Technology:** The Quantum AI & Cyber Security Institute aims to train 100 doctoral researchers, develop and cultivate 2,000 high-level technology experts, and publish 500 scientific works, patents, and valuable intellectual property assets.
- **Cloud Computing and Edge Computing:** Establish a leading position in the domestic cloud market and become a key pillar of Vietnam’s digital infrastructure. Building upon proven capabilities, FPT will expand the FPT Cloud ecosystem to regional markets, starting with ASEAN, gradually bringing “Make in Vietnam” Cloud–AI infrastructure deeper into the regional technology value chain. In terms of human resources, the objective is to train 1,500 cloud engineers and 200 senior cloud architects.



- **Chip Technology and Product Design (hardware/software):** Expand mastery of product lines in higher-value segments, focusing on areas with strong growth demand and competitive advantage such as signal-processing chips for healthcare, drones, cameras, humanoid robots, and other intelligent systems. FPT’s education system aims to train at least 10,000 semiconductor specialists by 2030, directly contributing to the national goal of developing the semiconductor engineering workforce.
- **Cybersecurity:** Establish the position of the number-one digital partner in Vietnam in cybersecurity with integrated “Made by Vietnam” cybersecurity solutions, protecting digital infrastructure, national data, and high-security systems.
- **UAV (Unmanned Aerial Vehicles):** Adopt a platform-centric approach aligned with rapid and flexible development across multiple hardware platforms in the early stage, while reducing dependence on single suppliers. The priority objective by 2028 is to establish system-scale safe UAV operations including flight management models, certification, licensing, and supervision; development of core digital platform layers; and gradual reduction of supply chain dependence through controlled localization.
- **Blockchain – one of the pillars of the Web3 economy:** Master and refine core technologies while gradually building Web3 standards suitable for Vietnam’s legal, governance, and development context. Alongside technology development, FPT aims to deploy “Make in Vietnam” Blockchain and Web3 platforms in multiple localities and organizations within the country while gradually expanding into international markets. By 2030, platforms developed by FPT are expected to be deployed in approximately 10 provinces and cities and more than 200 domestic enterprises, and exported for pilot deployment or commercialization in at least five countries.

2.3. Digital Transformation for Government and Local Authorities: A Key Market

Digital transformation in the public sector is considered a strategic growth driver for FPT over the next 3–5 years.

The Vietnamese Government has approved the National Digital Transformation Program for 2025–2030, aiming for 100% of public services to be provided online at Level 4 by 2030. The Government also plans to allocate 2% of the annual state budget to technology, information technology, and innovation.

In 2025, FPT worked with many ministries, sectors, and local authorities to complete data strategies, digital transformation strategies, and digital government architectures for the 2026–2030 period.

FPT will continue to accompany the Government, ministries, sectors, and local authorities in:

- Building and operating national and sectoral databases, ensuring data quality that is “accurate – sufficient – clean – live”, serving as the foundation for convenient and effective digital public services for citizens;
- Integrating AI and big data analytics to automate administrative procedures, reduce processing time, and improve citizen experience;
- Developing digital platforms and initiatives that integrate AI technologies to effectively utilize databases and enhance state governance capacity.

For cities and local authorities:

- Accelerating the application of IoT, AI, and Big Data in major cities to optimize transportation, energy, and security, moving toward smart city models;





- Supporting innovation initiatives built on digital platforms and AI applications to drive economic growth and improve citizens' quality of life;
- Supporting the development of new human resources, providing training to equip local workforces with the skills needed to implement breakthrough policies in technology, innovation, and strategic technologies.

As a technology service enterprise operating in more than 30 countries, and as a strategic and senior partner of many leading global and regional technology corporations, FPT possesses the advantage of connecting the global technology ecosystem along with a highly qualified workforce. This capability enables FPT to effectively mobilize resources, technologies, and international experience to directly support public sector digital transformation and smart city development in Vietnam, thereby contributing to the realization of national goals for digital government, digital economy, and enhanced technological sovereignty.

2.4. Innovation and Expansion of Services in Education

The **FPT Education System**, one of the largest in Vietnam in terms of learners from secondary education to undergraduate and postgraduate levels, is undergoing an important transformation to become a key pillar in training talent for the nation's strategic technology sectors.

- **Advanced research and training at the university level:** FPT aims to develop universities following a high-quality research-practice model. A key initiative is the early **Mentoring program starting from the second year**, connecting students directly with leading experts within the FPT ecosystem to shape professional capabilities and accumulate practical experience. Faculty members and students are encouraged to participate deeply in real R&D projects within corporate environments (such as at the QACI Institute or FPT Semiconductor), narrowing the gap between theory and practical production in areas such as chip design, AI, and cybersecurity.
- **AI education from secondary school:** rather than being only a specialized subject, AI is integrated into three main pillars—STEM, Coding, and Robotics—to equip students with the ability to master technology, formulate problems, and solve them using technological tools. From 2026, FPT will develop an AI platform to implement the Flipped Classroom training model, initially piloted for certain grades and subjects. The AI-enabled flipped classroom aims to realize an active education philosophy where AI is used responsibly, with proper guidance and control.
- **Expanding scale and academic programs:** continuing to expand the network of secondary schools across localities to attract young talents nationwide. At the same time, FPT will expand academic programs aligned with the country's strategic technology chain, including IC design, quantum technology, cybersecurity, and UAV technologies.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



Truong Gia Binh



No.02

Hanoi, March 18th 2026

PROPOSAL
Re: Approval of the 2025 Audited Financial Statements

To: The 2025 Annual General Meeting of Shareholders of FPT Corporation

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for approval the audited financial statements for 2025. Key figures are summarized in the table below. Detailed information is available at: <https://fpt.com/vi/nha-dau-tu/thong-tin-cong-bo>

No.	Items	Year 2025 (Bil. VND)
1	Revenue	70,112.83
2	Profit before tax	13,043.63
3	Profit after tax	11,232.34
4	Profit after tax attributable to shareholders of FPT	9,376.13
5	Fund appropriation	510.17
	<i>5.1 Bonus and welfare fund appropriated at the parent company</i>	<i>0.00</i>
	<i>5.2 Bonus and welfare fund appropriated at subsidiaries</i>	<i>510.17</i>
6	Shareholders' profit	8,865.96
7	Earning per Share (VND)	5,216

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



Truong Gia Binh

PROPOSAL**Re: Approval of the Supervisory Board's Report for 2025 and the Operating Expense Budget of the Supervisory Board for 2026**

To: The 2025 Annual General Meeting of Shareholders of FPT Corporation

Pursuant to the Law on Enterprises 2020;

Pursuant to the Charter of FPT Corporation;

The Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the Report of the Supervisory Board and the operating expense budget of the Supervisory Board for 2026 as follows:

- 1. Report of the Supervisory Board (attached).**
- 2. Operating expense budget of the Supervisory Board for 2026:**

No.	Expense Item	Unit	Quantity	Unit Price (VND)	Amount (VND)
1	External consulting services	Hour	50	2,000,000	100,000,000
2	Remuneration for Supervisory Board activities	Hour	1,016	1,400,000	1,422,400,000
3	Travel and business expenses	Trip	5	15,000,000	75,000,000
Total					1,597,400,000

(One billion five hundred ninety-seven million four hundred thousand Vietnamese dong only.)

The Supervisory Board respectfully submits to the Annual General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**



Nguyen Viet Thang

**REPORT ON ACTIVITIES IN 2025 AND PLAN IN 2026
THE SUPERVISORY – FPT CORPORATION**

I. Activities of the Supervisory Board in 2025

The Supervisory Board (“SB”) of FPT Corporation, elected for the 2022–2027 term, performs its duties in accordance with applicable laws and the Company’s Charter. Its principal responsibilities include:

- Exercising supervisory rights over the compliance with and implementation of the Company’s Charter;
- Supervising the implementation of resolutions adopted by the 2025 Annual General Meeting of Shareholders (“AGMS”) to safeguard the legitimate rights and interests of the Company’s shareholders;
- Supervising and coordinating with the independent auditor in overseeing the transparency of the Company’s financial activities;
- Supervising the performance of duties and functions of the Board of Directors (“BOD”) and the Board of Management (“BOM”), as well as monitoring the transparency and compliance of BOD members and BOM members in accordance with applicable laws;
- Conducting ad hoc inspections and supervision of matters arising within the authority of the Supervisory Board.

1. Information about members of Supervisory Board:

- In 2025, there were no changes in either the positions or the number of Supervisory Board members compared to the list of members elected by the General Meeting of Shareholders for the 2022–2027 term. Detailed information on the Supervisory Board members and the number of Supervisory Board meetings held in 2025 is presented below.

No.	Members	Position	Commencement date	Dismissal date	Number of meetings attended	Percentage of attendance	Reason of absence
1	Mr. Nguyen Viet Thang	Head of the Supervisory Board	Commencement date: 12/04/2012; Re-elected as a Supervisory Board member for the 2022–2027 term at the 2022 Annual General Meeting of Shareholders on 07/04/2022; Re-elected as Head of the Supervisory Board on 08/04/2022		5/5	100%	
2	Mr. Nguyen Khai Hoan	Member of the Supervisory Board	Commencement date: 12/04/2012; Re-elected as a Supervisory Board member for the 2022–		5/5	100%	

No.	Members	Position	Commencement date	Dismissal date	Number of meetings attended	Percentage of attendance	Reason of absence
			2027 term at the 2022 Annual General Meeting of Shareholders on 07/04/2022				
3	Ms. Duong Thuy Duong	Member of the Supervisory Board	Commencement date: 07/04/2022; Elected as a Supervisory Board member for the 2022–2027 term at the 2022 Annual General Meeting of Shareholders on 07/04/2022		5/5	100%	

- Regular and extraordinary activities of the Supervisory Board: In 2025, the Supervisory Board conducted five (05) regular meetings. There were no extraordinary meetings held during the year. The detailed contents of the meetings are as follows:

Session	Participation	Content
Session one 03/02/2025	3/3 members attended	<ul style="list-style-type: none"> - Discussion of Q4/2024 financial figures and selected information prepared by the Board of Management (“BOM”) for the Board of Directors’ meeting scheduled on 05/02/2025; - Review and provision of opinions on the Group’s Q4/2024 and full-year 2024 business performance reports of FPT Corporation and its subsidiaries; - Assessment of proposals submitted by the BOM regarding charter capital increases for three subsidiaries in 2025, including: <ul style="list-style-type: none"> o FPT Software: increase of VND 1,500 billion from VND 6,250 billion to VND 7,750 billion; o FPT Education: increase of VND 500 billion from VND 4,000 billion to VND 4,500 billion; o FPT Information: increase of VND 200 billion from VND 1,300 billion to VND 1,500 billion; - Review of the proposed 2025 business plan to be submitted by the BOM to the Board of Directors, including: <ul style="list-style-type: none"> o Expected 2025 revenue growth of 20% compared to 2024; o Expected 2025 profit before tax growth of 21% compared to 2024; - Internal discussions and preparation of the Supervisory Board’s 2024 performance summary and the Supervisory Board’s 2025 action plan for reporting to the 2025 Annual General Meeting of Shareholders (“AGMS”).
Session two 17/03/2025	3/3 members attended	<ul style="list-style-type: none"> - Review of preliminary Q1/2025 financial statements presented by the BOM; - Review of the audited financial statements for 2024 as reported in detail by the BOM in preparation for the Board of Directors’

Session	Participation	Content
		<ul style="list-style-type: none"> - meeting scheduled on 20/03/2025; - Review of preparations for documentation for the 2025 AGMS prepared by the BOM, including reports of the Board of Directors and the Board of Management, remuneration policies for the Board of Directors and the Supervisory Board, and the proposed agenda and program of the 2025 AGMS; - Discussion and assessment of compliance supervision over members of the Board of Directors, members of the Board of Management, and key management positions during 2024, for inclusion in the Supervisory Board's report to the General Meeting of Shareholders; - Review of reports on overdue receivables and potential risks relating to overdue and doubtful debts as at 31/12/2024; - Finalization of key contents of the Supervisory Board's report to be submitted to the 2025 AGMS.
Session three 18/04/2025	3/3 members attended	<ul style="list-style-type: none"> - Review of the results of the 2025 Annual General Meeting of Shareholders held on 15/04/2025, including consideration of shareholders' comments raised at the meeting or submitted in writing; assessment of the outcomes and transparency of the General Meeting; - Detailed assignment of duties to Supervisory Board members for the remainder of 2025 based on the Supervisory Board's 2025 action plan approved by the General Meeting of Shareholders.
Session four 24/07/2025	3/3 members attended	<ul style="list-style-type: none"> - Review and discussion of Q2/2025 financial figures and projected performance for the last six months of 2025 prepared by the BOM for the Board of Directors' meeting scheduled on 29/07/2025; - Review of reports on the Group's performance against business targets for the first six months of 2025, with particular focus on business segments directly and indirectly affected by United States tariff policies; - Review of the proposed interim cash dividend payment for the first tranche of 2025 in accordance with the resolution of the 2025 AGMS; - Assessment of the impacts of developments in financial markets and the global and regional economic environment on the Company's operations in 2025.
Session five 11/11/2025	3/3 members attended	<ul style="list-style-type: none"> - Review of Q3/2025 financial figures prepared by the BOM for the Board of Directors' meeting scheduled on 13/11/2025; - Review of the Group's nine-month 2025 business performance report and assessment of progress toward completion of the full-year 2025 business plan for the Group and its subsidiaries; - Review of the report on the results of the first tranche of the 2025 cash dividend payment (10% in cash); - Development of a plan for periodic supervision of overdue receivables and obsolete inventories, scheduled for early January 2026.

2. Supervisory Activities on the Implementation of Resolutions of the General Meeting of Shareholders

- In 2025, the Group's business performance recorded stable growth. Total consolidated revenue reached VND 70,113 billion, representing an increase of 11.6% compared to 2024, equivalent to

93% of the annual plan. Similarly, profit before tax amounted to VND 13,039 billion, up 17.8% year-on-year, achieving 97% of the annual plan. The Supervisory Board assessed that although 2025 was a year of growth, the results did not fully meet the targets set at the beginning of the year. The Board of Management convened meetings to review and analyze both objective and subjective factors and proposed orientations and adjustments for subsequent years.

- In 2025, the global and Vietnamese economies continued to face significant uncertainties. The economic disruptions in early 2025 arising from the United States' tariff policies toward various countries adversely affected overall growth across many sectors, including the Group's service business segments. The Supervisory Board noted that the responsiveness and decisive actions of the Board of Management contributed to mitigating risks and enabled the Group to achieve relatively positive results under challenging conditions.
- During 2025, the Group paid dividends in both cash and shares in accordance with the resolutions approved by the 2025 Annual General Meeting of Shareholders ("AGMS"). The Supervisory Board supervised the dividend payment process and confirmed that payments were made to the correct beneficiaries in a transparent manner.

3. Supervisory Activities of the Supervisory Board over the Board of Directors, the Board of Management, and Shareholders

- The Supervisory Board arranged for its members to attend 100% of the meetings of the Board of Directors during the year. Within the scope of its authority, the Supervisory Board provided necessary inputs both during and outside such meetings, and reviewed and assessed proposals and draft resolutions submitted by the Board of Management prior to each Board of Directors' meeting.
- The Supervisory Board exercised supervision over the following matters:
 - o The employee share incentive policy for employees with outstanding contributions in 2024, ensuring that the program was implemented in full compliance with the resolutions approved by the 2025 AGMS and that it was conducted in a transparent and equitable manner;
 - o The implementation of interim remuneration payments to members of the Board of Directors and the Supervisory Board in 2025. The Company made interim payments in full and in accordance with applicable regulations and the remuneration budget approved by the 2025 AGMS.
- Regarding monitoring transparency, conflicts of interest issues, and complaints against members of the BOD and BOM in 2025.
 - o In 2025, the Supervisory Board did not receive any complaints or petitions regarding violations by members of the Board of Directors, the Board of Management, or the Supervisory Board;
 - o The Supervisory Board conducted reviews, inspections, and assessments and did not identify any signs of violations by members of the Board of Directors or the Board of Management during the year.

4. Coordination between the Supervisory Board, the Board of Directors, the Board of Management, and Other Managers

- The Supervisory Board noted that information relating to strategic orientations, business plans, and the implementation status of business plans was regularly and transparently updated by the Board of Management. Relevant documents and information were proactively provided by the Board of Management prior to meetings of the Board of Directors.
- The Supervisory Board also assigned representatives to attend Group-level strategic meetings and acknowledged the openness and transparency of financial information provided by the Board of Management, as well as the close coordination among the Supervisory Board, the Board of Directors, and the Board of Management in implementing professional activities during the year.
- The Supervisory Board proactively and regularly exchanged views with the Board of Management on arising issues, particularly in relation to matters and recommendations raised in independent audit reports on the Company's disclosed financial activities.



- Coordination between the Supervisory Board and the Group's compliance inspection function in 2025 was conducted closely and on a regular basis.

5. Compliance Supervision

- In 2025, the Supervisory Board did not identify any abnormal signs or violations of State regulations or the Company's internal regulations in the management and executive activities of members of the Board of Directors, members of the Board of Management, or management personnel that could adversely affect shareholders' interests or give rise to potential risks.
- The Supervisory Board will continue to enhance coordination and implement specific and detailed action plans to further strengthen financial safety and control effectiveness.

6. Summary of Remuneration and Operating Expenses of the Supervisory Board

- Interim remuneration and operating expenses of the Supervisory Board in 2025: An amount of VND 1,456,000,000 was paid on an interim basis as remuneration to Supervisory Board members, within the total operating budget approved by the 2025 AGMS. Details are as follows:

No.	Item	Approved 2025 Budget (VND)	Interim Amount Paid (VND)
1	External consulting services	100,000,000	–
2	Remuneration of Supervisory Board members	1,456,000,000	1,456,000,000
3	Travel and business expenses	75,000,000	–
	Total	1,631,000,000	1,456,000,000

7. Report on Supervision of Related-Party Transactions

- Pursuant to Article 290, Clause 4 of Decree No. 155/2020/ND-CP on the supervision of transactions between the Company and related parties, the Supervisory Board did not identify any invalid transactions in 2025 between the Company and entities in which related persons of the following subjects have interests: members of the Board of Directors, members of the Supervisory Board, and the Chief Executive Officer.
- The Supervisory Board also conducted supervision and inspections and did not identify any other transactions in 2025 that could result in material or non-material benefits for the above-mentioned related persons.

II. Plan in 2026 of the Supervisory Board

1. Continuation and implementation of key statutory duties

- To supervise compliance with the resolutions adopted by the 2026 Annual General Meeting of Shareholders ("AGMS"). The Supervisory Board considers this a core task to ensure optimal protection of the legitimate rights and interests of the Company's shareholders.
- To continue close coordination with the independent auditor, including reviewing the auditor's assessment reports and supervising the implementation of issues and recommendations raised in the notes to the financial statements and audit management letters (if any).
- To supervise and review the issuance and implementation of financial regulations, operational regulations, and internal policies promulgated by the Board of Directors ("BOD") and the Board of Management ("BOM") during the year that may affect shareholders' interests; to ensure legal compliance and assess the impact of such regulations on shareholders' rights and benefits.
- To strengthen coordination between the Supervisory Board and the Compliance Supervision Unit (under the BOD), and to develop joint action plans for timely assessment and handling of arising matters, as well as supervision of remediation during and after inspections and examinations.
- To supervise compliance, transparency, and potential material and non-material conflicts of interest of members of the BOD and the BOM in relation to their personal financial activities.

2. Budget plan for Supervisory Board operating expenses in 2026

- The Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the operating budget for 2026, details of which are as follows:

No.	Expense Item	Unit	Quantity	Unit Price (VND)	Amount (VND)
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1	External consulting services	Hour	50	2,000,000	100,000,000
2	Remuneration of Supervisory Board members	Hour	1,016	1,400,000	1,422,400,000
3	Travel and business expenses	Trip	5	15,000,000	75,000,000
	Total				1,597,400,000

(One billion five hundred ninety-seven million four hundred thousand Vietnamese dong only.)

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**




Nguyen Viet Thang

**PROPOSAL****Re: Profit Distribution Plan for 2025; Share Issuance Plan to Increase Share Capital from Equity for Shareholders; Cash Dividend Policy for 2026**

To: The 2026 Annual General Meeting of Shareholders of FPT Corporation

Pursuant to the Law on Enterprises 2020;

Pursuant to the Charter of FPT Corporation;

The Board of Directors (the “BOD”) respectfully submits to the General Meeting of Shareholders (the “GMS”) for approval the Profit Distribution Plan for 2025; the Share Issuance Plan to Increase Share Capital from Equity for Shareholders; and the Cash Dividend Policy for 2026 as follows:

1. Profit Distribution Plan for 2025

- Basis:
 - o Cash dividend policy for 2025 at a rate of 20% as approved by the GMS;
 - o Business performance in 2025 and the Company’s financial position.
- Proposal Approval of a 2025 cash dividend payout of 20% (VND 2,000 per share), of which:
 - o 10% has been paid in 2025;
 - o The remaining 10% shall be paid after approval by the GMS;
 - o Expected timeline: Q2/2026.

2. Share Issuance Plan to Increase Share Capital from Equity

- Basis:
 - o To improve liquidity of FPT shares and create value for shareholders.
- Proposal to approval of the share issuance plan to increase share capital from equity with the following details:

a.	Share name	Shares of FPT Corporation
b.	Type of shares	Common shares
c.	Par value	VND 10,000 per share
d.	Issuance ratio	10:1 (10%) (On the record date, shareholders owning 10 shares will receive 1 additional new share)
e.	Expected issuance volume	Based on the number of outstanding shares at the time of issuance
f.	Eligible participants	All shareholders holding ordinary shares of the Company on the record date
g.	Treatment of fractional shares	The number of new shares allocated to each shareholder will be rounded down to the nearest whole number; fractional entitlements (if any) will be cancelled
h.	Source of capital	Undistributed after-tax profits under equity as stated in the most recent audited separate financial statements of the parent company
i.	Expected issuance time	After approval by the GMS but no later than Q3/2026



j.	Charter capital increase	Charter capital shall be increased corresponding to the total par value of the actually issued shares, and the Company's Charter shall be amended accordingly
k.	Registration and additional listing	The newly issued shares shall be registered and additionally listed immediately after completion of the issuance

3. Cash Dividend Policy for 2026

- Basis:
 - o Business plan and investment plan for 2026 approved by the BOD.
- Proposal of approving the 2026 cash dividend policy as follows:
 - o Maximum cash dividend payout ratio: 20% (VND 2,000 per share, based on the total number of shares after the share issuance to increase share capital from equity);
 - o The BOD shall, based on actual business performance, decide on interim dividend payments at appropriate times during the year and other related matters, ensuring no adverse impact on the Company's business operations;
 - o The final cash dividend for the full year 2026 shall be decided by the 2027 Annual General Meeting of Shareholders.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



Truong Gia Binh

**PROPOSAL****Re: Share Issuance Plan under the Employee Stock Ownership Program (ESOP) for employees with outstanding contributions during the 2026–2028 period**

To: The 2026 Annual General Meeting of Shareholders of FPT Corporation

Based on the following objectives:

- To link a portion of current income of senior employees with strong performance to the Company's long-term development;
- To encourage high-performing senior employees with significant contributions to remain committed and dedicated to the Company over the long term;
- To enhance alignment between the interests of senior employees and shareholders, enabling employees to benefit from their own contributions as shareholders, thereby maximizing shareholder value;
- To attract talented individuals capable of making significant contributions to the Company's development;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the share issuance program for employees for the period 2026–2028 with the following key contents:

- Purpose: To align the long-term interests of shareholders with those of employees by linking a portion of employees' income to share purchase rights.
- Issuance volume: The total number of shares issued annually under this Program shall not exceed 0.5% of the total outstanding shares at the time of issuance.
- Issuance timing: The issuance shall be conducted in three tranches in 2027, 2028, and 2029. Each issuance shall take place after the audited financial statements of the preceding year are available.
- Eligible participants: Key employees from Level 3 and above who have made significant contributions to the Company's development.

Criteria and principles for allocation:

The number of shares each employee is entitled to purchase in each tranche shall be determined as follows: Number of shares allocated to each employee = (Individual score of the employee / Total individual scores of all participating employees) × Total number of shares to be issued under the ESOP

Where:

Individual score = Income and performance coefficient × Program participation coefficient

- Income and performance coefficient: Based on the employee's total annual income within the internal compensation structure and annual performance (scored from 1 to 100).
- Program participation coefficient: The proportion of income paid in shares relative to total income (ranging from 10% to 80%).
- In all cases, each employee shall not be allocated more than 5% of the total number of shares issued annually under the ESOP.
- Type of shares: Restricted ordinary shares.
- Transfer restriction period: 3 years from the completion date of each issuance tranche.
- Issuance price: At par value (VND 10,000 per share).



- Authorization to the Board of Directors:
 - o Approve the list of eligible employees, the number of shares allocated to each individual, the implementation timeline, and the plan for resale of shares repurchased by the Company from employees.
 - o Approve measures to ensure compliance with foreign ownership limits in case shares are issued to foreign employees.
 - o Decide on the treatment of any unsubscribed shares.
 - o Implement procedures for charter capital adjustment; amend business registration, securities registration, and listing of additional shares corresponding to the newly issued shares.
 - o Approve other necessary documents and carry out procedures with competent authorities to implement the resolutions approved by the General Meeting of Shareholders.
 - o Approve the ESOP issuance regulations (if necessary).

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**





No.06

Hanoi, March 18th 2026

PROPOSAL

Re: Approval of the supplementation of detailed contents of Employee Stock Ownership Programs (ESOPs)

To: The 2026 Annual General Meeting of Shareholders of FPT Corporation

The Board of Directors (the “BOD”) respectfully submits to the General Meeting of Shareholders (the “GMS”) for approval the supplementation of detailed contents of the Employee Stock Ownership Programs (ESOPs) as below (to comply with current regulations under Decree No. 245/2025/ND-CP dated September 11, 2025), with the following contents:

I. Supplementation of detailed contents of ESOP programs

1. ESOP for employees with outstanding contributions (2023–2025), approved at the 2023 AGM

Share issuance plan under the ESOP for employees with outstanding contributions (2023–2025), approved by the 2023 Annual General Meeting of Shareholders

Supplementation regarding eligible participants, criteria, and authorization to the BOD:

- Eligible participants: Employees from Level 4 and above who have made significant contributions to the development of the Company.
- Criteria and principles for determining share allocation:

The number of shares each employee is entitled to purchase under the Program is determined as follows:

Number of shares allocated to each employee = (Individual score of each employee / Total individual scores of all participating employees) * Total number of shares to be issued under the ESOP

Where:

- Individual score = Income and performance coefficient * Program participation coefficient
- o Income and performance coefficient: Based on the employee’s total annual income within the internal compensation structure and annual performance (scale from 1 to 100)
 - o Program participation coefficient: The proportion of income paid in shares relative to total income (scale from 10% to 80%)
 - In all cases, each employee shall not receive more than 5% of the total number of shares issued annually under the ESOP.
 - Authorization to the Board of Directors:
 - o Approve the list of eligible employees, the number of shares allocated to each individual and the implementation timeline; in case the Company repurchases shares from employees, approve the plan for resale of such repurchased shares.
 - o Approve plans to ensure compliance with foreign ownership limits in case shares are issued to employees who are foreign investors.
 - o Decide on the treatment of any unsubscribed shares.
 - o Implement procedures for charter capital adjustment; amend business registration, securities registration, and additional listing of shares corresponding to the newly issued shares.



- Approve other necessary documents and carry out procedures with competent authorities to implement the contents approved by the GMS.
- Approve the ESOP issuance regulations (if necessary).

2. Share issuance plan under the ESOP for senior management for the period 2026–2030, approved by the 2025 Annual General Meeting of Shareholders

Supplementation regarding eligible participants, criteria, and authorization to the BOD:

- Eligible participants (not exceeding 20 persons):
 - Employees who are young senior executives with outstanding capabilities and long-term commitment to contributing to FPT’s development.
 - From Level 6 and above, and not members of the Board of Directors for the 2022–2027 term.
- Criteria and principles for determining share allocation:

Number of shares allocated to each employee = (Individual score of each employee / Total individual scores of all participating employees) × Total number of shares to be issued under the ESOP

Where:

Individual score of each employee = Program participation years coefficient * Position and seniority coefficient * Performance coefficient² * Strategic contribution coefficient * Governance contribution coefficient * Adjustment coefficient based on BOD evaluation

- Program participation years coefficient = (Number of years the Program has been implemented (calculated from 2021 to the issuance year) – Number of years the employee has participated in the Program)²
- Position and seniority coefficient:

Position, seniority	Coefficient
Group Chief Executive Officer	13 – 15
Group Deputy Chief Executive Officer	10 – 13
Chairman, Chief Executive Officer of subsidiary	7 – 10
C-level of subsidiary	5 – 7

- Performance coefficient: Based on performance of the directly managed unit and individual performance

Performance	Coefficient
Exceptional	18 – 20
Excellent	14 – 17
Good	9 – 13
Fair	6 – 8

- Strategic contribution coefficient: Based on contributions to long-term strategic orientation

Strategic contribution	Coefficient
Excellent	8 – 10

Good	7 – 8
Basic	5 – 6

- Governance contribution coefficient: Based on contributions to management, operations, and development of core values

Governance contribution	Coefficient
Excellent	8 – 10
Good	7 – 8
Basic	5 – 6

- Adjustment coefficient: Based on additional evaluation by the BOD (not exceeding 10%)

II. Detailed contents of the Employee Stock Ownership Programs (ESOPs) after supplementation

1. Share issuance plan under the ESOP for employees with outstanding contributions during 2023–2025, as approved by the 2023 Annual General Meeting of Shareholders.

- Purpose: To pay a portion of income of outstanding employees in the form of share purchase rights.
- Issuance volume: The total number of shares issued annually under this Program shall not exceed 0.5% of the total outstanding shares at the time of issuance.
- Issuance timing: The issuance shall be conducted in three tranches in 2024, 2025, and 2026. Each issuance shall take place after the audited financial statements of the preceding year are available.
- Eligible participants: Employees from Level 4 and above who have made significant contributions to the development of the Company.
- Criteria and principles for determining share allocation:
The number of shares each employee is entitled to purchase in each tranche shall be determined as follows:
Number of shares allocated to each employee = (Individual score of each employee / Total individual scores of all participating employees) * Total number of shares to be issued under the ESOP
Where: Individual score = Income and performance coefficient * Program participation coefficient
- Income and performance coefficient: Based on the employee's total annual income within the internal compensation structure and annual performance (scale from 1 to 100)
- Program participation coefficient: The proportion of income paid in shares relative to total income (scale from 10% to 80%)
- In all cases, each employee shall not receive more than 5% of the total number of shares issued annually under the ESOP.
- Type of shares: Restricted ordinary shares.
- Transfer restriction period: 03 years from the completion date of the issuance.
- Issuance price: At par value (VND 10,000 per share).
- Authorization to the Board of Directors:

- Approve the list of eligible employees, the number of shares allocated to each individual and the implementation timeline; in case the Company repurchases shares from employees, approve the plan for resale of such repurchased shares.
- Approve plans to ensure compliance with foreign ownership limits in case shares are issued to employees who are foreign investors.
- Decide on the treatment of any unsubscribed shares.
- Implement procedures for charter capital adjustment; amend business registration, securities registration, and additional listing of shares corresponding to the newly issued shares.
- Approve other necessary documents and carry out procedures with competent authorities to implement the contents approved by the General Meeting of Shareholders.
- Approve the ESOP issuance regulations (if necessary).

2. Share issuance plan under the Employee Stock Ownership Program (ESOP) for senior management for the period 2026–2030, as approved by the 2025 Annual General Meeting of Shareholders

- Purpose: To enhance the alignment of interests between young senior management and shareholders through share ownership under this Program. These executives benefit from their own efforts as shareholders, thereby maximizing shareholder value; to encourage senior management to make significant contributions to the Company’s long-term growth, remain committed, and dedicate themselves to the Company over the long term.
- Issuance structure: The share issuance plan for senior management for the period 2026–2030 consists of 05 issuance tranches (01 tranche per year) with the detailed contents below.
- Type of shares: Restricted ordinary shares
- Transfer restriction period: 10 years from the completion date of the issuance
- Eligible participants (not exceeding 20 persons):
 - Employees who are young senior executives with outstanding capabilities and long-term commitment to contributing to FPT’s development.
 - From Level 6 and above, and not members of the Board of Directors for the 2022–2027 term.

- Criteria and principles for determining share allocation:

Number of shares allocated to each employee = (Individual score of each employee / Total individual scores of all participating employees) * Total number of shares to be issued under the ESOP

Where:

Individual score of each employee = Program participation years coefficient * Position and seniority coefficient * Performance coefficient² * Strategic contribution coefficient * Governance contribution coefficient * Adjustment coefficient based on the evaluation of the Board of Directors

- Program participation years coefficient = (Number of years the Program has been implemented (calculated from 2021 to the issuance year) – Number of years the employee has participated in the Program)²
- Position and seniority coefficient: Based on position and seniority as follows:

Position	Coefficient
Group Chief Executive Officer	13 – 15
Group Deputy Chief Executive Officer	10 – 13



Chairman, Chief Executive Officer of subsidiary	7 – 10
C-level of subsidiary	5 – 7

- Performance coefficient: Based on the performance of the directly managed unit and individual performance:

Performance	Coefficient
Exceptional	18–20
Excellent	14–17
Good	9–13
Fair	6–8

- Strategic contribution coefficient: Based on contributions of senior management to the Company’s long-term strategic direction

Strategic contribution	Coefficient
Excellent	8–10
Good	7–8
Basic	5–6

- Governance contribution coefficient: Based on contributions of senior management in management, operations, and preserving and developing the Company’s core values

Governance contribution	Coefficient
Excellent	8–10
Good	7–8
Basic	5–6

- Adjustment coefficient: Based on additional evaluation by the Board of Directors (not exceeding 10%)

- Number of shares issued per tranche and issuance conditions:

- The issuance ratio based on the total number of outstanding shares at the time of issuance each year is calculated based on shareholder profit growth and Total Shareholder Return (TSR), specifically as follows:

Issuance based on shareholder profit growth (P growth)		Issuance based on Total Shareholder Return (TSR*)	
P growth ≥ 10%/year	0.2% × 70% × (Actual P growth / Planned P growth) Not exceeding 0.175%	TSR > 0	0.2% × 30% × (Actual TSR / Planned TSR) Not exceeding 0.075%
P growth < 10%/year	0	TSR < 0	0



- Where:
 - o Planned shareholder profit growth (P Growth) for the period 2025–2030: 20%/year
 - o Planned Total Shareholder Return (TSR): 10%/year
 - (*): $TSR = \frac{\text{Year-end share price} - \text{Year-beginning share price} + \text{cash dividend}}{\text{Year-beginning share price}}$
 - o Total issuance ratio over 05 tranches within 05 years: Not exceeding 1%
- Issuance price: At par value (VND 10,000 per share)
- Funding source for issuance: Paid by employees
- Issuance timing: Each issuance shall be conducted after the audited financial statements of the preceding year are available
- Charter capital increase: The Company's charter capital shall be increased corresponding to the total par value of the shares issued under this Program
- Registration and additional listing: The additional shares issued under this Program shall be registered and additionally listed immediately after completion
- Authorization to the Board of Directors:
 - o Approve the list of eligible employees, the number of shares allocated to each individual and the implementation timeline; in case the Company repurchases shares from employees, approve the plan for resale of such repurchased shares.
 - o Approve plans to ensure compliance with foreign ownership limits in case shares are issued to employees who are foreign investors.
 - o Decide on the treatment of any unsubscribed shares.
 - o Implement procedures for charter capital adjustment; amend business registration, securities registration, and additional listing of shares corresponding to the newly issued shares.
 - o Approve other necessary documents and carry out procedures with competent authorities to implement the contents approved by the General Meeting of Shareholders.
 - o Approve the ESOP issuance regulations (if necessary).

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Truong Gia Binh



No.07

Hanoi, March 18th 2026

PROPOSAL

Ref. of selecting the audit companies to audit 2026 financial statements

To: The 2026 Annual General Meeting of Shareholders of FPT Corporation

Pursuant to the Charter of FPT Corporation;

Pursuant to the need to choose the audit firm of the Company.

The Supervisory Board respectfully submits to the Annual General Meeting of Shareholders for approval the proposal to select an independent auditing firm to audit the Company's Financial Statements for 2026 as follows:

- Select one (1) from four (4) following audit firms (Big 4) to audit the FY2026 Financial Statements:
 1. KPMG
 2. Deloitte
 3. PwC
 4. Ernst & Young
- Authorize the Board of Directors to select an audit firm.

This proposal is respectfully submitted to the Annual General Meeting of Shareholders for consideration & approval./.

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**



Nguyễn Việt Thang
Nguyễn Việt Thang

PROPOSAL**Re Amendments to the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors.**

To: The 2026 Annual General Meeting of Shareholders of FPT Corporation

Pursuant to the Charter of FPT Corporation;

Pursuant to the Law on Enterprises 2020; Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises, adopted by the National Assembly of the Socialist Republic of Vietnam on 17 June 2025;

Pursuant to the Law on Securities 2019;

Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government guiding the implementation of the Law on Securities; Decree No. 245/2025/ND-CP amending and supplementing a number of articles of Decree No. 155/2020/ND-CP guiding the implementation of the Law on Securities; and other relevant legal documents;

The Board of Director of FPT Corporation (the “Company”) respectfully submits to the Annual General Meeting of Shareholders for consideration and approval the matters related to the amendments to the Company Charter, as follows:

1. Basis of the Proposal

In 2025, a number of important legal documents related to the Company’s operations came into effect, including: Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises, adopted by the National Assembly of the Socialist Republic of Vietnam on 17 June 2025; Decree No. 245/2025/ND-CP amending and supplementing a number of articles of Decree No. 155/2020/ND-CP guiding the implementation of the Law on Securities, issued by the Government on 31 December 2020, detailing the implementation of certain provisions of the Law on Securities. These legal documents have introduced several changes that affect enterprises in general and listed companies and public companies in particular.

In light of the aforementioned changes, the Company needs to promptly update and amend certain provisions of the Company Charter, the Internal Corporate Governance Regulations, and the Regulations on the Operation of the Board of Directors to ensure compliance with applicable laws.

2. Proposed Contents



The Board of Director proposes the following amendments as detailed in the appendices attached to this Proposal:

- (i) Appendix 01 – Proposed Amendments to the Company Charter
- (ii) Appendix 02 – Proposed Amendments to the Internal Corporate Governance Regulations
- (iii) Appendix 03 – Proposed Amendments to the Regulations on the Operation of the Board of Directors

This proposal is respectfully submitted to the Annual General Meeting of Shareholders for consideration & approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**





APPENDIX 1 – PROPOSED AMENDMENTS TO THE COMPANY CHARTER

(Attached to the Submission dated .../.../... regarding the Amendment to the Company Charter)

1. GENERAL PROVISIONS AND DEFINITION OF TERMS

- *Articles not specifically described in this Appendix remain unchanged;*
- *The contents proposed for amendment in the column "Provisions under the Current Charter" are text shown in bold and/or underlined;*
- *The contents to be amended or supplemented in the column "Proposed Amendments" are text shown in bold and/or underlined;*
- *"Enterprise Law 2014" refers to Enterprise Law No. 68/2014/QH13 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014, which became invalid from 1 January 2021;*
- *"Enterprise Law 2020" refers to Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, which came into effect from 1 January 2021, replacing the Enterprise Law 2014;*
- *"Securities Law 2019" refers to Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019;*
- *"Law No. 56/2024/QH15" refers to the Law amending and supplementing certain articles of the Law on Securities, the Law on Accounting, the Law on Independent Auditing, the Law on the State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations No. 56/2024/QH15, passed by the National Assembly of the Socialist Republic of Vietnam on 29 November 2024;*
- *"Law No. 03/2022/QH15" refers to the Law amending and supplementing certain articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership mode, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement, passed by the National Assembly of the Socialist Republic of Vietnam on 11 January 2022.*
- *"Law No. 76/2025/QH15" refers to the Law amending and supplementing certain articles of Enterprise Law No. 76/2025/QH15, passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2025;*
- *"Decree 155/2020/ND-CP" refers to Decree 155/2020/ND-CP guiding the Securities Law, issued by the Government on 31 December 2020;*
- *"Decree 245/2025/ND-CP" refers to Decree No. 245/2025/ND-CP amending and supplementing certain articles of Decree No. 155/2020/ND-CP guiding the Securities Law, issued by the Government on 31 December 2020, detailing the implementation of certain articles of the Securities Law;*
- *"Circular 96/2020/TT-BTC" refers to Circular 96/2020/TT-BTC guiding information disclosure on the securities market, issued by the Ministry of Finance on 16 November 2020;*
- *"Circular 116/2020/TT-BTC" refers to Circular 116/2020/TT-BTC guiding corporate governance applicable to public companies under Decree 155/2020/ND-CP guiding the Securities Law, issued by the Ministry of Finance.*
- *"Model Charter for Public Companies" refers to the Charter attached as Appendix I issued together with Circular 116/2020/TT-BTC.*



2. PROPOSED AMENDMENTS AND SUPPLEMENTS TO THE COMPANY CHARTER

No.	Provisions under the Current Charter	Proposed Amendments	Reasons for Amendment
1.	<p>PREAMBLE</p> <p>This Charter was adopted pursuant to a valid resolution of the General Meeting of Shareholders of FPT Corporation officially convened on 5 April 2018 and amended and supplemented at the General Meeting of Shareholders of FPT Corporation <u>convened on 6 April 2023</u> in Hanoi.</p>	<p>PREAMBLE</p> <p>This Charter was adopted pursuant to a valid resolution of the General Meeting of Shareholders of FPT Corporation officially convened on 5 April 2018 and has been amended and supplemented pursuant to resolutions of the General Meeting of Shareholders of FPT Corporation from time to time.</p>	<p>Amendment to minimise the need for future amendments and supplements.</p>
2.	<p>Article 5. Charter Capital, Shares, and Founding Shareholders</p> <p>1. The charter capital and any adjustments thereto shall be approved by the General Meeting of Shareholders from time to time, recorded in the Enterprise Registration Certificate</p> <p><u>Business Registration</u>, and disclosed in accordance with applicable laws. ...</p>	<p>Article 5. Charter Capital, Shares, and Founding Shareholders</p> <p>1. The charter capital and any adjustments thereto shall be approved by the General Meeting of Shareholders from time to time, recorded in the Enterprise Registration Certificate, and disclosed in accordance with applicable laws.</p>	<p>Update to reflect the correct designation of the Enterprise Registration Certificate under current regulations.</p>
3.	<p>Article 6. Share Certificates</p> <p>1. Shareholders of the Company shall be issued share certificates corresponding to the number and class of shares held.</p>	<p>Article 6. Share Certificates</p> <p>1. Shareholders of the Company shall be issued share certificates, or have their ownership recorded in the Company's securities ownership register, corresponding to the number and class of shares held.</p>	<p>Supplement pursuant to Article 1.21 of Law No. 76/2025/QH15.</p>

<p>4.</p>	<p>Article 11. Rights of Shareholders</p> <p>1. A shareholder is a <u>person who is an</u> owner of the Company, with corresponding rights and obligations according to the number and class of shares held. A shareholder shall only be liable for the debts and other financial obligations of the Company to the extent of the capital contributed to the Company.</p> <p>2. <u> Holders of ordinary shares</u> shall have the following rights:</p> <p>...</p> <p>e. To review, access, and extract information relating to the shareholder in the List of Qualified Shareholders to attend the General Meeting of Shareholders and to request correction of inaccurate <u>information</u>;</p> <p>4. A shareholder or group of shareholders holding 5% or more of the total ordinary shares shall have the following rights:</p> <p>...</p> <p>d. To request the Board of Supervisors to examine specific matters relating to the management and operation of the Company when deemed necessary. The request must be made in writing; must include the full name, <u>permanent address, nationality, ID card/passport number or other valid personal</u></p>	<p>Article 11. Rights of Shareholders</p> <p>1. A shareholder is an owner of the Company, with corresponding rights and obligations according to the number and class of shares held. A shareholder shall only be liable for the debts and other financial obligations of the Company to the extent of the capital contributed to the Company.</p> <p>2. Ordinary shareholders shall have the following rights:</p> <p>...</p> <p>e. To review, access, and extract information relating to the shareholder in the List of Qualified Shareholders to attend the General Meeting of Shareholders and to request correction of inaccurate information of their own;</p> <p>...</p> <p>4. A shareholder or group of shareholders holding 5% or more of the total ordinary shares shall have the following rights:</p> <p>...</p> <p>d. To request the Board of Supervisors to examine specific matters relating to the management and operation of the Company when deemed necessary. The request must be made in writing; must include the full name, contact address, nationality, legal identification number of the</p>	<p>A shareholder may be an individual or an organisation pursuant to Article 4.3 of the Enterprise Law.</p> <p>Clause 2, Point e amended pursuant to Articles 114 and 115.1.d of the Enterprise Law.</p> <p>Amended to reflect the revised definition pursuant to Law No. 76/2025/QH15.</p>
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	<p>identification document of each individual shareholder; the name, registered address, nationality, establishment decision number or business registration number of each corporate shareholder; the number of shares and the date of share registration of each shareholder, the total number of shares of the group and the ownership percentage in the Company's total shares; the matter to be examined, the purpose of the examination; and ...</p>	<p>individual for individual shareholders; the name, enterprise code or legal identification number of the organisation, registered office address for corporate shareholders; the number of shares and the date of share registration of each shareholder, the total number of shares of the group and the ownership percentage in the Company's total shares; the matter to be examined, the purpose of the examination; and ...</p>	
5.	<p>Article 12. Obligations of Shareholders</p> <p>...</p> <p>3. To attend General Meetings of Shareholders and exercise voting rights through the following means:</p> <p>...</p> <p>b. To authorise another person to attend and vote at the meeting;</p> <p>....</p> <p>d. To send voting ballots to the meeting by post, fax, or electronic mail.</p>	<p>Article 12. Obligations of Shareholders</p> <p>...</p> <p>3. To attend General Meetings of Shareholders and exercise voting rights through the following means:</p> <p>...</p> <p>b. To authorise another individual or organisation to attend and vote at the meeting;</p> <p>...</p> <p>d. To log in to the Company's online General Meeting of Shareholders platform, send voting ballots to the meeting by post, fax, electronic mail, or electronic voting.</p>	<p>Amended pursuant to Article 144.3.b of the Enterprise Law and Article 13.6.b of the Model Charter for Public Companies.</p> <p>Supplement to include electronic voting provisions.</p>
6.	<p>Article 13. General Meeting of Shareholders</p> <p>...</p>	<p>Article 13. General Meeting of Shareholders</p> <p>...</p>	<p>Pursuant to Article 1.18 of Law No. 76/2025/QH15.</p>

3. The Board of Directors must convene an Extraordinary General Meeting of Shareholders in the following circumstances:

c. A shareholder or group of shareholders specified in Clause 4 of Article 11 of this Charter requests the convening of a General Meeting of Shareholders in writing. **The request must clearly state the reasons and purposes of the meeting, bearing the signatures of all relevant shareholders or made in multiple copies with the aggregate signatures of all relevant shareholders;**

3. The Board of Directors must convene an Extraordinary General Meeting of Shareholders in the following circumstances:

c. A shareholder or group of shareholders specified in Clause 4 of Article 11 of this Charter requests the convening of a General Meeting of Shareholders in writing bearing the signatures of all relevant shareholders, or the request is made in multiple copies with the aggregate signatures of all relevant shareholders, and must include the following information: full name, contact address, nationality, legal identification number of the individual for individual shareholders; name, enterprise code or legal identification number of the organisation, registered office address for corporate shareholders; number of shares and date of share registration of each shareholder, total shares of the group and ownership percentage in the Company's total shares; grounds and reasons for requesting the meeting. Supporting documents and evidence of violations by the Board of Directors, the extent of violations, or decisions exceeding authority must be attached. The shareholder or group of shareholders shall bear full legal responsibility for the accuracy and truthfulness of the

		documents and evidence provided to competent authorities when requesting the convening of a General Meeting of Shareholders.	
7.	<p>Article 13. General Meeting of Shareholders</p> <p>4. Convening an Extraordinary General Meeting of Shareholders</p> <p>a. The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the remaining number of Board of Directors members falls below the threshold specified in Point c of Clause 3 of Article 13, or from the date of receipt of the request specified in Points d and e of Clause 3 of Article 13;</p> <p>b. In the event the Board of Supervisors fails to convene a General Meeting of Shareholders as stipulated in Point b of Clause 4 of Article 13, within the following thirty (30) days, the shareholder or group of shareholders with the request specified in Point d of Clause 3 shall have the right to replace the Board of Directors and the Board of Supervisors in convening the General Meeting of Shareholders in accordance with the Enterprise Law. Should the Board of Supervisors fail to convene the General Meeting of Shareholders as prescribed, the Board of Supervisors shall be liable before the law and</p>	<p>Article 13. General Meeting of Shareholders</p> <p>4. Convening an Extraordinary General Meeting of Shareholders</p> <p>a. The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the remaining number of members falls below the threshold specified in Point b of Clause 3 of Article 13, or from the date of receipt of the request specified in Points c and d of Clause 3 of Article 13;</p> <p>b. In the event the Board of Supervisors fails to convene a General Meeting of Shareholders as stipulated in Point b of Clause 4 of Article 13, within the following thirty (30) days, the shareholder or group of shareholders with the request specified in Point c of Clause 3 shall have the right to replace the Board of Directors and the Board of Supervisors in convening the General Meeting of Shareholders in accordance with the Enterprise Law. Should the Board of Supervisors fail to convene the General Meeting of Shareholders as prescribed, the Board of Supervisors</p>	Corrected cross-references to clauses within the same article.

	shall compensate for damages arising to the Company.	shall be liable before the law and shall compensate for damages arising to the Company.	
8.	<p>Article 15. Authorised Representatives</p> <p>...</p> <p><u>2. The authorisation of a representative to attend the General Meeting of Shareholders must be made in writing and must bear the signatures as stipulated below:</u></p> <p><u>a. If the authorising party is an individual shareholder, the power of attorney must be signed by that shareholder and the authorised representative;</u></p> <p><u>b. If the authorised representative of a corporate shareholder is the person granting the authorisation, the power of attorney must be signed by the authorised representative, the legal representative of the corporate shareholder, and the person authorised to attend the meeting;</u></p> <p><u>c. In other cases, the power of attorney must be signed by the legal representative of the corporate shareholder and the person authorised to attend the meeting.</u></p> <p>The authorised representative to attend the General Meeting of Shareholders must submit the power of attorney prior to entering the meeting room.</p>	<p>Article 15. Authorised Representatives</p> <p>...</p> <p>2. The authorisation of an individual or organisation to represent a shareholder at the General Meeting of Shareholders must be made in writing. The written authorisation shall be executed in accordance with civil law and must include at minimum the following information: name of the authorising shareholder; name of the authorised individual or organisation; number of shares being authorised; scope of the authorisation; duration of the authorisation; signatures of the relevant parties as specifically guided in the General Meeting of Shareholders Regulations issued by the Company from time to time.</p> <p>The authorised representative to attend the General Meeting of Shareholders must submit the written authorisation prior to entering the meeting room.</p> <p>In the event of sub-delegation, the attendee must additionally present the original authorisation from the shareholder and the authorised representative of the corporate shareholder (if</p>	Amended pursuant to Article 144 of the Enterprise Law and Article 16 of the Model Charter for Public Companies.

		not previously registered with the Company).	
9.	<p>Article 16. Variation of Rights</p> <p>1. Any variation or cancellation of special rights attached to a class of preference shares shall take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders <u>present at the meeting</u>.</p>	<p>Article 16. Variation of Rights</p> <p>1. Any variation or cancellation of special rights attached to a class of preference shares shall take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders attending and voting at the meeting.</p>	Pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15.
10.	<p>Article 16. Variation of Rights</p> <p>....</p> <p>2. The procedures for conducting such separate meetings shall be carried out in a manner consistent with the provisions of Articles 18 and <u>20</u> of this Charter.</p>	<p>Article 16. Variation of Rights</p> <p>2. The procedures for conducting such separate meetings shall be carried out in a manner consistent with the provisions of Articles 17, 18, and 19 of this Charter.</p>	Updated cross-references and supplemented with provisions on meeting procedures and voting at the GMS for greater consistency, pursuant to the Model Charter for Public Companies.
11.	<p>Article 17. Convening the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting</p> <p>...</p> <p>2. The convening party must carry out the following tasks to organise the General Meeting of Shareholders:</p> <p>...</p> <p>g. Send the notice of meeting to the contact address of each shareholder entitled to attend. A shareholder's contact address may be one of the following: registered office address (for organisations);</p>	<p>Article 17. Convening the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting</p> <p>...</p> <p>2. The convening party must carry out the following tasks to organise the General Meeting of Shareholders:</p> <p>...</p> <p>g. Send the notice of meeting to the contact address of each shareholder entitled to attend. A shareholder's contact address may be one of the following: registered office address (for</p>	<p>Amended to minimise the need for future charter amendments when the names of regulatory bodies change.</p> <p>The Vietnam Securities Depository and Clearing Corporation ("VSDC") commenced operations under its new name and seal from 10 August 2023. Pursuant to Clause 2, Article 1 of Decision No. 26/2022/QD-TTg dated 16 December 2022, VSDC succeeded to all rights and obligations of the Vietnam Securities Depository Center (VSD).</p>

	<p>permanent residential address; workplace address; telephone number; electronic mail (email) address; or other personal address registered with the Company. Where the Company sends the notice of meeting by email, the recipient's email address shall be the address stored and provided by the <u>Vietnam Securities Depository Center</u>, or the email address registered by the shareholder with the Company.</p>	<p>organisations); permanent residential address; workplace address; telephone number; electronic mail (email) address; or other personal address registered with the Company. Where the Company sends the notice of meeting by email, the recipient's email address shall be the address stored and provided by the competent authority, or the email address registered by the shareholder with the Company.</p>	
<p>12.</p>	<p>Article 19. Meeting Procedures and Voting at the General Meeting of Shareholders</p> <p>1. ...</p> <p>2. Upon registration of shareholders, the Company shall issue to each shareholder or duly authorised representative entitled to vote a voting card bearing the registration number, full name of the shareholder, full name of the authorised representative, and the number of votes of that shareholder. During the voting process, the cards in favour of the resolution shall be collected first, the cards against the resolution shall be collected thereafter, and the total votes in favour or against shall be counted to determine the outcome. <u>The total number of votes in favour, against, abstaining, or invalid</u> for each matter shall be announced by the Chairperson</p>	<p>Article 19. Meeting Procedures and Voting at the General Meeting of Shareholders</p> <p>1. ...</p> <p>2. Upon registration of shareholders, the Company shall issue to each shareholder or duly authorised representative entitled to vote a voting card bearing the registration number, full name of the shareholder, full name of the authorised representative, and the number of votes of that shareholder. During the voting process, the cards in favour of the resolution shall be collected first, the cards not in favour of the resolution shall be collected thereafter, and the total votes in favour or not in favour shall be counted to determine the outcome. The total number of votes in favour, not in favour, and abstaining for each matter</p>	<p>Amended voting card terminology pursuant to Article 146.5 of the Enterprise Law and Article 20 of the Model Charter for Public Companies.</p> <p>Supplemented pursuant to Article 146.2.c of the Enterprise Law and Article 20.2.c of the Model Charter for Public Companies.</p> <p>Pursuant to Article 146.8 of the Enterprise Law.</p> <p>Amended pursuant to Article 146 of the Enterprise Law; Clause 4, Article 20 of the Model Charter for Public Companies; and for consistency with Clause 6, Article 19 of the current Charter.</p>

immediately after the voting on that matter. The Meeting shall elect persons responsible for counting votes or supervising the vote count upon the Chairperson's recommendation. The number of members of the vote-counting committee shall be determined by the General Meeting of Shareholders based on the Chairperson's recommendation but shall not exceed the number prescribed by applicable law.

...

7. The Chairperson may adjourn the meeting upon the consent or request of the General Meeting of Shareholders where a sufficient quorum is present.

...

10. The Board of Directors, after careful consideration, may take such measures as the Board of Directors deems appropriate to:

- a. Arrange seating at the venue of the General Meeting of Shareholders;
- b. Ensure the safety of all persons present at the meeting venue;
- c. Facilitate shareholders to attend (or continue to attend) the meeting.

The Board of Directors shall have full authority to vary the above measures and to apply all measures as **the Board of Directors** deems necessary. Measures may include the issuance of entry passes or the

shall be announced by the Chairperson immediately after the voting on that matter. The Meeting shall elect persons responsible for counting votes or supervising the vote count upon the Chairperson's recommendation. The

number of members of the vote-counting committee shall be determined by the General Meeting of Shareholders based on the Chairperson's recommendation but shall not exceed the number prescribed by applicable law.

...

7. The Chairperson may adjourn the meeting where a sufficient quorum is present, for no more than 03 working days from the originally scheduled opening date, and may only adjourn or change the venue in the following circumstances:

- a) The meeting venue does not have sufficient seating for all attendees;
- b) The communication facilities at the meeting venue do not ensure that attending shareholders can participate, deliberate, and vote;
- c) An attendee disrupts order, creating a risk that the meeting cannot be conducted fairly and lawfully.

10. The Chairperson, after careful consideration, may

	<p>use of other selection methods.</p>	<p>take such measures as the Chairperson deems appropriate to:</p> <ol style="list-style-type: none"> a. Arrange seating at the venue of the General Meeting of Shareholders; b. Ensure the safety of all persons present at the meeting venue; c. Facilitate shareholders to attend (or continue to attend) the meeting. <p>The Chairperson shall have full authority to vary the above measures and to apply all measures as deemed necessary. Measures may include the issuance of entry passes or the use of other selection methods.</p>	
<p>13.</p>	<p>Article 20. Approval of Resolutions of the General Meeting of Shareholders</p> <p>...</p> <p>2. A resolution of the General Meeting of Shareholders shall be approved at a meeting upon satisfaction of the following conditions:</p> <ol style="list-style-type: none"> a. Approved by <u>a number of shareholders representing more than 50% of the total votes of shareholders entitled to vote who are physically present or represented by authorised proxy at the General Meeting of Shareholders;</u> b. With respect to resolutions on the class of shares and total number of shares of each class; change of business 	<p>Article 20. Approval of Resolutions of the General Meeting of Shareholders</p> <p>...</p> <p>2. A resolution of the General Meeting of Shareholders shall be approved at a meeting upon satisfaction of the following conditions:</p> <ol style="list-style-type: none"> a. Approved by a vote of more than 50% of the total votes of shareholders attending and voting at the General Meeting of Shareholders; b. With respect to resolutions on the class of shares and total number of shares of each class; change of business lines, industries and sectors; change of the 	<p>Pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15.</p>

	<p>lines, industries and sectors; change of the Company's organisational and management structure; amendment of the Company Charter; investment projects or sale of assets with a value equal to or exceeding 35% of the total asset value recorded in the most recent financial statements of the Company; reorganisation or dissolution of the Company, such resolutions shall be approved if endorsed by shareholders representing at least 65% of the total voting rights of all shareholders present at the meeting or at least 65% of the total voting rights of all shareholders entitled to vote in the case of solicitation of shareholder opinions in writing.</p>	<p>Company's organisational and management structure; amendment of the Company Charter; investment projects or sale of assets with a value equal to or exceeding 35% of the total asset value recorded in the most recent financial statements of the Company; reorganisation or dissolution of the Company, such resolutions shall be approved if endorsed by shareholders representing at least 65% of the total voting rights of all shareholders attending the meeting and voting in favour, or at least 65% of the total voting rights of all shareholders entitled to vote in the case of solicitation of shareholder opinions in writing.</p>	
<p>14.</p>	<p>Article 21. Authority and Procedures for Soliciting Shareholder Opinions in Writing to Pass Resolutions of the General Meeting of Shareholders</p> <p>3. The opinion ballot must contain the following principal contents:</p> <p>...</p> <p>5. The Board of Directors shall count the ballots and prepare the ballot-counting minutes in the presence of the Board of Supervisors or of shareholders not holding managerial positions in the Company. The ballot-counting minutes must contain the following principal contents:</p>	<p>Article 21. Authority and Procedures for Soliciting Shareholder Opinions in Writing to Pass Resolutions of the General Meeting of Shareholders</p> <p>3. The opinion ballot must contain the principal contents prescribed by applicable law.</p> <p>...</p> <p>5. The Board of Directors shall count the ballots and prepare the ballot-counting minutes in the presence of the Board of Supervisors or of shareholders not holding managerial positions in the Company. The ballot-counting minutes must</p>	<p>Updated pursuant to Clause 5, Article 149 of the Enterprise Law 2020.</p>

	<p>...</p> <p>f. Full name and signature of the Chairman of the Board of Directors, <u>the legal representative of the Company, and</u> the ballot supervisor.</p> <p>The members of the Board of Directors <u>and the ballot supervisor</u> shall be jointly responsible for the accuracy and integrity of the ballot-counting minutes; and jointly liable for any losses arising from resolutions passed due to inaccurate or dishonest vote counting.</p>	<p>contain the following principal contents:</p> <p>...</p> <p>f. Full name and signature of the Chairman of the Board of Directors, the ballot supervisor and the vote counter.</p> <p>The members of the Board of Directors, vote counters, and ballot supervisors shall be jointly responsible for the accuracy and integrity of the ballot-counting minutes; and jointly liable for any losses arising from resolutions passed due to inaccurate or dishonest vote counting.</p>	
<p>15.</p>	<p>Article 24. Composition, Term of Office, Nomination, and Election of Board of Directors Members</p> <p>1. The Board of Directors shall comprise no fewer than five (05) and no more than seven (07) members. <u>The term of office of the Board of Directors is five (05) years.</u> The term of office of each Board of Directors member shall not exceed five (05) years; members may be re-elected without limit on the number of terms. An individual may only serve as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. Where all members of the Board of Directors simultaneously reach the end of their terms, they shall continue to serve until new replacement</p>	<p>Article 24. Composition, Term of Office, Nomination, and Election of Board of Directors Members</p> <p>1. The Board of Directors shall comprise no fewer than five (05) and no more than seven (07) members. The term of office of each Board of Directors member shall not exceed five (05) years; members may be re-elected without limit on the number of terms. An individual may only serve as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. Where all members of the Board of Directors simultaneously reach the end of their terms, they shall continue to serve until new replacement members are</p>	<p>Updated pursuant to Article 154 of the Enterprise Law 2020.</p> <p>Pursuant to Clause 79, Article 1 of Decree 245/2025/ND-CP (effective from 11 September 2025) amending Decree 155/2020/ND-CP.</p>

	<p>members are elected and assume their duties.</p> <p><u>The total number of non-executive members of the Board of Directors must account for at least one-third (1/3) of the total number of Board of Directors members.</u> The Company must have at least two (02) independent Board of Directors members. <u>The minimum number of non-executive Board of Directors members shall be determined by rounding down.</u></p>	<p>elected and assume their duties.</p> <p>2. The Company must have at least one (01) non-executive member where the Board of Directors has 05 members, and at least two (02) non-executive members where the Board of Directors has 06 to 08 members. The Company must have at least two (02) independent Board of Directors members.</p>	
<p>16.</p>	<p>Article 25. Qualifications of Board of Directors Members</p> <p>...</p> <p>3. A Board of Directors member shall not concurrently serve as a member of the Board of Directors of more than five (05) other companies.</p> <p>4. A Board of Directors member shall cease to hold the position of Board of Directors member in the following circumstances:</p> <p>a. ...</p> <p><u>b. The member submits a written resignation to the Company's registered office;</u></p> <p>c. ...</p> <p>d. The member fails to attend Board of Directors meetings for six (06) consecutive months without the approval of the Board of Directors and the Board of Directors</p>	<p>Article 25. Qualifications of Board of Directors Members</p> <p>...</p> <p>3. A Board of Directors member shall not concurrently serve as a member of the Board of Directors or Board of Members of more than five (05) other companies.</p> <p>4. A Board of Directors member shall cease to hold the position of Board of Directors member in the following circumstances:</p> <p>a. ...</p> <p>b. The member submits a written resignation to the Company's registered office and the resignation is accepted;</p> <p>c. ...</p> <p>d. Except in cases of force majeure, the member fails to</p>	<p>Clause 78, Article 1 of Decree 245/2025/ND-CP.</p> <p>Article 160 of the Enterprise Law.</p>

	<p>resolves that the member's position is vacated;</p>	<p>attend Board of Directors meetings for six (06) consecutive months without the approval of the Board of Directors and the Board of Directors resolves that the member's position is vacated.</p> <p>....</p>	
<p>17.</p>	<p>Article 27. Powers and Duties of the Board of Directors</p> <p>...</p> <p>3. The powers and obligations of the Board of Directors are governed by law, the Company Charter, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following powers and duties:</p> <p>....</p> <p>f. To decide on the repurchase of shares pursuant to Clause 1 of Article 133 of the Enterprise Law;</p> <p>...</p> <p>l. To approve purchase, sale, borrowing, lending contracts, and other contracts with a value equal to or exceeding 35% of the total asset value recorded in the most recent financial statements of the Company. This provision shall not apply to contracts and transactions specified in Point d of Clause 2 of Article 138, Clases 1 and Clause 3 of Article 167 of the Enterprise Law;</p>	<p>Article 27. Powers and Duties of the Board of Directors</p> <p>...</p> <p>3. The powers and obligations of the Board of Directors are governed by law, the Company Charter, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following powers and duties:</p> <p>.....</p> <p>f. To decide on the repurchase of shares pursuant to Clauses 1 and 2 of Article 133 of the Enterprise Law;</p> <p>...</p> <p>l. To approve purchase, sale, borrowing, lending contracts, and other contracts with a value equal to or exceeding 35% of the total asset value recorded in the most recent financial statements of the Company. This provision shall not apply to contracts and transactions specified in Point d of Clause 2 of Article</p>	<p>Updated to correspond with Article 153.2.d of the Enterprise Law 2020 (as amended 2025).</p> <p>Corrected cross-reference pursuant to Article 167.1 of the Enterprise Law.</p> <p>Clause n amended to clarify the subject of regulation.</p> <p>Clause s amended pursuant to Article 1.84 of Decree 245/2025/ND-CP; Article 293.4.a of Decree 155/2020/ND-CP.</p> <p>Clause u supplemented pursuant to Article 1.84 of Decree 245/2025/ND-CP.</p> <p>Clause v amended to generalise reference to applicable law (securities, enterprise law, etc.).</p>

	<p>...</p> <p>n. To appoint, dismiss, and remove the Company's representative. Such removal shall not be contrary to the contractual rights of those removed (if any);</p> <p>...</p> <p>s. To propose the annual dividend level and determine the interim dividend level; to organise dividend payments or to address losses arising in the course of business;</p> <p>u. Other rights and obligations as prescribed by the <u>Enterprise Law</u> and the Company Charter.</p>	<p>138, Clause 3 of Article 167 of the Enterprise Law;</p> <p>...</p> <p>n. To appoint, dismiss, and remove the legal representative of the Company. Such removal shall not be contrary to the contractual rights of those removed (if any);</p> <p>...</p> <p>s. To propose the annual dividend level; to determine the interim dividend level on the basis of the authorisation of the GMS; to organise dividend payments or to address losses arising in the course of business;</p> <p>...</p> <p>u. To approve and authorise loans or guarantees extended to related parties pursuant to Point a, Clause 4, Article 293 of Decree No. 155/2020/ND-CP and any other amending or supplementing instruments currently in force (if any).</p> <p>v. Other rights and obligations as prescribed by applicable law and the Company Charter.</p>	
18.	<p>Article 28. Chairman of the Board of Directors</p> <p>...</p> <p>3. In the event the Chairman of the Board of Directors <u>resigns or is removed</u>, the Board of Directors must elect a replacement within ten (10) days from the date of receipt</p>	<p>Article 28. Chairman of the Board of Directors</p> <p>...</p> <p>3. In the event the Chairman of the Board of Directors resigns, is dismissed, or is removed, the Board of Directors must elect a replacement within ten (10)</p>	<p>Added "dismissed" pursuant to Clause 1, Article 156 of the Enterprise Law and the Model Charter for Public Companies.</p> <p>Updated committee name pursuant to the FPT Board of Directors Operating Regulations 2021 (renaming the Policy and Personnel</p>

of the resignation letter or the date of removal. In the event the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she shall authorise in writing another member to perform the rights and obligations of the Chairman in accordance with the principles set out in this Charter. If there is no authorised person, the remaining members shall elect one among themselves to temporarily assume the position of Chairman by majority vote.

4. The Chairman shall have the following duties and powers:

h. To decide on the following matters but must notify the other Board of Directors members of such decisions at the next Board of Directors meeting:

(iii) To decide on the appointment, authorisation, change, and dismissal of capital representatives of the Company at other enterprises on the basis of proposals by the **Policy and Personnel Planning Committee**; to decide on the assignment of duties and direction of such individuals to protect the lawful rights and interests of the Company at the relevant enterprises, and to implement measures to preserve and develop the capital invested by the Company in those enterprises;

days from the date of receipt of the resignation letter or the date of removal. In the event the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she shall authorise in writing another member to perform the rights and obligations of the Chairman in accordance with the principles set out in this Charter. If there is no authorised person, the remaining members shall elect one among themselves to temporarily assume the position of Chairman by majority vote.

4. The Chairman shall have the following duties and powers:

h. To decide on the following matters but must notify the other Board of Directors members of such decisions at the next Board of Directors meeting:

(iii) To decide on the appointment, authorisation, change, and dismissal of capital representatives of the Company at other enterprises on the basis of proposals by the Human Resources and Remuneration Committee; to decide on the assignment of duties and direction of such individuals to protect the lawful rights and interests of the Company at the relevant enterprises, and to implement measures to preserve and develop the capital invested by the

Planning Committee to the Human Resources and Remuneration Committee).

		Company in those enterprises;	
19.	<p>Article 29. Meetings of the Board of Directors</p> <p>...</p> <p>12. A Board of Directors meeting may be conducted in deliberation form among Board of Directors members when all or some members are at different locations, provided that each participating member is able to: ...</p> <p>Resolutions passed at a telephone meeting duly convened and conducted shall take effect upon the conclusion of the meeting <u>but must be confirmed by the signatures in the minutes of all Board of Directors members attending such meeting.</u></p> <p>14. The Chairman of the Board of Directors shall be responsible for distributing the Board of Directors meeting minutes to all members and such minutes shall constitute authentic evidence of the matters conducted at those meetings, unless objections to the content of the minutes are raised within ten (10) days from the date of distribution.</p> <p><u>The Board of Directors meeting minutes shall be prepared in Vietnamese and must bear the signatures of all Board of Directors members attending the meeting, or the minutes shall be prepared in multiple copies each bearing the</u></p>	<p>Article 29. Meetings of the Board of Directors</p> <p>...</p> <p>12. A Board of Directors meeting may be conducted in deliberation form among Board of Directors members when all or some members are at different locations, provided that each participating member is able to: ...</p> <p>Resolutions passed at a telephone meeting duly convened and conducted shall take effect upon the conclusion of the meeting.</p> <p>14. The Chairman of the Board of Directors shall be responsible for distributing the Board of Directors meeting minutes to all members and such minutes shall constitute authentic evidence of the matters conducted at those meetings, unless objections to the content of the minutes are raised within ten (10) days from the date of distribution. The Board of Directors meeting minutes shall be prepared in Vietnamese and must bear the full name, signature of the Chairperson and the minute-taker.</p>	<p>Meeting minutes to be prepared in accordance with applicable law (Clause 1, Article 158 of the Enterprise Law).</p> <p>Pursuant to Clause 1, Article 158 of the Enterprise Law 2020.</p>



	<p><u>signature of at least one (01) Board of Directors member attending the meeting.</u></p>		
20.	<p>Article 31. Corporate Secretary</p> <p>1. The Board of Directors shall designate at least one (01) person as Corporate Secretary to support the effective conduct of corporate governance. The term of office of the Corporate Secretary shall be determined by the Board of Directors, not exceeding five (05) years.</p>	<p>Article 31. Corporate Secretary</p> <p>1. The Board of Directors shall designate at least one (01) person as Corporate Secretary to support the effective conduct of corporate governance. The term of office of the Corporate Secretary shall be determined by the Board of Directors, not exceeding five (05) years. The Corporate Secretary may concurrently serve as Company Secretary.</p>	<p>Supplemented pursuant to Clause 5, Article 156 of the Enterprise Law and Circular 116/2020/TT-BTC guiding Decree 155/2020/ND-CP (Article 32 of the Model Charter for Public Companies).</p>
21.	<p>Article 33. Senior Management</p> <p>...</p> <p>2. The salary, remuneration, benefits, and other terms of employment contracts for Senior Management shall be determined by the Board of Directors based on the recommendations of the Chairman and the <u>Policy and Personnel Planning Committee</u>. Contracts with divisional directors and other senior executives shall be determined by the Chairman of the Board of Directors after consulting the <u>Policy and Personnel Planning Committee</u>, and the Chief Executive Officer.</p>	<p>Article 33. Senior Management</p> <p>...</p> <p>2. The salary, remuneration, benefits, and other terms of employment contracts for Senior Management shall be determined by the Board of Directors based on the recommendations of the Chairman and the Human Resources and Remuneration Committee. Contracts with divisional directors and other senior executives shall be determined by the Chairman of the Board of Directors after consulting the Human Resources and Remuneration Committee and the Chief Executive Officer.</p>	<p>Updated committee name pursuant to the actual governance structure of the Company (FPT Board of Directors Operating Regulations 2021 renamed the Policy and Personnel Planning Committee to the Human Resources and Remuneration Committee).</p>

<p>22.</p>	<p>Article 39. Duty of Loyalty and Avoidance of Conflicts of Interest</p> <p>...</p> <p>5. Transactions between the Company and one or more Board of Directors members, Board of Supervisors members, the Chief Executive Officer, other executive officers, and individuals and organisations related to such persons (except for transactions referred to in Point n of Clause 2 of Article 14 and Clause 4 of Article 39 of this Charter) shall not be void in the following circumstances:</p> <p>a) In the case of transactions with a value less than or equal to 35% of the total asset value recorded in the most recent financial statements, the material terms of the contract or transaction, as well as the relationships and interests of the Board of Directors members, Board of Supervisors members, and other executive officers, shall have been reported to the Board of Directors and approved by a majority vote of disinterested Board of Directors members;</p> <p>b) In the case of transactions with a value exceeding 35%, or transactions that result in the aggregate value of transactions arising within 12 months from the date of the first transaction reaching 35% or more of the total asset value recorded in the most recent financial statements, the</p>	<p>Article 39. Duty of Loyalty and Avoidance of Conflicts of Interest</p> <p>...</p> <p>5. Transactions between the Company and one or more Board of Directors members, Board of Supervisors members, the Chief Executive Officer, other executive officers, and individuals and organisations related to such persons (except for transactions referred to in Point n of Clause 2 of Article 14 and Clause 4 of Article 39 of this Charter) shall not be void in the following circumstances:</p> <p>a) In the case of transactions with a value less than 35%, or transactions that result in the aggregate value of transactions arising within 12 months from the date of the first transaction being less than 35% of the total asset value recorded in the most recent financial statements, the material terms of the contract or transaction, as well as the relationships and interests of the Board of Directors members, Board of Supervisors members, and other executive officers, shall have been reported to the Board of Directors and approved by a majority vote of disinterested Board of Directors members;</p> <p>b) In the case of transactions with a value of 35% or more, or transactions that result in</p>	<p>Updated threshold pursuant to Clause 2, Article 167 of the Enterprise Law and Article 293.4.a of Decree 155/2020.</p> <p>Updated Clause 6 pursuant to Clause 83, Article 1 of Decree 245/2025/ND-CP (amending Article 291 of Decree 155/2020/ND-CP).</p>
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	<p>material terms of such transactions as well as the relationships and interests of the Board of Directors members, Board of Supervisors members, the Chief Executive Officer, and other executive officers shall have been disclosed to shareholders and approved by a vote of shareholders without related interests.</p>	<p>the aggregate value of transactions arising within 12 months from the date of the first transaction reaching 35% or more of the total asset value recorded in the most recent financial statements, the material terms of such transactions as well as the relationships and interests of the Board of Directors members, Board of Supervisors members, the Chief Executive Officer, and other executive officers shall have been disclosed to shareholders and approved by a vote of shareholders without related interests.</p> <p>6. Directors and the Chief Executive Officer shall not be related persons of management personnel, Supervisors of the company and the parent company, representatives of state capital, representatives of enterprise capital at the company and the parent company pursuant to Point d, Clause 46, Article 4 of the Securities Law.</p>	
23.	<p>Article 41. Right of Inspection of Books and Records</p> <p>1. A shareholder or group of shareholders referred to in <u>Clause 3 of Article 24 and Clause 2 of Article 36</u> of this Charter shall have the right, directly or through an authorised representative, to submit a written request to inspect the shareholder register, minutes of General Meetings of Shareholders, and</p>	<p>Article 41. Right of Inspection of Books and Records</p> <p>1. A shareholder or group of shareholders referred to in Clause 4 of Article 24 and Clause 2 of Article 36 of this Charter shall have the right, directly or through an authorised representative, to submit a written request to inspect the shareholder register, minutes of General Meetings of Shareholders,</p>	<p>Updated cross-reference in Clause 1 of this Article.</p>

	<p>to copy or extract such records during business hours at the Company's registered office. A request to inspect submitted by an authorised representative of a shareholder must be accompanied by the shareholder's power of attorney or a notarised copy thereof.</p> <p>2. Board of Directors members, Board of Supervisors members, the Chief Executive Officer, and other management personnel shall have the right to inspect the shareholder register, shareholder list, and other books and records of the Company for purposes related to their respective positions, provided that such information shall be kept confidential.</p>	<p>and to copy or extract such records during business hours at the Company's registered office. A request to inspect submitted by an authorised representative of a shareholder must be accompanied by the shareholder's power of attorney or a notarised copy thereof.</p> <p>2. Board of Directors members, Board of Supervisors members, the Chief Executive Officer, and other management personnel shall have the right to access the shareholder register, shareholder list, and other books and records of the Company for purposes related to their respective positions, provided that such information shall be kept confidential.</p>	
<p>24.</p>	<p>Article 43. Distribution of Profits</p> <p>5. Where dividends or other amounts relating to a class of shares are paid in cash, the Company shall make payment in Vietnamese dong. Payment may be made directly or through banks on the basis of banking details provided by the shareholder. Where the Company has transferred funds in accordance with the banking details provided by the shareholder but the shareholder has not received the funds, the Company shall not be liable for the amount transferred to the beneficiary shareholder. Payment of dividends on shares listed on a</p>	<p>Article 43. Distribution of Profits</p> <p>5. Where dividends or other amounts relating to a class of shares are paid in cash, the Company shall make payment in Vietnamese dong. Payment may be made directly or through banks on the basis of banking details provided by the shareholder. Where the Company has transferred funds in accordance with the banking details provided by the shareholder but the shareholder has not received the funds, the Company shall not be liable for the amount transferred to the beneficiary shareholder. Payment of</p>	<p>Amended to minimise the need for future charter amendments when the names of regulatory bodies change.</p>

	<p>stock exchange may be made through a securities company or the</p> <p><u>Vietnam Securities Depository Center.</u></p>	<p>dividends on shares listed on a stock exchange may be made through a securities company or the competent authority.</p>	
25.	<p>Article 45. Rights and Obligations of the Company in the Management of Capital Invested in Other Enterprises</p> <p>d. To assign duties, monitor the performance of such duties, and require the capital representative of the Company at other companies to:</p> <p>(v) Perform other duties and policies that the Company may require from <u>time to point.</u></p>	<p>Article 45. Rights and Obligations of the Company in the Management of Capital Invested in Other Enterprises</p> <p>d. To assign duties, monitor the performance of such duties, and require the capital representative of the Company at other companies to:</p> <p>(v) Perform other duties and policies that the Company may require from time to time.</p>	<p>Updated wording for accuracy.</p>
26.	<p>Article 48. Bank Accounts</p> <p>1. The Company shall open accounts at Vietnamese banks or at foreign banks authorised to operate in Vietnam.</p>	<p>Article 48. Bank Accounts</p> <p>1. The Company shall open accounts at Vietnamese banks or at branches of foreign banks authorised to operate in Vietnam.</p>	<p>Updated to comply with the Law on Credit Institutions 2024 and Article 52 of the Model Charter for Public Companies.</p>
27.	<p>Article 55. Cessation of Operations</p> <p>1. The Company may be dissolved or cease operations in the following circumstances:</p> <p>...</p> <p>h. Revocation of the Business Registration Certificate;</p>	<p>Article 55. Cessation of Operations</p> <p>1. The Company may be dissolved or cease operations in the following circumstances:</p> <p>...</p> <p>h. Revocation of the Enterprise Registration Certificate;</p>	<p>Updated to reflect the correct designation of the Enterprise Registration Certificate under current regulations.</p>
28.	<p>Article 56. Extension of Operations</p>	<p>Article 56. Extension of Operations</p>	<p>Pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15.</p>

	<p>2. The extension of the operating term shall take effect when approved by 65% or more of the total votes of shareholders <u>entitled to vote who are physically present or represented by authorised proxy at the General Meeting of Shareholders.</u></p>	<p>2. The extension of the operating term shall take effect when approved by 65% or more of the total votes of shareholders attending and voting at the General Meeting of Shareholders.</p>	
29.	<p>Article 58. Resolution of Internal Disputes</p> <p>1. [...]</p> <p>The relevant parties shall endeavour to resolve the dispute through negotiation and conciliation. Unless the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and shall require each party to present the relevant facts and circumstances within 10 working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as <u>arbitrator</u> in the dispute resolution process.</p>	<p>Article 58. Resolution of Internal Disputes</p> <p>1. [...]</p> <p>The relevant parties shall endeavour to resolve the dispute through negotiation and conciliation. Unless the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and shall require each party to present the relevant facts and circumstances within 10 working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as a mediator in the dispute resolution process.</p>	<p>Amended pursuant to Clause 1, Article 62 of the Model Charter for Public Companies and for consistency with Clause 2 of Article 58.</p>
30.	<p>Article 60. Effective Date</p> <p>1. This Charter, comprising 22 Chapters and 60 Articles, was unanimously adopted by the General Meeting of Shareholders of FPT Corporation on 5 April 2018</p>	<p>Article 60. Effective Date</p> <p>1. This Charter, comprising 22 Chapters and 60 Articles, was unanimously adopted by the General Meeting of Shareholders of FPT Corporation on 5 April 2018</p>	<p>Amended to minimise the need for future amendments and supplements.</p>





in Hanoi and the full text of this Charter was approved as effective; and amended and supplemented at the General Meeting of Shareholders of FPT Corporation convened on **6 April 2023** in Hanoi.

in Hanoi and the full text of this Charter was approved as effective; and has been amended and supplemented from time to time.



APPENDIX 02 – PROPOSAL FOR AMENDMENTS TO THE INTERNAL CORPORATE GOVERNANCE REGULATIONS

(Attached to the Submission dated .../.../... regarding the Amendment to the Company Charter)

No.	Current Provisions in Existing Documents	Proposed Amendments	Reason for Amendment
1.	Pursuant to the Law on Securities dated November 26, 2019	Pursuant to the Law on Securities dated November 26, 2019 and related guiding documents, including amendments and supplements	Update to generally reflect amended and supplemented regulations
2.	Pursuant to the Law on Enterprises dated June 17, 2020	Pursuant to the Law on Enterprises dated June 17, 2020 and related amended and supplemented documents	Update to generally reflect amended and supplemented regulations
3.	Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities	Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and related amended and supplemented documents	Update to generally reflect amended and supplemented regulations
4.	<p>Article 6. Regulations on procedures and voting at the Annual and Extraordinary General Meeting of Shareholders</p> <p>6.1 Notice of the General Meeting of Shareholders: The meeting notice must be sent to each shareholder entitled to attend and must comply with Article 17 of the Company Charter and Articles 142, 143 of the Law on Enterprises 2020.</p> <p>a. Forms of notice:</p> <ul style="list-style-type: none"> • Published on the Company’s website at www.fpt.com.vn ; c. Documents used at the meeting, draft resolutions for each agenda item are posted on the Company’s website www.fpt.com.vn and related information to be discussed and voted at the meeting. 	<p>Article 6. Regulations on procedures and voting at the Annual and Extraordinary General Meeting of Shareholders</p> <p>6.1 Notice of the General Meeting of Shareholders: The meeting notice must be sent to each shareholder entitled to attend and comply with Article 17 of the Company Charter and Articles 142, 143 of the Law on Enterprises 2020.</p> <p>a. Forms of notice:</p> <ul style="list-style-type: none"> • Published on the Company’s website at www.fpt.com ; c. Documents used at the meeting and draft resolutions for each agenda item are posted on the Company’s website www.fpt.com and related information to be discussed and voted at the meeting. 	Update the current website address
5.	<p>6.7 Disclosure of the Minutes and Resolutions of the General Meeting of Shareholders</p> <p>Within 24 hours from the end of the meeting, the minutes and resolutions of the General Meeting of Shareholders shall be published</p>	<p>6.7 Disclosure of the Minutes and Resolutions of the General Meeting of Shareholders</p> <p>Within 24 hours from the end of the meeting, the minutes and resolutions of the General Meeting of Shareholders shall be published on the Company’s website at www.fpt.com</p>	Update the current website address

No.	Current Provisions in Existing Documents	Proposed Amendments	Reason for Amendment
	<p>on the Company's website at www.fpt.com.vn and submitted to the State Securities Commission of Vietnam and the Ho Chi Minh City Stock Exchange for information disclosure in accordance with applicable regulations.</p>	<p>and submitted to the State Securities Commission of Vietnam and the Ho Chi Minh City Stock Exchange for information disclosure in accordance with applicable regulations.</p>	
6.	<p>Article 9. Nomination and Candidacy for Members of the Board of Directors 9.1 The Company has at least five (05) and up to eleven (11) members of the Board of Directors. The total number of non-executive members must account for at least one-third (1/3) of the total members of the Board of Directors. The Company must have at least two (02) independent members of the Board of Directors. The number of independent members shall be determined according to the rounding-down method.</p>	<p>Article 9. Nomination and Candidacy for Members of the Board of Directors 9.1 The Company shall have at least five (05) members of the Board of Directors. The total number of non-executive members must account for at least one-third (1/3) of the total members of the Board of Directors. If the Board of Directors has from six (06) to eight (08) members, the Company must have at least two (02) independent members of the Board of Directors.</p>	<p>Pursuant to Clause 1 Article 79 of Decree 155/2020/NĐ-CP (amended under Decree 142/2025/NĐ-CP dated 11/09/2025). Proposed amendment in accordance with Article 24 of the Company Charter.</p>
7.	<p>Article 9. Nomination and Candidacy for Members of the Board of Directors 9.2 In cases where candidates are identified in advance, information relating to candidates for the Board of Directors must be included in the documents of the General Meeting of Shareholders and must be published at least twenty-one (21) days prior to the opening date of the Meeting so that shareholders may review the information before voting.</p>	<p>Article 9. Nomination and Candidacy for Members of the Board of Directors 9.2 In cases where candidates are identified in advance, information relating to candidates for the Board of Directors must be included in the documents of the General Meeting of Shareholders and published at least ten (10) days prior to the opening date of the Meeting on the Company's website so that shareholders may review the candidates before voting.</p>	<p>Pursuant to Article 41.4 of the Law on Securities 2019</p>
8.	<p>Article 10. Eligibility of Members of the Board of Directors... 10.5 A member of the Board of Directors shall no longer hold such position in the following cases: (b) Submits a written resignation from the position to the Company;</p>	<p>Article 10. Eligibility of Members of the Board of Directors.... 10.5 A member of the Board of Directors shall cease to hold office in the following cases: (b) Submits a written resignation and such resignation is accepted;</p>	<p>Pursuant to Article 160 of the Law on Enterprises 2020</p>
9.	<p>Article 18. Duties and Powers of the Board of Directors</p>	<p>Article 18. Duties and Powers of the Board of Directors</p>	<p>In accordance with Article 27 of</p>

No.	Current Provisions in Existing Documents	Proposed Amendments	Reason for Amendment
	<p>18.4 Trên cơ sở Điều 153 và 167 Luật 18.4 Pursuant to Articles 153 and 167 of the Law on Enterprises 2020 and Article 27 of the Company Charter, the following matters must be approved by the Board of Directors:</p> <p>(a) Establishment of branches or representative offices of the Company; however, the annual plan of subsidiaries within the Group regarding the establishment of such branches and representative offices must be approved by the Board of Directors.</p>	<p>18.4 Pursuant to Articles 153 and 167 of the Law on Enterprises 2020 and Article 27 of the Company Charter, the following matters must be approved by the Board of Directors:</p> <p>(a) Establishment of branches or representative offices of the Company;</p>	<p>the Company Charter; Articles 153 and 167 of the Law on Enterprises 2020</p>
10.	<p>Article 18. Duties and Powers of the Board of Directors</p> <p>18.4 Pursuant to Articles 153 and 167 of the Law on Enterprises 2020 and Article 27 of the Company Charter, the following matters must be approved by the Board of Directors:</p> <p>...</p> <p>Establishment, dissolution, and filing for bankruptcy of subsidiaries of the Company within the Group; submission to the General Meeting of Shareholders (GMS) for approval of the establishment, dissolution, or bankruptcy of the Company; approval of increases or decreases in charter capital of subsidiaries.</p>	<p>Article 18. Duties and Powers of the Board of Directors</p> <p>18.4 Pursuant to Articles 153 and 167 of the Law on Enterprises 2020 and Article 27 of the Company Charter, the following matters must be approved by the Board of Directors:</p> <p>...</p> <p>Establishment, dissolution, and filing for bankruptcy of subsidiaries within the Group; submission to the General Meeting of Shareholders (GMS) for approval of the establishment, dissolution, or bankruptcy of the Company; approval of increases or decreases in charter capital of subsidiaries.</p>	<p>In accordance with Article 27 of the Company Charter; Articles 153 and 167 of the Law on Enterprises 2020</p>
11.	<p>Article 18. Duties and Powers of the Board of Directors</p> <p>...</p> <p>(d) Appoint and dismiss persons authorized by the Company to act as representatives before courts and lawyers of the Company.</p>	<p>Article 18. Duties and Powers of the Board of Directors</p> <p>...</p> <p>(d) Appoint and dismiss persons authorized by the Company to act as representatives before courts and lawyers of the Company.</p>	<p>In accordance with Article 27 of the Company Charter; Articles 153 and 167 of the Law on Enterprises 2020</p>
12.	<p>Article 23. Extraordinary Meeting of the Board of Directors</p> <p>23.2 The Chairman of the Board of Directors shall convene a meeting of the Board of Directors within</p>	<p>Article 23. Extraordinary Meeting of the Board of Directors</p> <p>23.2 The Chairman of the Board of Directors shall send the notice convening the Board of Directors meeting within five (05) days from</p>	<p>In accordance with Article 157 of the Law on Enterprises</p>

No.	Current Provisions in Existing Documents	Proposed Amendments	Reason for Amendment
	seven (07) working days from the date the request is received under Clause 1 of this Article. Board meetings must be conducted within fifteen (15) days from the date the request is received.	the date the request is received under Clause 1 of this Article. The Board of Directors meeting must be conducted within seven (07) days after the request is made.	
13.	<p>Article 24. Conditions for Conducting a Valid Meeting of the Board of Directors</p> <p>24.2 If the first meeting cannot be held due to insufficient number of Board members attending, the Chairman shall convene a second meeting within fifteen (15) days from the scheduled date of the first meeting. The second meeting may be conducted if more than half of the Board members attend.</p>	<p>Article 24. Conditions for Conducting a Valid Meeting of the Board of Directors</p> <p>24.2 If the first meeting cannot be held due to insufficient attendance, the Chairman shall convene a second meeting within seven (07) days from the date of the first meeting. The second meeting may proceed with more than one-third of the Board members attending.</p>	In accordance with Article 157 of the Law on Enterprises
14.	<p>Article 26. Minutes and Resolutions of Board Meetings</p> <p>26.1 The secretary of the meeting prepares minutes of Board meetings. The minutes must be recorded fully and signed by members attending the meeting. The meeting minutes and documents used at the meeting are stored at the Company headquarters.</p>	<p>Article 26. Minutes and Resolutions of Board Meetings</p> <p>26.1 The secretary of the meeting records the minutes of Board meetings. The minutes must be fully recorded and signed by the Chairman and the secretary of the meeting. The Chairman and the secretary are responsible for the accuracy and integrity of the minutes. The minutes and documents used in the meeting shall be stored at the Company headquarters.</p>	In accordance with Clause 1 Article 158 of the Law on Enterprises 2020
15.	<p>Article 50. Relationship between the Company and Subsidiaries in which the Company holds 100% of charter capital...</p> <p>50.2 Subsidiaries must comply with the provisions of Article 48 of this Regulation and other applicable regulations.</p> <p>(p) The use of the trade name, symbol, logo, slogan, and the Company's corporate brand in business activities and other activities in accordance with the Company's policies and standards. However, the use of the trade name, symbol, logo, slogan, and the Company's corporate brand by subsidiaries of the Company's</p>	<p>Article 50. Relationship between the Company and Subsidiaries in which the Company holds 100% of charter capital</p> <p>...</p> <p>50.2 Subsidiaries must comply with the provisions of Article 48 of this Regulation and other applicable regulations. Rights and obligations of the Company and wholly-owned subsidiaries include:</p> <p>(p) Use of trade name, trademarks, logos, slogans and the Company's corporate brand in business activities in accordance with the Company's policies. However, the use of the Company's brand name, trademarks, logos and slogans by subsidiaries must be approved in writing by the legal representative of the Company.</p>	Adjusted in accordance with Article 27 of the Company Charter

No.	Current Provisions in Existing Documents	Proposed Amendments	Reason for Amendment
	subsidiaries must obtain prior written approval from the Board of Directors of the Company.		
16.	<p>Article 59. Effectiveness 59.1 This Regulation shall take effect from the date it is approved by the General Meeting of Shareholders and the Chairman of the Board of Directors, on behalf of the Board of Directors, signs the decision promulgating this Regulation.</p> <p>This Regulation replaces the Corporate Governance Regulation of FPT Corporation issued under Resolution No. 01.03.2018/NQ-HĐQTFPT dated March 9, 2018.</p>	<p>Article 59. Effectiveness 59.1 This Regulation shall take effect from the date it is approved by the General Meeting of Shareholders, and the Chairman of the Board of Directors, on behalf of the Board of Directors, signs the decision promulgating the Regulation.</p>	Adjustment to simplify procedures for corresponding amendments and supplements.





**APPENDIX 03 – PROPOSAL FOR AMENDMENTS TO THE OPERATING REGULATIONS
OF THE BOARD OF DIRECTORS**

(Attached to the Submission dated .../.../..... regarding the Amendment to the Company Charter)

No.	Current Provisions	Proposed Amendments	Reason for Amendment
1.	Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities.	Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities and related amended and supplemented documents.	Decree 155/2020/NĐ-CP has been amended and supplemented by Decree No. 245/2025/NĐ-CP, therefore the legal basis is updated to include “related amended and supplemented documents”.
2.	Article 5. Term and number of members of the Board of Directors 1. The Board of Directors shall have at least five (05) members and not more than seven (07) members. The term of office of members of the Board of Directors shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms. An independent member of the Board of Directors of a public company may serve no more than two (02) consecutive terms.	Article 5. Term and number of members of the Board of Directors 1. The Board of Directors shall have at least five (05) members and not more than seven (07) members. The term of office of members of the Board of Directors shall not exceed five (05) years; members may be re-elected with no limitation on the number of terms. An independent member of the Board of Directors of a public company may serve no more than two (02) consecutive terms.	In accordance with Article 154 of the Law on Enterprises.
3.	Article 5. Term and number of members of the Board of Directors 2. The Company must have at least two (02) independent members of the Board of Directors.	Article 5. Term and number of members of the Board of Directors 2. The Company must have at least one (01) non-executive member of the Board of Directors, and the total number of non-executive members must account for at least one-third (1/3) of the Board of Directors in cases where the Board of Directors has five (05) members, and at least two (02) non-executive members in cases where the Board of Directors has six (06) to eight (08) members. The Company must have at least two (02) independent members of the Board of Directors.	In accordance with Clause 79, Article 1 of Decree No. 245/2025/NĐ-CP (effective from September 11, 2025) amending Decree No. 155/2020/NĐ-CP.



**PROPOSAL****Re: Appointment of an Additional Member of the Board of Directors
for the period 2022-2027**

To: The 2026 Annual General Meeting of Shareholders of FPT Corporation

Pursuant to the Law on Enterprises 2020; the Law on Securities 2019 and guiding regulations;

Pursuant to the Charter and internal governance regulations of FPT Corporation (“FPT”);

Pursuant to the resignation letter of Mr. Hiroshi Yokotsuka submitted to the Board of Directors in March 2026;

Pursuant to Resolution No. 01.03-2026/NQ-HĐQT FPT dated March 18, 2026 of the Board of Directors approving the resignation of Mr. Hiroshi Yokotsuka and initiating the process to identify a replacement candidate;

Pursuant to recommendations from major shareholders regarding the appointment of a foreign member to the Board of Directors;

The Chairman of the Board of Directors of FPT respectfully submits to the Board of Directors for consideration and approval the nomination of the following individual as a member of the Board of Directors of FPT for the 2022–2027 term:

Full name	Toshikazu Nambu
Date of birth	January 21, 1959
Gender	Male
Summary of experience	Mr. Toshikazu Nambu has nearly 40 years of experience at Sumitomo Corporation, having held senior leadership positions such as CEO of the Americas region, Executive Vice President (EVP) & Chief Financial Officer (CFO), and currently serves as a Member of the Board of Directors and Vice Chairman, with extensive experience in governing large-scale global organizations. He possesses strong capabilities in strategic planning, investment portfolio management, and digital transformation implementation, and has directly led international business operations and participated in numerous major M&A transactions. In addition, he maintains an extensive network with government bodies, enterprises, and academic institutions in Japan, particularly in technology and policy-related fields.

Duties:

- Mr. Toshikazu Nambu shall serve as a Member of the Board of Directors of FPT Corporation for the 2022–2027 term.
- Mr. Toshikazu Nambu shall exercise the rights and obligations of a Member of the Board of Directors in accordance with the Company’s Charter, Corporate Governance Regulations, and applicable laws, and shall also be responsible for:

The official appointment procedures shall be carried out in accordance with applicable laws.



The appointment of Mr. Toshikazu Nambu will enhance FPT's corporate governance in line with international standards, while also promoting expansion into the Japanese market and global markets through his experience and strategic relationships.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



Truong Gia Binh



RESUME

CANDIDATE FOR THE BOARD OF DIRECTORS OF FPT CORPORATION

1. Personal information

- Full name: Toshikazu Nambu
- Date of Birth: January 21, 1959
- Place of Birth: Wakayama, Japan
- Gender: Male
- Nationality: Japan



2. Education Background

Period	School/Training Center	Degree
1978 – 1982	Kyoto University	Bachelor

3. Work Experience

Period	Position	Organization
04/1982 – 12/1992	<ul style="list-style-type: none"> • Joined Sumitomo Corporation • Tubular Products Import & Export Dept. No.1 • Iron & Steel Import & Export Division 	Sumitomo Corporation
12/1992 – 07/1994	<ul style="list-style-type: none"> • Manager, Sumitomo Corporation of Iran, Teheran Office 	Sumitomo Corporation
07/1994 – 04/2006	<ul style="list-style-type: none"> • Manager, Tubular Products Group Sumitomo Corporation of America, Houston Office 	Sumitomo Corporation
04/2006 – 04/2007	<ul style="list-style-type: none"> • General Manager, Tubular Products International Trade Dept. No.1 • Assistant to General Manager, Tubular Products International Trade Dept. No.2 	Sumitomo Corporation
04/2007 – 11/2007	<ul style="list-style-type: none"> • General Manager, OCTG Business Dept 	Sumitomo Corporation
11/2007 – 04/2009	<ul style="list-style-type: none"> • General Manager, Tubular Products Group in Sumitomo Corporation of America 	Sumitomo Corporation
04/2009 – 04/2010	<ul style="list-style-type: none"> • Corporate Officer (Houston) • General Manager, Tubular Products Group in Sumitomo Corporation North America Group • Assistant General Manager for the Americas 	Sumitomo Corporation
04/2010 – 04/2012	<ul style="list-style-type: none"> • Corporate Officer • General Manager, Tubular Products Division 	Sumitomo Corporation
04/2012 – 04/2014	<ul style="list-style-type: none"> • Executive Officer • General Manager, Tubular Products Division 	Sumitomo Corporation



04/2014 – 04/2015	<ul style="list-style-type: none"> • Executive Officer (New York) • Assistant General Manager for the Americas • Executive Vice President and CFO of Sumitomo Corporation of Americas Group • Executive Vice President and CFO of Sumitomo Corporation of Americas 	Sumitomo Corporation
04/2015 – 04/2017	<ul style="list-style-type: none"> • Managing Executive Officer (New York) • General Manager for the Americas • President and CEO of Sumitomo Corporation of Americas Group • Director and President of Sumitomo Corporation of Americas 	Sumitomo Corporation
04/2017 – 04/2018	<ul style="list-style-type: none"> • Senior Managing Executive Officer • General Manager, Media, ICT, Lifestyle Related Goods & Services Business Unit 	Sumitomo Corporation
04/2018 – 10/2018	<ul style="list-style-type: none"> • Senior Managing Executive Officer • General Manager, Media & ICT Business Unit 	Sumitomo Corporation
10/2018 – 04/2019	<ul style="list-style-type: none"> • Senior Managing Executive Officer • General Manager, Media & Digital Business Unit 	Sumitomo Corporation
04/2019 – 06/2019	<ul style="list-style-type: none"> • Senior Managing Executive Officer • General Manager, Media & Digital Business Unit • Chief Digital Officer 	Sumitomo Corporation
06/2019 – 04/2020	<ul style="list-style-type: none"> • Representative Director, Senior Managing Executive Officer • General Manager, Media & Digital Business Unit • Chief Digital Officer 	Sumitomo Corporation
04/2020 – 04/2022	<ul style="list-style-type: none"> • Representative Director, Executive Vice President • General Manager, Media & Digital Business Unit • Chief Digital Officer 	Sumitomo Corporation
04/2022 – 04/2023	<ul style="list-style-type: none"> • Representative Director, Executive Vice President • Chief Digital Officer (Media & Digital Business Unit and Living Related & Real Estate Business Unit) 	Sumitomo Corporation
04/2023 – 06/2023	<ul style="list-style-type: none"> • Representative Director, Assistant to President and CEO (Adviser of Chief Digital Officer) 	Sumitomo Corporation
06/2023 – 04/2024	<ul style="list-style-type: none"> • Adviser (Adviser of Chief Digital Officer) 	Sumitomo Corporation



04/2024 – 06/2024	Vice Chairman	Sumitomo Corporation
06/2024 - Now	• Director • Vice Chairman	Sumitomo Corporation

4. Rewards/Discipline (if any):

5. Positions held at other organizations:

No.	Name of organization	Business license registration No.	Position (The position in Board of Directors, Board of Management)	Period
1	Government of Japan Cross-ministerial Strategic Innovation Promotion Program Cabinet Office		Deputy Team Leader	04/2023 – 03/2024
2	Japan Association of Corporate Executives		Chairperson, Advanced Science and Technology Strategy Committee	05/2023 – Now
3	Government of Japan Secretariat of the Science, Technology and Innovation Policy Cabinet Office, Japan		Executive Director in charge of SIP/BRIDGE, Secretariat of the Science	05/2024 – Now
4	Government of Japan International Data Governance Advisory Committee, Digital Agency		Member	06/2024 – Now
5	Daiwa House Industry Co., Ltd.		Outside Director	06/2024 – Now
6	Japan Association of Corporate Executives		Vice Chairpersons	04/2025 – Now

6. Relevant interests of the Company (if any)

No.	Name of company	Business license registration No.	Percentage (%) of the shares/ capital	Note
1	FPT Corporation	0101248141	0	

7. Declaration of relationship with FPT



No.	Relationship			Details of relationship <i>(In case the "Yes" column is checked, this column describe the relationship in details and the candidate needs to attach the relevant documents)</i>
		Yes	No	
1.	Employee relations with FPT		x	
2.	Auditing, consulting relations with FPT		x	
3.	Ownership relations (shareholder of FPT)		x	
4.	Economic relations			
4.1.	<i>Selling relations (Supplier)</i>			
4.2.	<i>Buying relations (Customer)</i>			
4.3.	<i>Partnerships</i>			
5.	Other relations			



FPT CORPORATION

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

DRAFT

Hanoi, April 16th, 2026

**RESOLUTION
OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
FPT CORPORATION**

*Pursuant to the Law on Enterprises dated June 17, 2020;
Pursuant to the Law on Securities dated November 26, 2019;
Pursuant to the Charter of FPT Corporation (the “Company”);
Pursuant to the submissions of the Board of Directors (the “BOD”) and the Supervisory Board at the 2026 Annual General Meeting of Shareholders (the “AGM”);
Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of the Company dated April 16, 2026;
Pursuant to the Vote Counting Minutes of the 2026 Annual General Meeting of Shareholders of the Company dated April 16, 2026;*

RESOLVES:

Article 1. Approval of the following matters:

- 1. Report of the Board of Directors for 2025;**
- 2. Strategic direction for the period 2026–2028;**
- 3. Business plan for 2026:**

Unit: Billion VND

Business Segment	Revenue			Profit before tax		
	2025	2026	Change	2025	2026	Change
Technology	44,475	52,650	18.4%	5,883	7,350	24.9%
Education, Investment and Others	6,131	5,930	-3.3%	4,225	4,279	1.3%
Total	50,606	58,580	15.8%	10,108	11,629	15.0%

(For the 2026 figures, FPT consolidates FPT Telecom Joint Stock Company using the equity method; the 2025 figures have been adjusted using the same method to ensure consistency and comparability)

The General Meeting of Shareholders authorizes the Board of Directors to adjust the above business plan (if necessary) to ensure flexibility in responding to unpredictable global economic uncertainties.

4. Remuneration Budget of the Board of Directors for 2026:

- Salary for executive members: **VND 10.76 billion;**
- Bonus for executive members: not exceeding **0.49%** of the Group’s total profit before tax;
- Remuneration for non-executive members: **VND 6.8 billion** (adjusted upward due to exchange rate fluctuations).

Article 2. Approval of the audited financial statements for 2025. Detailed information is available at: <https://fpt.com/vi/nha-dau-tu/thong-tin-cong-bo>



Article 3. Approval of the Supervisory Board's Report for 2025 and the operating expense budget of the Supervisory Board for 2026 in the amount of VND 1,597,400,000.

Article 4. Approve 2025 profit distribution plan; Share issuance plan to increase charter capital from owner's equity & 2026 cash dividend payment plan, cordially submit to the AGM for approval. Details are as follows:

1. 2025 profit distribution plan

- Cash dividend payment in 2025: 20% (2,000 VND/Share)
- Already paid in 2025: 10%
- The rest (10%) will be paid after the AGM's approval.
- Expected payment time: Quarter 2/2026.

2. Plan to issue shares to increase share capital from owner's equity

a.	Share name	Share of FPT Corporation
b.	Type of shares issued	Common shares
c.	Par value of share	VND 10,000/share
d.	Issuance ratio	10:1 (10%) (As of the record date for exercising rights, shareholders holding 10 shares will receive an additional 01 new shares)
e.	Target number of shares to be issued	Number of shares to be issued shall be determined based on the number of outstanding shares at the time of issuance.
f.	Target of share issuance	All shareholders holding common shares of the Corporation as of the record date for exercising rights
g.	Odd lots plan	The number of shares to be received by each shareholder will be rounded down. The odd lots (less than 01 shares), if any, will be aborted
h.	Source of equity	Undistributed Profit after tax of owner's equity on the most recent audited financial statements of the parent company
i.	Target time of issuance	After being approved by the AGM but no later than the 3 rd quarter of 2026.
j.	Charter capital increase	Increase the Company's charter capital corresponding to the total par value of the actual number of common shares issued and amend the Company's Charter to record the corresponding new charter capital.
k.	Registration and additional listing	The additional shares issued to increase equity capital from owner's equity will be registered and listed immediately after the issuance

3. FY2026 cash dividend plan

- Cash dividend plan up to 20% (VND 2,000 per share)
- The BOD will determine the interim dividend payments in reference to the actual business performance at appropriate times during the year, as well as other related matters, ensuring that it does not affect the Company's business operation.



- The actual FY2026 cash dividend will be approved by the 2027 AGM.

Article 5. Approve the share issuance program for employees with outstanding contribution in the 2026-2028 period, cordially submit to the AGM for approval.

- Purpose: To align the long-term interests of shareholders with those of employees by linking a portion of employees' income to share purchase rights.
- Issuance volume: The total number of shares issued annually under this Program shall not exceed 0.5% of the total outstanding shares at the time of issuance.
- Issuance timing: The issuance shall be conducted in three phases in 2027, 2028, and 2029. Each issuance shall take place after the audited financial statements of the preceding year are available.
- Eligible participants: Key employees from Level 3 and above who have made significant contributions to the Company's development.
- Criteria and principles for allocation:

The number of shares each employee is entitled to purchase in each tranche shall be determined as follows:

Number of shares allocated to each employee = (Individual score of the employee / Total individual scores of all participating employees) * Total number of shares to be issued under the ESOP

Where: Individual score = Income and performance coefficient * Program participation coefficient

- Income and performance coefficient: Based on the employee's total annual income within the internal compensation structure and annual performance (scored from 1 to 100).
- Program participation coefficient: The proportion of income paid in shares relative to total income (ranging from 10% to 80%).
- In all cases, each employee shall not be allocated more than 5% of the total number of shares issued annually under the ESOP.
- Type of shares: Restricted common shares.
- Transfer restriction period: 3 years from the completion date of each issuance tranche.
- Issuance price: At par value (VND 10,000 per share).
- Authorization to the Board of Directors:
- Approve the list of eligible employees, the number of shares allocated to each individual; the implementation timeline, and the plan for resale of shares repurchased by the Company from employees.
- Approve measures to ensure compliance with foreign ownership limits in case shares are issued to foreign employees.
- Decide on the treatment of any unsubscribed shares.
- Implement procedures for charter capital increase; amend business registration, securities registration, and listing of additional shares corresponding to the newly issued shares.
- Approve other necessary documents and carry out procedures with competent authorities to implement the resolutions approved by the General Meeting of Shareholders.
- Approve the ESOP issuance regulations (if necessary).

Article 6. Approve the supplementation of detailed contents regarding the share issuance programs under the Employee Stock Ownership Plan (ESOP), cordially submit to the AGM for approval.

1. Share issuance plan under the Employee Stock Ownership Program (ESOP) for employees with outstanding contributions during 2023–2025, as approved by the 2023 AGM (*detailed contents as amended in Proposal No. 06*)

Supplementation of provisions regarding eligible participants, criteria, and authorization to the Board of Directors as follows:

- Eligible participants: Employees at Level 4 and above who have made significant contributions to the development of the Company.
- Criteria and principles for allocation: The number of shares each employee is entitled to purchase under the Program shall be determined as follows:

Number of shares allocated to each employee = (Individual score of the employee / Total individual scores of all participating employees) * Total number of shares to be issued under the ESOP.

Where: Individual score = Income and performance coefficient * Program participation coefficient

- Income and performance coefficient: Based on the employee's total annual income within the internal compensation structure and annual performance (scored from 1 to 100).
 - Program participation coefficient: The proportion of income paid in shares relative to total income (ranging from 10% to 80%).
- In all cases, each employee shall not be allocated more than 5% of the total number of shares issued annually under the ESOP.
 - Authorization to the Board of Directors:
 - Approve the list of eligible employees, the number of shares allocated to each individual, the implementation timeline, and the plan for resale of shares repurchased by the Company from employees (if any).
 - Approve measures to ensure compliance with foreign ownership limits in case shares are issued to foreign employees.
 - Decide on the treatment of any unsubscribed shares.
 - Implement procedures for charter capital adjustment; amend business registration, securities registration, and listing of additional shares corresponding to the newly issued shares.
 - Approve other necessary documents and carry out procedures with competent authorities to implement the resolutions approved by the General Meeting of Shareholders.
 - Approve the ESOP issuance regulations (if necessary).
2. Share issuance plan under the Employee Stock Ownership Program (ESOP) for senior management for the period 2026–2030, as approved by the 2025 AGM (*detailed contents as amended in Proposal No. 06*).

Supplementation of provisions regarding eligible participants, criteria, and authorization to the Board of Directors as follows:





- Eligible participants (not exceeding 20 persons):
 - Employees who are young, high-potential senior executives with outstanding capabilities and long-term commitment to FPT’s development.
 - From Level 6 and above, and not members of the Board of Directors for the 2022–2027 term.
- Criteria and principles for allocation: The number of shares each employee is entitled to purchase shall be determined as follows: Number of shares allocated to each employee = (Individual score of the employee / Total individual scores of all participating employees) * Total number of shares to be issued under the ESOP

Where: Individual score = Program participation years coefficient * Position & seniority coefficient * Performance coefficient² * Strategic contribution coefficient * Governance contribution coefficient * BOD adjustment coefficient

- Program participation years coefficient = (Number of years the ESOP has been implemented (from 2021 to the issuance year) – Number of years the employee has participated in the Program)²
- Position & tenure coefficient: Based on position and tenure:

Position, Tenure	Coefficient
Group CEO	13 – 15
Group Deputy CEO	10 – 13
Chairman / CEO of subsidiaries	7 – 10
C-level of subsidiaries	5 – 7

- Performance coefficient: Based on both the performance of the directly managed unit and individual performance:

Performance Rating	Coefficient
Exceptional	18 – 20
Excellent	14 – 17
Good	9 – 13
Fair	6 – 8

- Strategic contribution coefficient: Based on contributions to the Company’s long-term strategic direction:

Strategic Contribution	Coefficient
Excellent	8 – 10
Good	7 – 8
Basic	5 – 6

- Governance contribution coefficient: Based on contributions to management, operations, and preservation and development of the Company’s core values:

Governance Contribution	Coefficient
Excellent	8 – 10
Good	7 – 8
Basic	5 – 6



- Adjustment coefficient: Based on additional assessment by the Board of Directors (not exceeding 10%).

Article 7. Approval of the proposal to select one (1) of the four (4) Big Four auditing firms to audit the Company's Financial Statements for 2026, including: KPMG Limited Liability Company (KPMG), Deloitte Vietnam Company Limited (Deloitte), PwC Vietnam Company Limited (PwC), and Ernst & Young Vietnam Company Limited (EY Vietnam), and authorization is granted to the Board of Directors to select the specific auditing firm.

Article 8. Approve the proposal to amend the Company's Charter, the Internal Regulation on Corporate Governance, and the Regulation on the Operation of the Board of Directors.

Article 9. Approve the resignation letter of Mr. Hiroshi Yokotsuka from his position as a member of the Board of Directors for the 2022–2027 term on March 18th 2026.

Article 10. Approve proposal for the nomination of an additional candidate to the Board of Directors for the 2022–2027 term.

This Resolution was fully approved by the 2026 Annual General Meeting of Shareholders of FPT Corporation at the meeting. The Board of Directors shall be responsible for organizing the implementation of this Resolution and shall continue to implement previously adopted resolutions of the General Meeting of Shareholders in accordance with the established plans.

ON BEHALF OF SECRETARY

Pham Ngoc Anh

CHAIRMAN



Truong Gia Binh

