

Draft

Hanoi, March 27th, 2010

RESOLUTION

2010 ANNUAL GENERAL SHAREHOLDERS MEETING OF FPT CORPORATION

According to:

- *Enterprise Law No. 60/2005/QH11 dated 29/11/2005;*
- *FPT Corporation's Charter approved by General Shareholders Meeting on 23 July 2009;*
- *Voting Report of 2010 Annual General Shareholders Meeting dated 27 March 2010;*

The 2010 Annual General Shareholders Meeting of FPT Corporation was held at Daewoo Hotel, Hanoi on 27/03/2010 with ... shareholders and assignees to attend, representing ... shares equivalent to ... of total voting - right shares, who discussed and ratified the following issues:

- 1. Ratify the Report of Director Board, Management Board and 2009 audited financial Statements**
- 2. Ratify the 2009 Report of Supervisory Board**
- 3. Ratify 2009 profit distribution plan**
 - Total cash dividend payment for 2009 is 25% per par value (2,500 VND/share). Done in 02 advance settlements in the year.
 - The rest profit to be paid by share to existing with ratio of 3:1 (03 existing shares to get 01 new share), no later than 30/06/2010. All of new shares will be listed right after implementation.
- 4. Ratify 2009 Plan of issuing and listing bonus shares from capital surplus and retain earning for existing shareholders**
 - Issue and list bonus share with ratio 4:1 (04 existing shares after getting share dividend get 01 new share); no later than 31/12/2010.
 - Authorize Director Board to decide details and implement above contents, including decision for appropriate time or delay implementation in 2010 to ensure the best interest for shareholders.
- 5. Ratify preferred shares issuance plan for employees and ordinary shares issuance**

plan for employees with notable achievements in 2009

- Issue preferred shares to employees at par value for employees, according to preferred shares type 1, type 2, and type 3 (as regulated in the Charter of FPT) with total number of shares not exceeding 0.1% of chartered capital on issuance date. Receivers are employees who signed one-year long-term labor contract with FPT and some talented staffs who have joined in FPT recently;
- Issue ordinary shares at par value for FPT employees having notable achievements in 2009 with total number of shares not exceeding 0.9% of chartered capital on issuance date. These additional ordinary shares will be listed right after issuance.
- Authorize Director Board to decide details and implement.
- Issuance date: In 2010.

6. Ratify Plan to pay cash dividend in 2010

- The rate of cash dividend payment in 2010: not less than 1,500 VND per share (15 percent per par value) at the payment date.
- Board of Directors based on actual business results to decide the interim dividend at the appropriate time of year as well as other related issues, ensuring no affect on the business activities of company. Total interim dividend does not exceed 1,500 VND per share as above.
- The rate of dividend in cash of the 2010 will be decided by 2011 Annual General Shareholder Meeting.

7. Ratify remuneration budget for Board of Director in 2010 with 4.5 VND Billion.

8. Ratify activities plan, remuneration and operation budget for Supervisory Board in 2010 with 324 VND Million.

The Resolution was ratified by the 2010 Annual General Shareholders Meeting of FPT Corporation. Board of Directors bases on the Resolution to implement.

ON BEHALF OF SECRETARY

CHAIRMAN

LAI THI HUONG HUYEN

TRUONG GIA BINH