

**FPT CORPORATION**

**SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom – Happiness

Hanoi, April 5<sup>th</sup>, 2018

**RESOLUTION**  
**THE 2018 ANNUAL GENERAL SHAREHOLDERS MEETING**  
**FPT CORPORATION**

Pursuant to:

- *Business Law No. 68/2014/QH13 dated 24<sup>th</sup> November 2016;*
- *FPT's Company Charter in 2016;*
- *Proposals of the Board of Directors and the Supervisory Board at the 2018 Annual General Meeting of Shareholders;*
- *Meeting Minutes of FPT Corporation's 2018 Annual General Meeting of Shareholders dated 5<sup>th</sup> April 2018;*
- *Voting Report of FPT Corporation's 2018 Annual General Meeting of Shareholders dated 5<sup>th</sup> April 2018.*

**DECIDED**

**Article 1: Approve the following reports:**

1. **The 2017 Audited Financial Statements;**
2. **The Board of Directors' 2017 Report and the Strategic Business Directions for the 2018 - 2020 period;**
3. **The business plan for 2018 as follows:**

Business sectors	Revenue (Unit: VND in billions)			Profit before tax (Unit: VND in billions)		
	2017	2018	YoY	2017	2018	YoY
Technology	11,083	12,149	10%	1,131	1,460	29%

Telecom	7,652	8,660	13%	1,222	1,394	14%
Education & Investment	1,044	1,090	4%	245	216	-12%
<i>Profits from affiliated companies in retail and distribution sectors</i>	0	0		358	414	16%
<b>Total</b>	<b>19,778</b>	<b>21,900</b>	<b>11%</b>	<b>2,956</b>	<b>3,484</b>	<b>18%</b>
<i>Consolidated adjusted</i>	24.067	0	-100%	1.298	0	-100%
<b>Total (after Consolidated adjusted)</b>	<b>43,845</b>	<b>21,900</b>	<b>-50%</b>	<b>4,255</b>	<b>3,484</b>	<b>-18%</b>

1. **The Supervisory Board's 2017 Report.**

**Article 2: Approve the plan for 2017 profit distribution and share dividend payment, as follows:**

1. **Plan for 2017 profit distribution**

Total cash dividend payment of 25% for FY2017 (VND 2,500 per share), of which:

- 10% was paid in 2017.
- The remaining amount (15%) will be paid following the AGM's approval.
- Schedule: 2nd quarter of 2018.
- Authorizing the BOD to implement dividend payment.

1. **Plan for share dividend payment**

Ratio of stock dividend is 15% for FY2017 (20:3)

- Source: retained earnings.
- Odd lots plan: the number of shares to be received by each shareholder will be rounded down. The odd lots (less than 10 shares), if any, will be voided.
- New shares listing: the newly issued shares (as stock dividend) will be listed immediately after listing approval is obtained.
- Schedule: immediately after the AGM's approval (at the same time as the remaining FY2017 cash dividend payment).
- Authorizing the BOD to implement share dividend payment.

**Article 3: Approve policy for cash dividend payment in 2018**

- Cash dividend plan of 20% (VND 2,000 per share) on new outstanding shares after the stock dividend of 15%.
- The BOD will decide on the cash dividend advance when appropriate during the year, based on the actual business result and other considerations to optimize business activities.
- The ratio of cash dividend payment in 2018 will be decided by the 2019 Annual General Shareholders Meeting.

**Article 4:** Approve the proposal to select one (1) of four (4) audit firms (the Big 4: KPMG, Deloitte, PwC, and Ernst & Young) to audit the Company's Financial Statements in 2018 (and authorize the Board of Directors to select an audit firm.

**Article 5:** Approve the amendments, supplements and full text of FPT's Charter and Corporate Governance Regulations in accordance with the new Decree on Corporate Governance. Details as attached.

**Article 6:** Approve the 2018 remuneration package for the Board of Directors; and the 2018 action plan and remuneration package for the Supervisory Board.

1. **Remuneration budget for the BOD in 2018**

- Salary for executive members of the BOD: **VND 10.76 billion.**
- Bonus for executive members of the BOD: not exceeding **0.49%** of FPT Corporation's profit before tax.
- Compensation for non-executive members of the BOD: **VND 5.75 billion.**

1. **Operating expenses and remuneration budget for the Supervisory Board in 2018 is VND 1,211,800,000.**

The Resolution was approved by the 2018 Annual General Shareholders Meeting of FPT Corporation. The Board of Directors implements the Resolutions accordingly.

**ON BEHALF OF SECRETARY**

**Lai Huong Huyen**

**CHAIRMAN**

**Truong Gia Binh**

(Source: <https://fpt.com.vn>)