

Hanoi, April 7, 2020

**RESOLUTION****ANNUAL GENERAL MEETING OF SHAREHOLDERS 2020  
FPT SECURITIES JOINT STOCK COMPANY***On the word of:*

- *Law on Enterprises No. 68/2014/QH13 dated November 26, 2014, which came into force on July 1, 2015;*
- *Law on Securities No. 70/2006/QH11 dated June 29, 2006; the Law on Amendments and Supplements to a Number of Articles of the Law on Securities No. 62/2010/QH12 dated November 24, 2010; and regulatory documents on the enforcement of the Law on Securities*
- *Charter of FPT Securities Joint Stock Company*
- *The Minutes of the Annual General Meeting of Shareholders 2020 of FPT Securities Joint Stock Company on April 7, 2020.*

The Annual General Meeting of Shareholders 2020 of FPT Securities Joint Stock Company assembled at the Head Office of FPT Securities Joint Stock Company - Floor 11 Meeting Hall, 52 Lac Long Quan, Buoï Ward, Tay Ho District, Hanoi City on April 7, 2020, with 43 shareholders and proxies attending, representing 98,124,907 shares, equal 81.6052% of total voting shares, has discussed and ratified the following contents:

**Content 1:** Ratify the Report of the Board of Directors, the Report of the Supervisory Board and the Report of the Board of Management on the Company's Business Results in 2019 and Business Plans for 2020

**Content 2:** Ratify the Audited Financial Statements of 2019 and Profit Distribution Plan for 2019 as follows.

**1. Income breakdown of shareholders of FPT Securities Joint Stock Company in 2019:***Figures in Vietnamese dong*

<b>No.</b>	<b>Item</b>	<b>Year 2019</b>
1	Realized profit before tax	233,738,623,172
2	Corporate income tax	40,927,278,553
3	Realized profit after tax	192,811,344,619
4	Provisions for funds, of which:	38,562,268,924
	<i>Reserve fund for supplementing the registered capital (5%)</i>	9,640,567,231

	<i>Financial and professional risk provision fund (5%)</i>	9,640,567,231
	<i>Welfare and reward fund (10%)</i>	19,281,134,462
5	Undistributed profit in 2019	154,249,075,695

## 2. Report on distribution of profits earned in 2019

- Pay a cash dividend rate of 5% of the share par value, or VND500 per share, for the fiscal year 2019. The total cash dividend value for the fiscal year 2019 is VND60,122,025,500. Settlement time: Not later than June 30, 2020.
- Remaining profit: Retained.

**Content 3:** Ratify share issue to increase the capital, sourced from the owner's equity, to existing shareholders as follows:

- *Estimated volume of shares to be issued:* 12,024,405 shares,
- *Par value:* VND10,000
- *Total par value of shares to be issued:* VND120,244,050,000 (In words, one-hundred and twenty billion two hundred and forty-four million and zero hundred and fifty thousand Vietnamese dong only),
- *Class of share:* Ordinary share
- *Beneficiary:* All shareholders own the shares of FPT Securities Joint Stock Company on the record date for to increase the capital, sourced from the owner's equity, based on the shareholder list provided by the Vietnam Securities Depository (VSD).
- *Dividend rate:* 10% (Shareholders are entitled to receive 10 dividend shares for every 100 shares they hold on the record date.)
- *Fractional share settlement plan:* Issued shares will be rounded down to the nearest whole number of shares when fractional shares occur. Fractional parts of a share will be discarded.

*For example:* At the record date, Shareholder A holds 189 shares. The number of shares in theory is decided by this formula  $189 \times 10\% = 18.9$  shares. However, after the shares are rounded down to the nearest whole number, he will thus receive 18 shares.

- *Source of stock dividend:* Undistributed profit after tax as at December 31, 2019 stated in the Audited Financial Statement of the Fiscal Year 2019 of FPT Securities Joint Stock Company.
- *Custody registration and additional listing:* The shares issued to increase the capital, sourced from the owner's equity, will be registered for custody at the Vietnam Securities Depository (VSD) and listing at the Hochiminh Stock Exchange right after necessary procedures are completed.
- *Distribution schedule:* Expected before June 30, 2020.
- *Authorize the Board of Directors to:*
  - Carry out a detailed share issue plan and choose the time of issue;
  - Carry out issue registration procedures and ensure the compliance with the law. Carry out additional custody and listing registration procedures at the Vietnam Securities Depository and the Hochiminh Stock Exchange after the company receives

necessary approvals from the State Securities Commission of Vietnam, the Vietnam Securities Depository (VSD) and the Hochiminh Stock Exchange according to the law

- Register the capital increase and amend the Appendix 1 of the Articles of Association of the Company in line with the law.

**Content 4:** Ratify the authorization granted to the Board of Directors to assess and select an auditing company to audit the Company's financial statements and financial safety ratio reports in the fiscal year of 2020;

**Content 5:** Ratify the content that the Chairman of the Board of Directors is concurrently the General Director of FPT Securities Joint Stock Company until July 31, 2020. Authorize the Board of Directors to appoint the General Director after the duality period is over.

**Content 6:** Ratify the change of the corporate governance model of the Company:

**1. Change the governance and supervision model of the Company:**

- Old model:

- General Meeting of Shareholders
- Board of Directors
- Supervisory Board
- General Director

- New model:

- General Meeting of Shareholders
- Board of Directors (Supervisory Subcommittee is subordinated to the Board of Directors)
- General Director

**2. Dismiss three members of the Supervisory Board in the 2018-2023 term**

Dismiss three members of the Supervisory Board to adapt to the change in the governance and supervision model of the company (dissolving the current Supervisory Board)

**Content 7:** Ratify the amended Charter and Governance Regulations of FPT Securities Joint Stock Company

**Content 8:** Dismiss Mr. Shuzo Shikata as the member of the Board of Directors of FPT Securities Joint Stock Company in the 2018-2023 term

**Content 9:** Approve the election of a member of the Board of Directors in the 2018-2023 term.  
Mr. Taro Ueno is elected the member of the Board of Directors in the 2018-2023 term.

*The Resolution is ratified by the Annual General Meeting of Shareholders 2020 of FPT Securities Joint Stock Company on April 7, 2020. The Board of Directors shall base on the contents of this Resolution to implement*

**SECRETARY**

**CHAIRPERSON**

**LE THI PHUONG NGAN**

**NGUYEN DIEP TUNG**