

*Hanoi, July 4th 2009***Draft****RESOLUTION****THE 2009 SHAREHOLDERS' EXTRAORDINARY MEETING
FPT CORPORATION**

According to:

- *Enterprise Law No. 60/2005/QH11 dated November 29th 2005;*
- *The Charter of FPT Corporation ratified by Shareholders' General Meeting on March 30th 2008;*
- *The Meeting Minutes of 2009 Shareholders' Extraordinary Meeting of FPT Corporation dated July 4th 2009;*
- *The Voting Report of 2009 Shareholders' Extraordinary Meeting of FPT Corporation dated July 4th 2009.*

The 2009 Shareholders' Extraordinary Meeting of FPT Corporation was held at Hanoi Horizon Hotel on July 4th, 2009. There were shareholders and assignees to attend, representing shares equivalent to of total voting-right shares, who discussed and ratified the following items:

- 1. Ratify preferred shares issuance plan for employees at par value, with total number of 5% of chartered capital on issuance date, from FPT Information System Company (FIS) and FPT Trading Group (FTG);**
- 2. Ratify convertible bonds issuance plan;**
- 3. Ratify 2009 Profit distribution plan;**
- 4. Ratify modification of the Charter of FPT Corporation.**

The Resolution was ratified by the 2009 Shareholders' Extraordinary Meeting of FPT Corporation. The Board of Management based on the Resolution to implement.

ON BEHALF OF SECRETARY**CHAIRMAN****LAI THI HUONG HUYEN****TRUONG GIA BINH**