# CÔNG TY CỔ PHẦN BÁN LỆ KỸ THUẬT SỐ FPT FPT DIGITAL RETAIL JOINT STOCK COMPANY

Số/No: 14.2025/FRT - FAF

## CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM Độc lập - Tự do - Hạnh phúc SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness

Hà Nội, ngày 03 tháng 4 năm 2025 Hanoi, April 03, 2025



# CÔNG BỐ THÔNG TIN ĐỊNH KỲ PERIODIC INFORMATION DISCLOSURE

Kính gửi/To:

Ủy ban Chứng khoán Nhà nước/ State Securities Commission;

Sở Giao dịch Chứng khoán TP.HCM/ Hochiminh Stock Exchange.

- 1. Tên tổ chức/ Organization Name: Công ty Cổ phần Bán lẻ Kỹ thuật số FPT/ FPT Digital Retail Joint Stock Company
- Mã chứng khoán/ Ticker Symbol: FRT
- Địa chỉ trụ sở chính/ Address: 261 263 Khánh Hội, Phường 02, Quận 04, Thành phố Hồ Chí
   Minh, Việt Nam/ 261-263 Khanh Hoi Street, Ward 02, District 04, HCMC, Vietnam
- Điện thoại/ *Telephone*: 028 7302 3456

Fax: Không có/ None

- Email: investor@frt.vn

Website: https://frt.vn/

2. Nội dung thông tin công bố/ Content of Information Disclosure:

Tài liệu Đại hội đồng cổ đông thường niên năm 2025/ Documents for the 2025 Annual General Meeting of Shareholders.

3. Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 03 tháng 04 năm 2025 tại đường dẫn: <a href="https://frt.vn/quan-he-co-dong">https://frt.vn/quan-he-co-dong</a> mục Đại hội đồng cổ đông.

This information was published on the Company's website on April 03, 2025, at the following link: <a href="https://frt.vn/en/investor-relations">https://frt.vn/en/investor-relations</a> under the Annual General Meeting of Shareholders section.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố./.

We hereby certify that the information disclosed is accurate and we take full legal responsibility for the content of the published information./.

#### Nơi nhận/ Recipient:

- Như trên/ As above;
- Luru/ Archived by: VT, FAF/ Admin, FAF

#### Tài liệu đính kèm/ Attachment:

Tài liệu Đại hội đồng cổ đông thường niên năm 2025/ Documents for the 2025 Annual General Meeting of Shareholders.

#### ĐẠI DIỆN TỔ CHỨC

Organization Representative

Người được uỷ quyền công bố thông tin Authorized person for information disclosur

GIÁM ĐỐC TÀI CHÍNH

Chief Finance Officer



PHAM DUY HOÀNG NAM



Address: No. 261-263 Khanh Hoi Street, Ward 2, District 4, Ho Chi Minh City

Business Registration Certificate No.: 0311609355 Phone Number: (028) 730 23456 Website: www.frt.vn

Ho Chi Minh City, March 25, 2025

# INVITATION LETTER TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Charter and operational regulations of FPT Digital Retail Joint Stock Company, the Board of Directors cordially invites our Valued Shareholders to attend the 2025 Annual General Meeting of Shareholders ("AGM") as follows:

1. Time and date: 13:30, April 25, 2025

2. Venue: Hilton Saigon Hotel, 11 Me Linh Square, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam.

3. Content of the General Meeting:

Approve matters within the authority of the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises and the Charter of the Company.

The 2025 AGM documents, including the meeting agenda, proposals, power of attorney template, voting form, and other materials, will be published on the Company's website at https://frt.vn/ under the Information Disclosure section. In addition, hard copies of the aforementioned documents will be provided to Shareholders upon attendance at the AGM.

4. Registration and authorization:

To facilitate the organization of the meeting, Shareholders are kindly requested to confirm their attendance at the AGM by submitting the *Letter of Registration or Power of Attorney for attendance at the 2025 Annual General Meeting of Shareholders* (as per the attached template) to the Company's address specified in section 5.

In the event that Shareholder authorizes another person to attend the General Meeting, the Shareholder shall complete the Letter of Registration or Power of Attorney for attendance at the 2025 Annual General Meeting of Shareholders (as per the attached template) or another Form compliant with civil law regulations. The duly signed Power of Attorney will be submitted to the Company at the address specified in Section 5 or presented by the authorized representative upon attending the General Meeting.

(Note: The Power of Attorney must be the original document, duly executed with full signatures (photocopied signatures, stamped signatures, or any similar forms will not be accepted). In the case of authorization granted by an institutional shareholder, the seal of the authorizing institution is required)

Deadline for submission: before April 18, 2025.

5. Submission address and contact information:

Investment and Investor Relations Department - FPT Digital Retail Joint Stock Company

Address: 6th Floor, Zodiac Building, Alley 19 Duy Tan, Dich Vong Hau Ward, Cau Giay District, Hanoi City Contact person: Ms. Le Thi Ngan

Tel: (028) 730 23456/ dial 87989

Email: investor@frt.vn

- 6. Shareholders or their authorized representatives attending the AGM are kindly requested to bring the following documents:
  - Invitation Letter and Power of Attorney (if applicable);
  - Citizen ID Card/ Passport or verification via VNeID application.

We look forward to welcoming our Valued Shareholders to the 2025 Annual General Meeting of Shareholders. Sincerely,

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN NGUYEN BACH DIEP

### CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM SOCIALIST REPUBLIC OF VIETNAM

Độc Lập – Tự Do – Hạnh Phúc Independence – Freedom – Happiness

# GIÁY ĐĂNG KÝ DỰ HỌP HOẶC ỦY QUYỀN LETTER OF REGISTRATION OR POWER OF ATTORNEY FPT Retail THAM DỰ HỌP ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025 FOR AT FENDANCE AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Kinh gửi/To: Công ty Cổ phần Bán lẻ Kỹ thuật số FPT/ FPT Digital Retail Joint Stock Company

Tên cổ	đông/ Shareholder's name:	······································		
Người	đại diện theo pháp luật (đối với	tổ chức)/ Legal represer	ntative (for Institutiona	l Shareholder):
	)/Hộ chiếu/CNĐKKD số/ ID No.			
Cấp ng	gày/ Date of issue:	tai/ Place	Registration Certificate	No.:
Địa ch	i/ Address:	I lace	OI Issue	
Tổng s	số cổ phần đại diện hoặc sở hữu/	Total number of shares	owned or authorized:	oổ nhận/sham.
(Cổ đó	ồng chọn một trong hai mục dướ	ri đây, đánh dấu vào ô th	ich hop/ Shareholders	must select one of the following
options	s and mark the appropriate box)			must select one of the following
1. ĐÀ	ÁNG KÝ DỰ HỌP			
RE	GISTER FOR MEETING AT	TENDANCE		
2. ŮY	V QUYÈN CHO			
AU	THORIZE THE REPRESENT	TATIVE AS FOLLOW	7C	
Tên cá	nhân/tổ chức/ Name of Individ	dual or Institution:	3	
•••••				
CCCD	/Hộ chiếu/CNĐKKD số/ ID No./	Passport No./Business R	Registration Certificate	No:
Cap ng	ay/ Date of issue:	····tai/ Place	of issue	
Dia cili	Address:			
Diçir ti	ioan rhone number:			
30 co p	nan dược ủy quyên/ Total numb	er of shares authorized:		cổ nhận/ shares
quyền c	trường hợp Quý Cổ đông không cho thành viên HĐQT của Công	thê tham dự và không ủy ty theo danh sách dưới đ	y quyền được cho ngườ lây:	ri khác, Quý Cổ đông có thể ủy
If Share	eholder is unable to attend the more of the Company's Board of D	eeting and cannot author	ize another representat	ive, Shareholder may authorize
STT No.	Họ và tên Full name	Chức vụ Position	Đánh dấu chọn Tick to choose	Số CP ủy quyền
Same and		1 Osttion	Tick to choose	Number of authorized

STT No.	Họ và tên Full name	Chức vụ Position	Đánh dấu chọn Tick to choose	Số CP ủy quyền Number of authorized shares
1	Nguyễn Bạch Điệp	Chủ tịch HĐQT Chairwoman		
2 :	Hoàng Trung Kiên	Thành viên HĐQT Member		
3	Trịnh Hoa Giang	Thành viên HĐQT Member		
4	Lê Hồng Việt	Thành viên HĐQT Member		
5	Nguyễn Đắc Việt Dũng	Thành viên HĐQT Member		

(Lưu ý: Vui lòng đánh dấu (X) bên cạnh tên thành viên mà Quý Cổ đông chọn ủy quyền, chi chọn uỷ quyền cho một người toàn bộ số cổ phần sở hữu; trường hợp muốn uỷ quyền cho nhiều người, đề nghị Quý Cổ đông ghi rõ số lượng cổ phần uỷ quyền cho từng thành viên)

(Note: Please mark (X) next to the name of the Board member you choose to give authorization, only one individual may be authorized to represent the full number of shares owned; in case you want to authorize multiple individuals, please clearly state the number of shares authorized to each member)

Nội dung ủy quyền/ Authorization Details:

Bên nhận ủy quyền đại diện cho Bên ủy quyền tham dự Đại hội đồng cổ đông thường niên năm 2025 của Công ty Cổ phần Bán lẻ Kỹ thuật số FPT để thực hiện mọi quyền lợi và nghĩa vụ của cổ đông tại Đại hội đồng cổ đông thường niên liên quan đến số cổ phần được ủy quyền.

The Authorized Party shall represent the Principal in attending the 2025 Annual General Meeting of Shareholders of FPT Digital Retail Joint Stock Company and exercising all shareholder rights and obligations at the Annual General Meeting in relation to the number of shares authorized.

Chúng tôi hoàn toàn chịu trách nhiệm về việc ủy quyền này và cam kết tuân thủ nghiêm chỉnh các quy định hiện hành của Pháp luật và của Điều lệ Công ty Cổ phần Bán lẻ Kỹ thuật số FPT và không có bất kỳ sự khiếu nại nào về sau.

We hereby fully take responsibility for this authorization and commit to strict compliance with applicable laws and the Charter of FPT Digital Retail Joint Stock Company and shall not raise any future claims or disputes arising from this authorization.

#### Luu ý/ Note:

Người nhận ủy quyền không được ủy quyền số lượng cổ phần sở hữu của mình và/hoặc của người ủy quyền cho người khác, và phải mang theo CCCD/Hộ chiếu hoặc xác thực qua VNeID để kiểm tra tư cách cổ đông tham dự.

The Authorized Party is not allowed to reauthorize shares owned and/or those authorized to any third party and must present the ID card or passport or verify identity via VNeID application for shareholder eligibility verification.

Giấy ủy quyền này chỉ có giá trị khi là giấy ủy quyền có chữ ký đầy đủ (không chấp nhận bản chữ ký phô tô, bản đóng dấu chữ ký hoặc dạng khác tương tự). Đối với trường hợp nhận ủy quyền từ cổ đông tổ chức thì cần có thêm dấu của tổ chức ủy quyền. Giấy ủy quyền này sẽ hết giá trị khi buổi tổ chức Đại hội đồng cổ đông thường niên năm 2025 của Công ty Cổ phần Bán lẻ Kỹ thuật số FPT kết thúc.

This Power of Attorney shall be valid only if it bears full original signatures (photocopied, stamped, or otherwise replicated signatures shall not be accepted). In the case of authorization granted by an institutional shareholder, the seal of the authorizing institution is required. This Power of Attorney shall cease to be valid upon the conclusion of the 2025 Annual General Meeting of Shareholders of FPT Digital Retail Joint Stock Company.

Cổ đông/Người uỷ quyền Shareholder/Principal

(Ký và ghi rõ họ tên, đóng dấu nếu có) (Full name and signature, seal (if any)) Ngày \_\_\_\_ tháng \_\_\_\_ năm 2025
Date \_\_\_\_ month \_\_\_ year 2025
Người được ủy quyền
Authorized Party

(Ký và ghi rõ họ tên) (Full name and signature)

Ghi chú: Nếu người uỷ quyền hoặc người nhận uỷ quyền là tổ chức thì phải có chữ ký của đại diện pháp luật và dấu của tổ chức Note: If the Principal or the Authorized Party is an institution, the signature of the legal representative and the seal of the organization are required.

SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness

No.: 02.2025/NQ-HĐQT/FRT

Ho Chi Minh City, April 03 2025

#### RESOLUTION

Re: Approval of proposals for the 2025 Annual General Meeting of Shareholders

## The Board of Directors of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020 and its implementation guidance;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019 and its implementation guidance;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company;
- Pursuant to the Meeting Minutes of the Board of Directors No. 02.2025/BB-HDQT/FRT dated 03 April 2025 regarding the approval of documents for the 2025 Annual General Meeting of Shareholders;

#### RESOLVES:

<u>Article 1</u>: Approve the meeting agenda of the 2025 Annual General Meeting of Shareholders ("AGM") (as attached) and cordially submit to the AGM for approval.

Article 2: Approve the documents for the 2025 Annual General Meeting of Shareholders.

Details of the documents for the 2025 Annual General Meeting of Shareholders are attached to this Resolution.

<u>Article 3</u>: Members of the Board of Directors, the Chief Executive Officer, and the relevant departments are obliged to execute this Resolution.

#### Recipients:

- As Article 3;
- Supervisory Board;
- Archive by Admin.

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRWOMAN

NGUYEN BACH DIEP

T Retail



Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456 Website: www.frt.vn

# REGULATIONS ON THE ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The 2025 Annual General Meeting of Shareholders of FPT Digital Retail Joint Stock Company shall be organized and conducted in accordance with the following Regulations on the organization:

## Article 1. Shareholders attending the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "AGM")

- Shareholders of the Company, as listed on the record date of March 21, 2025 (the final registration date), are entitled to attend the 2025 Annual General Meeting of Shareholders of FPT Digital Retail Joint Stock Company;
- Shareholders/or their authorized representatives must arrive at the meeting venue on time and
  complete the registration procedures with the AGM Organizing Committee; sit in their assigned
  seats or areas designated by the AGM Organizing Committee; shareholders/or their authorized
  representatives who leave the meeting hall must inform the Secretariat and obtain approval from
  the Chairperson;
- During the AGM, shareholders/or their authorized representatives must comply with the
  instructions of the Chairperson, conduct themselves respectfully and professionally, and maintain
  order throughout the meeting;
- Authorized representatives attending the AGM shall not reauthorize a third party to attend on their behalf;
- 5. Smoking is prohibited at the AGM venue;
- Private conversations and the use of mobile phones are not allowed during the AGM. All mobile phones should be set to silent mode or turned off;
- 7. In cases where shareholders/or authorized representatives fail to comply with verification requirements or the aforementioned regulations and measures, the Chairperson, after careful consideration, may deny their participation or expel them from the AGM venue to ensure the meeting proceeds as planned.

#### Article 2. Presidium

 The Presidium consists of five members, including one Chairperson and four other members. The Chairperson of the Board of Directors serves as the Chairperson of the Presidium (the Chairperson) and acts as the Chairman of the AGM. The Chairperson manages the proceedings of the AGM in accordance with the agenda previously proposed by the Board of Directors (BOD) and to be approved by shareholder voting at the AGM.



- 2. Duties of the Presidium:
- Presiding over the activities of the AGM in accordance with the agenda proposed by the BOD and approved by the General Meeting of Shareholders;
- Guiding the delegates and the AGM in discussing the agenda items;
- Presenting draft resolutions and conclusions on necessary matters for voting at the AGM;
- Addressing matters raised by the AGM;
- Addressing any arising issues throughout the AGM.
- 3. Working principles of the Presidium:

The Presidium operates based on the principles of collectivity, democratic centralism, and majority decision-making.

#### Article 3. The AGM Secretariat

- The Secretariat of the AGM, consisting of two members (one Secretary and one Assistant Secretary) nominated by the Presidium, is accountable to the Presidium and the AGM for its duties and operates under the direction of the Presidium.
- 2. Duties of the Secretariat:
- Assisting the Presidium in verifying the eligibility of shareholders/or authorized representatives attending the meeting (if necessary);
- Supporting the Presidium in announcing draft documents, conclusions, and Resolutions of the AGM, as well as announcements from the Presidium to shareholders upon request;
- Receiving and reviewing the shareholder/or authorized representative's request forms for speaking, then submitting them to the Presidium for decision.
- Fully and accurately recording all proceedings of the AGM and the matters approved or noted by shareholders in the AGM minutes;
- Drafting the Resolution on the matters approved at the AGM.

#### Article 4. Shareholder Eligibility Verification Committee

- The Shareholder Eligibility Verification Committee of the AGM consists of two members, including one Head and one member, nominated by the Presidium, and is accountable to the Presidium and the AGM for its duties.
- 2. Duties of the Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee of the AGM is responsible for verifying the eligibility and attendance status of shareholders and shareholder representatives.

The Head of the Shareholder Eligibility Verification Committee shall report to the General Meeting of Shareholders on the attendance status of shareholders. If the meeting satisfies the quorum requirement, with shareholders representing at least 50% of the voting shares in attendance, the AGM shall be deemed duly convened and may proceed.

#### **Article 5. Vote-Counting Committee**

- The Vote-Counting Committee of the AGM consists of two members, including one Head and one member, nominated by the Chairperson and approved by the AGM through a confidence vote.
- 2. Duties of the Vote Counting Committee

- The Vote-Counting Committee shall prepare the Vote-Counting Minutes and be accountable to the Presidium and the AGM in performing its duties;
- Accurately determining the voting results for each matter submitted for voting at the AGM;
- Promptly notifying the secretary of the voting results;
- Examining and reporting to the AGM on any violations of voting regulations or complaints regarding the voting results.

#### Article 6. Discussing at the AGM

#### 1. Principles:

- Conducting discussions only within the allocated time and within the scope of the matters presented in the agenda of the AGM;
- Shareholders or their authorized representatives shall register their opinions by filling out the Question Form and submitting it to the secretary of the AGM;
- The Secretary of the AGM shall arrange the Question Forms of the shareholders in the order of registration and submit them to the Presidium;
- Shareholders/or their authorized representatives wishing to speak or engage in discussions shall raise their hands, and may only speak upon approval of the Chairperson. Each shareholder shall keep their comments concise and avoid repetition (no more than 3 minutes).

#### 2. Responding to shareholders' comments:

- Based on the Question Form of the Shareholder/or authorized representative, the Chairperson or a member designated by the Chairperson shall respond to their comments;
- Due to time constraints, any unanswered questions during the AGM shall be addressed on the Company's website <a href="https://www.frt.vn">www.frt.vn</a>.

#### Article 7. Voting on the matters at the AGM:

#### 1. General regulations:

When conducting voting at the AGM, shareholders and valid shareholder representatives shall vote by selecting one of the following options: Approve, Disapprove, or Abstain for each proposal presented at the AGM, and then shareholders and valid shareholder representatives shall sign and clearly write their names on the Voting Card (which was provided upon registration).

#### 2. Voting Procedure:

Each matter presented at the AGM, within the authority of the General Meeting of Shareholders, shall be voted on following the procedure outlined below:

- Approving the content that has just been presented:
- Disapproving the content that has just been presented;
- Abstaining from the content that has just been presented.

When voting at the AGM, delegates shall cast their votes on the proposed items using the following method:

Delegates shall cast their votes by completing the Voting Card: For each item, delegates shall choose one of the three options "Approve", "Disapprove", or "Abstain" which are pre-printed on the voting card for each Report and Proposal presented at the AGM. After completing the voting for all items, delegates shall submit their voting cards into the sealed ballot box at the AGM.

#### 3. Validity of the Voting Card

- A valid voting card is one that follows the pre-printed template issued by the Organizing Committee, stamped by the Company, with no erasures or alterations, and no additional content other than what is specified for the form. It must also include the signature and full name written by hand of the attending delegate.
- On the voting card, the voting content (report, proposal) is considered valid when the delegate marks one of the three checkboxes for voting. The voting content shall be considered invalid if it does not comply with the regulations for valid voting.
- An voting card is invalid if it (i) includes additional content; or (ii) is not the pre-printed form issued by the Organizing Committee; or (iii) lacks the Company's seal; or (iv) has been altered, erased, or tampered with; or (v) does not contain the signature and full name of the delegate. In such cases, all voting content on the voting form shall be considered invalid.

#### 4. Voting Procedures:

- Each share corresponds to one voting right. Each shareholder/or authorized representative of a shareholder attending the meeting, representing one or more voting rights, will be issued one voting card.
- As of the shareholder record date (March 21, 2025), the total number of shares of the Company is 136,242,389 shares, equivalent to 136,242,389 voting rights.

#### 5. Recording the Voting Results

- The Vote-Counting Committee is responsible for collecting, recording, and returning the voting ballots.
- The Vote-Counting Committee shall check the number of votes for "Approve", "Disapprove", or "Abstain" for each item and is responsible for recording and reporting the voting results at the AGM.

#### 6. Minimum Required Voting Ratio for Approval

Decisions of the General Meeting of Shareholders shall be adopted at the meeting when the following conditions are met:

- Approved by shareholders representing more than 50% of the total votes of shareholders entitled to vote, either present in person or represented by authorized representatives at the AGM.
- Decisions regarding the type of shares and the total number of shares of each type; Changes in business lines and sectors; Changes to the Company's organizational structure; Amendments or supplements to the Company's Charter; Investment projects or the sale of assets with a value equal to or more than 35% of the total asset value stated in the Company's latest financial statement; Restructuring or liquidation of the Company shall be approved if agreed by shareholders representing at least 65% of the total voting shares of all shareholders present at the meeting.
- The voting for the election of members of the Board of Directors and the Supervisory Board must be conducted by a cumulative voting method. In this method, each shareholder is entitled to a total number of votes corresponding to the total number of shares they own multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board. Shareholders have the right to cast all their votes for one or several candidates. The elected members of the Board of Directors or Supervisory Board are determined by the number of votes, ranked from highest to lowest, starting with the candidate who receives the highest number of votes until the required number of members is reached as per the Company's Charter. If two or more candidates receive the same number of votes for the last available position of the Board of

Directors or Supervisory Board, a re-election shall be held among the candidates with the same number of votes, or a selection will be made according to the election rules or the Company's Charter

 A decision by the General Meeting of Shareholders regarding matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be approved if it is agreed upon by shareholders holding at least 75% of the total number of preferred shares of that type present at the meeting

#### Article 8. Implementation of the Regulation

Shareholders and authorized representatives attending the AGM must strictly adhere to the Regulation on the Organization of the AGM. Shareholders and authorized representatives who violate this Regulation shall be subject to review by the Presidium, which will determine appropriate actions in accordance with the Company's Charter and the Law on Enterprises, based on the severity of the violation.

This Regulation shall take effect immediately after being approved by the AGM through a vote.

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN

NGUYEN BACH DIEP



# DOCUMENTS FOR THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS



## LIST OF DOCUMENTS

No.	Content	Page					
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2.	Proposal for the Approval of the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025						
3.	Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025						
4.	Proposal for the Approval of the Report of the 2024 Business Performance and the 2025 Business Plan	14					
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14.	Draft Resolution for the 2025 Annual General Meeting of Shareholders	34					
15.	Voting Card for the 2025 Annual General Meeting of Shareholders	37					



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#### MEETING AGENDA 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time	Content
	Welcoming Delegates and Shareholders;
13:30 – 14:00	Verification of shareholder eligibility, attendee list preparation, and distribution of voting cards.
	OPENING CEREMONY
	Report on the verification of shareholder eligibility to attend the meeting;
	Statement of purpose and introduction of the Presidium;
14:00 – 14:20	The Presidium appoints the Secretariat, nominates the Vote-Counting Committee, and requests approval from the General Meeting;
	Approval of the Meeting Regulations;
	Approval of the Meeting Agenda.
	REPORTS OF THE BOARD OF DIRECTORS (BOD) & BOARD OF MANAGEMENT
	Report of the Board of Directors for 2024 & Operational Plan for 2025;
14-20 14-45	Business Performance Report for 2024 & Business Plan for 2025;
14:20 – 14:45	Audited Financial Statements for 2024.
	REPORT OF SUPERVISORY BOARD
	Report of the Supervisory Board for 2024 and Operational Plan for 2025.
	OTHER MATTERS FOR GENERAL MEETING APPROVAL
	Proposal for the 2024 Profit Distribution Plan & 2025 Dividend Payment Plan;
	Proposal for Remuneration for Board of Directors and Supervisory Board Members in 2024 and the 2025 Plan;
14:45 -15:15	Proposal for Selection of the Auditing Firm for 2025;
	Proposal for Approval of Transactions between the Company and Related Parties;
	Proposal for Business Scope Expansion;
	Other matters (if any).
15:15 – 15:20	Approval of the Voting Guidelines
15:20 - 15:50	Discussion and voting on the proposals
15:50 - 16:00	The Vote-Counting Committee announces the voting results
	The Secretariat reads the Meeting Minutes and Resolutions;
16:00 – 16:15	The General Meeting votes to approve the Meeting Minutes and Resolutions;
	The Presidium declares the meeting adjourned.



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#### **PROPOSAL**

Re: Approval of the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025

#### To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025, with details provided in the Report attached to this Proposal.

Respectfully submitting to the General Meeting of Shareholders for consideration and approval. Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN

NGUYEN BACH DIEP



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#### REPORT OF THE BOARD OF DIRECTORS FOR 2024 AND OPERATIONAL PLAN FOR 2025

#### I. REPORT OF THE BOARD OF DIRECTORS FOR 2024

#### 1. Meetings of the Board of Directors

The Board of Directors ("the BOD"), consisting of 05 (five) members, held 08 (eight) meetings (from January to December). Details are as follows:

No.	Members	Number of Meetings Attended	Percentage of attendance	Reasons for Non-Attendance
1	Nguyen Bach Diep	8/8	100%	
2	Trinh Hoa Giang	8/8	100%	
3	Hoang Trung Kien	8/8	100%	
4	Le Hong Viet	8/8	100%	
5	Nguyen Dac Viet Dung	8/8	100%	

#### 2. The Resolutions, Decisions of the BOD

No.	Resolutions/Decisions Number	Date	Content
1	01.2024/NQ-HĐQT/FRT	22/02/2024	Approval of the plan for organizing the 2024 Annual General Meeting of Shareholders ("AGM")
2	02.2024/NQ-HĐQT/FRT	25/03/2024	Approval of the documents for the AGM
3	No Resolutions were issued	28/6/2024	Discussion on evaluating the business performance for Q2 2024

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No.	Resolutions/Decisions Number	Date	Content
4	03.2024/NQ-HĐQT/FRT	11/7/2024	Approval of selecting the auditing firm for the 2024 financial statements
5	04.2024/NQ-HĐQT/FRT	25/7/2024	Approval of the policy to acquire additional shares issued by FPT Long Chau Pharma Joint Stock Company in the Q3 2024
6	05.2024/NQ-HĐQT/FRT	30/7/2024	Approval of the establishment of a subsidiary
7	06.2024/NQ-HĐQT/FRT	30/9/2024	Approval of the appointment of Deputy Chief Executive Officer Nguyen Do Quyen
8	No Resolutions were issued	18/10/2024	Evaluation of the business performance for Q3, and discussion on the operational plan for Q4 2024

#### 3. General evaluation of the BOD's performance

In 2024, the BOD effectively fulfilled its governance, supervision, and strategic direction functions for the Company's business activities, as well as directing and oversighting the implementation of Resolutions from the AGM and the BOD issued in 2024, ensuring that the Board of Management properly executed and fully updated all resolutions from the BOD and AGM. At the same time, the Board of Directors remained focused on guiding the Board of Management in implementing solutions to achieve the strategic objectives and business plans, with continuous improvements in the strategic planning process.

#### 4. Activities of Independent Directors of the BOD

As of December 31, 2024, the BOD included two independent directors, Mr. Le Hong Viet and Mr. Nguyen Dac Viet Dung. These directors fully participated in all BOD meetings in 2024. They also made significant contributions to the Company's development strategy and operations, proactively engaging in discussions on business targets and strategic directions for the FPT Shop and Long Chau chains. In addition, the independent directors played a key role in strengthening FPT Retail's corporate governance.



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#### Mr. Le Hong Viet

With extensive experience in the Information Technology sector, during BOD meetings, he has proposed strategic insights and collaboration initiatives to enhance IT infrastructure, leverage technology to optimize sales operations, and improve services at the Company's FPT Shop and Long Chau chains. Additionally, in 2024, as FPT Retail continued to accelerate digital transformation across its store chains, he played a key role in advising and implementing digital transformation initiatives, contributing to the success of FPT Retail's digital transformation strategy. Moving into 2025, as digital transformation remains a core investment focus for FPT Retail, Mr. Le Hong Viet will continue to be a key contributor to the Company's digital transformation journey.

#### Mr. Nguyen Dac Viet Dung

Drawing on his expertise in e-commerce and digital retail, he has introduced strategic initiatives to optimize online sales and enhance e-commerce platform operations for FPT Retail. He has also explored and identified potential collaboration opportunities for the Company's retail chains, supporting the long-term sustainable growth of FPT Retail.

#### In 2024, the Independent Director participated in the following regular activities:

- Participated in the quarterly regular meetings of the BOD;
- Participated in extraordinary meetings of the BOD;
- Participated in organizing the 2024 AGM.

#### Evaluation of the Board of Directors' performance

Together with the prompt supervision and guidance of the BOD over the Company's business operations, the BOD has duly fulfilled all responsibilities and functions as stipulated in the Company's Charter and the Law on Enterprises, contributing to strengthening the quality of the corporate governance practices and playing a pivotal role in the Company's performance in 2024.

The resolutions and decisions of the BOD directing the Chief Executive Officer and the Board of Management are all in compliance with the scope of authority of the BOD and the Chairman of the BOD as stipulated in the relevant regulations.



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# 5. BOD's evaluation of the Board of Management's Performance (including the Chief Executive Officer and other Board of Management members)

In 2024, the BOD highly valued the relentless efforts and remarkable achievements of the Board of Management of FPT Retail in expanding business and innovation. At the same time, the Board of Management of FPT Retail continued to demonstrate strong management capabilities and agile adaptability in response to the constant fluctuations of both the global and Vietnamese economies, firmly advancing on its development journey.

The Board of Management operated in alignment with the principles and regulations outlined in the Company's Charter and Corporate Governance Regulations.

Some of the following achievements reflect the operational effectiveness of the Chief Executive Officer and the Board of Management:

- Despite facing various macroeconomic challenges and price competition pressure in the retail industry, the Board of Management of FPT Retail demonstrated agility in adaptation and implemented effective strategies, enabling the Company to achieve impressive results, notably exceeding the revenue target by 8% and achieving a 26% growth compared to 2023;
- Provided timely direction in digital transformation investments, pioneering efforts to develop new services, and enhanced customer experience;
   gradually invested in new product categories and services such as vaccines, consumer electronics, and Mobile Virtual Network Operator (MVNO) services;
- Fully complied with the provisions of the Company's Charter, Resolutions of the General Meeting of Shareholders, Resolutions of the BOD, and Decisions of the Chairman of the BOD, while strictly complying with the policies and strategic directions;
- Strengthened close coordination with the Supervisory Board to promptly grasp the Company's operational status, thereby providing appropriate recommendations to support the Chief Executive Officer and the Board of Management in effectively fulfilling the tasks entrusted by the AGM and the BOD.

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#### 6. Report on transactions between the Company and related parties

Transactions between the company and its related persons; or between the company and major shareholders, insiders, and persons related to insider

			NHS		Re		Content, quantity, and value			
No.	Organizatio n name	Relationship with the Company	number, date of issuance, place of issuance	Head office address	Transacti on date	ecision number of the AGM and the BOD	Transaction	Quantity	Value	
b.			0101248141	No. 10, Pham Van		Resolution	Sales of goods and rendering of services	119	2,090,432,701	
	FPT	Major shareholder holding 46.54% of FPT	13/05/2002 Hanoi	Bach, Dich Vong Hau Ward, Cau	Dich January	January No.	Purchasing	39	10,714,481,518	
1	Corporation (FPT)	Retail shares, FPT Retail	Department of Planning		2024 to December	HĐQT/FRT	Lendings	1	100,000,000,000	
	(111)	is an affiliate of FPT	and Investment	Giay District,	2024	dated 01/03/2021	Collection of lendings	1	100,000,000,000	
				Hanoi			Interest income from lendings	4	1,010,958,904	
2	FPT Telecom (FTEL)	Mr. Tran Khuong –     Member of the     Supervisory Board of     FPT Retail and	0101778163 7/8/2017 Hanoi Department	2nd Floor, FPT Cau Giay Building,	From January 2024 to December	Resolution No. 01.2021/NQ- HĐQT/FRT	Sales of goods and rendering of services	829	11,802,092,239	



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		concurrently Head of the Supervisory Board of FTEL  2. FPT Retail is an	of Planning and Investment	No. 17 Duy Tan Street, Dich Vong Hau Ward, Cau Giay	2024	dated 01/03/2021	Purchasing	2,339	24,712,115,092	
		affiliate of FPT, while FTEL is a subsidiary of FPT		District, Hanoi			Sales of			
3	FPT Information System Co., Ltd. (FIS),	FPT Retail is an affiliate	0104128565 13/08/2009 Hanoi	No. 10, Pham Van Bach, Dich Vong Hau	From January 2024 to	Resolution No. 01.2021/NQ-	goods and rendering of services	395	22,973,731,110	
3	now FPT IS Company Limited (FIS)	of FPT, while FIS is a subsidiary of FPT	Department of Planning and Investment	Word Can	December 2024	HĐQT/FRT dated 01/03/2021	Purchasing	74	26,299,998,340	<b>X</b>
	FPT Software	FPT Retail is an affiliate	0101601092 23/12/2004 Hanoi	FPT Building Cau Giay, No. 17 Duy	From January	Resolution No.	Sales of goods and rendering of services	740	23,379,843,309	
4	Company Limited (FSOFT)	of FPT, while FSOFT is a subsidiary of FPT	Department of Planning and Investment	Tan Street, Dich Vong Hay Ward De	2024 to December 2024	01.2021/NQ- HĐQT/FRT dated 01/03/2021	Purchasing	4	26,509,657,200	
5	FPT Long Chau Pharma Joint Stock Company	Ms. Nguyen Bach     Diep – Chairwoman of     FPT Retail, concurrently     Chairwoman and Chief	0315275368 17/09/2018 Ho Chi Minh City	379-381 Hai Ba Trung, Vo Thi Sau	From January 2024 to December	Resolution No. 01.2021/NQ- HĐQT/FRT	Sales of goods and rendering of services	5,037	349,061,104,685	



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	(FPT Pharma)	Executive Officer of FPT Pharma  2. Ms. Nguyen Do Quyen – Deputy Chief Executive Officer of FPT	Department of Planning and Investment	Ward, District 3, Ho Chi Minh City	2024	dated 01/03/2021 Article 8, Resolution No. 01.2024/NQ-	Purchasing	192	2,500,856,560	
		Retail, concurrently a member of BOD of FPT Pharma  3. Ms. Tran Thi Huyen -				AGM/FRT dated April 17, 2024	Payment on behalf, collect on behalf	250	61,450,994,038	
		Governance Officer and Head of the Legal Department of FRT, concurrently a member					Receiving cash dividends	1	223,650,000,000	
		of the Supervisory Board of FPT Pharma					Capital contribution in cash	I	223,650,000,000	
6	FPT Long Chau Investment Joint Stock Company Long Chau Investment)	Long Chau     Investment is a     subsidiary of FPT Retail      Ms. Nguyen Bach     Diep –Chairwoman of     FPT Retail, concurrently     Chief Executive Officer     of Long Chau	0318607332 06/8/2024 Ho Chi Minh City Department of Planning and Investment	379-381 Hai Ba Trung, Vo Thi Sau Ward, District 3, Ho Chi Minh City	From July 2024 to December 2024	Resolution No. 05.2024/NQ-BOD/FRT dated July 30, 2024, and on August 6, 2024, FPT Retail announced	Capital contribution by using existing equity in FPT Long Chau Pharma Joint Stock Company	1	673,650,000,000	
		Investment	investment	Minni City		the completion of	Lendings	1	1,000,000,000	



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						establishing a new subsidiary,	Collection of lendings	1	500,000,000
						Long Chau Investment	Interest income from lendings	1	8,082,193
	FPT Online Service Joint	<ol> <li>Mr. Nguyen Dinh Hung – Member of the Supervisory Board, concurrently Head of the Supervisory Board of</li> </ol>	305045911 21/06/2007 Ho Chi	Lot L 29B- 31B-33B, Tan Thuan Street, Tan	From January	Resolution No.	Sales of goods and rendering of services	77	2,686,192,727
7	Stock Company (FPT Online)	FPT Online  2. FPT Retail is an affiliate of FPT, while FPT Online is a subsidiary of FPT	Minh City Department of Planning and Investment	Thuan Dong Ward, District 7, Ho Chi Minh City  January 2024 to December 2024	01.2021/NQ- HĐQT/FRT dated 01/03/2021	Purchasing	40	3,601,565,805	
8	FPT Smart Cloud Company Limited (FPT Smart Cloud)	FPT Smart Cloud Company Chief Executive Officer of FPT Smart Cloud Company Cloud Company Chief Executive Officer of FPT Smart Cloud Chief Executive Officer Offic	10, Pham Van Bach Street, Dich Vong	From January 2024 to	Resolution No. 01.2021/NQ-	Sales of goods and rendering of services	39	2,012,127,243	
		2. FPT Retail is an affiliate of FPT, while FPT Smart Cloud is a subsidiary of FPT	of Planning and Investment	Hau Ward, Cau Giay District, Hanoi	December 2024	HĐQT/FRT dated March 1, 2021	Purchasing	98	117,237,248,577





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		Viet Han Friendship     Joint Stock Company is     a subsidiary of FPT     Retail					Sales of goods and rendering of services	40	209,078,407	
	Viet Han Friendship	2. Mr. Hoang Trung Kien – Member of the BOD, Chief Executive Officer, as well as the Legal Representative of FPT Retail, also serves as the Chairman of Viet Han Friendship Joint	100779012 21/11/1998 Hanoi	Group 4, Quang Minh	From January	Resolution No. 07.2021/NQ-	Purchasing	239	14,556,792,015	
9	Joint Stock Company	Stock Company  3. Mr. Pham Duy Hoang Nam – Chief Financial Officer of FPT Retail, as well as a Member of the BOD, Chief Executive Officer, and the Legal Representative of Viet	Department of Planning and Investment	Town, Me Linh District, Hanoi	2024 to December 2024	BOD/FRT dated July 26, 2021	Lendings	12	232,500,000,000	
		Han Friendship Joint Stock Company  4. Ms. Tran Thi Huyen – Head of Legal					Collection of lendings	14	241,000,000,000	





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Department and Governance Officer at FPT Retail, as well as a Member of BOD of Viet Han Friendship Joint Stock Company	Interest income from lendings	26 3,130,567,866
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Notes: All transactions with the aforementioned related parties were approved by the Board of Directors under Resolution No. 01.2021/NQ-HDQT/FRT dated 01/03/2021, Resolution No. 07.2021/NQ-HDQT/FRT dated 26/07/2021, and Article 8 of Resolution No. 01.2024/NQ-DHDCD/FRT dated 17/04/2024. All these transactions had a transaction value of less than 35% of the Company's total assets as recorded in the latest financial statements.

#### 7. Report on remuneration expenses of the BOD:

Chairperson of the BOD

0 VND/ year

Members of the BOD

0 VND/ year

Total remuneration paid in 2024

0 VND/ year

#### II. PLAN FOR 2025 OF THE BOARD OF DIRECTORS

In 2025, the BOD plans the following general activities:

- Focusing on supervising and overseeing the implementation of the plan to achieve the business targets for 2025 approved by the General Meeting of Shareholders.
- Enhancing corporate governance in line with public company standards while strengthening the governance role and risk control in

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collaboration with the Supervisory Board in financial management, accounting and auditing, and enterprise risk management;

- Enhancing leadership capabilities; focusing on technology development for customer-centric applications; innovating and optimizing processes through new technologies; improving labor productivity and increasing the efficiency of each employee within the Company.

Respectfully submitting to the General Meeting of Shareholders.

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRWOMAN

NGUYEN BACH DIEP



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#### **PROPOSAL**

Re: Approval of the Report of the 2024 Business Performance and the 2025 Business Plan

#### To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the Report of the 2024 Business Performance and the 2025 Business Plan, with details provided in the Report attached to this Proposal.

Respectfully submitting to the General Meeting of Shareholders for consideration and approval. Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN

NGUYEN BACH DIEP

### FP Potail

#### FPT DIGITAL RETAIL JOINT STOCK COMPANY

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# REPORT ON THE 2024 BUSINESS PERFORMANCE AND 2025 BUSINESS PLAN

#### I. 2024 BUSINESS PERFORMANCE

#### 1. Overall Business Results

In 2024, FPT Retail achieved positive business results amidst both challenges and opportunities in the retail market. Notably, Long Chau Pharmacy continued to solidify its dominant market position by opening 446 new pharmacies, bringing the total number of pharmacies in the system to 1,943 across 63 provinces and cities nationwide, with further expansion into districts, surrounding areas of major cities. Additionally, Long Chau Vaccination launched 116 new vaccination centers, increasing the total to 126 centers across 54 provinces, marking a key milestone in the development of a comprehensive healthcare ecosystem.

On the other hand, after 1.5 years of reporting losses, FPT Shop returned to profitability in Q3 2024, driven by an effective restructuring strategy and a product portfolio diversification approach. FPT Shop concluded the year 2024 with 634 stores, including 54 FPT Customer Electronics Shops, with the operational efficiency of each existing store improving significantly from quarter to quarter.

Reflecting the impressive expansion scale, FPT Retail's business results in 2024 demonstrated exceptional growth compared to the same period last year, surpassing the targets set at the 2024 Annual General Meeting of Shareholders. Net revenue reached VND 40,104 billion, achieving 108% of the target, while profit before tax reached VND 527 billion, completing the initial target by 422%. This remarkable achievement was driven by a comprehensive business and financial management strategy, which included the substantial expansion of the Long Chau pharmaceutical retail chain, as well as restructuring and diversifying the product portfolio of the FPT Shop technology product retail chain to cater to the increasing and diverse consumer demand. Furthermore, the gross profit margin significantly improved due to the effective restructuring of the store network, resource optimization, and growth-focused initiatives.

No.	Indicators	2024 Results (in billion VND)	2023 Results (in billion VND)	Change (%)
1	Net Revenue	40,104	31,850	25.9%
2	Cost of Goods Sold	32,521	26,688	21.9%
3	Gross Profit	7,583	5,162	46.9%
4	Profit from Business Activities	543	-297	
5	Other Profit	-16	2	-
6	Profit Before Tax	527	-294	14



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No.	Indicators	2024 Results (in billion VND)	2023 Results (in billion VND)	Change (%)
7	Profit After Tax	408	-329	82

The strong revenue and profit growth in 2024 was primarily driven by two key factors. First, the Long Chau Pharmacy chain maintained operational efficiency, expanded its scale and increased market share, which significantly contributed to the Company's overall business performance. Second, FPT Shop successfully implemented its restructuring strategy for its operations, optimized costs, and improved operational efficiency, which helped reduce losses and enhance profit margins. With these positive results, FPT Retail continues to strengthen its market position, laying a solid foundation for sustainable growth moving forward.

The year 2024 marked a significant milestone in FPT Retail's development journey, as it not only demonstrated resilient recovery but also made important strides in both core business sectors, showcasing the Company's vision of technological leadership and commitment to providing a comprehensive healthcare system.

#### 1.2. Long Chau Operating Performance:

Over the past year, Long Chau continued its robust expansion, reinforcing its leadership in the pharmaceutical retail market in Vietnam. Additionally, the Company accelerated the growth of the Long Chau Vaccination Center network by adopting a Pharmacy-Based Immunization model in 2024 to leverage the existing resources of the Long Chau Pharmacy chain. By the end of 2024, Long Chau operated 1,943 pharmacies and 126 vaccination centers, reflecting an increase of 446 pharmacies and 116 vaccination centers compared to the end of 2023.

Although the newly opened pharmacies were smaller in scale compared to the existing pharmacies and are mainly located on the outskirts of city centers, the overall business performance has been maintained and improved, with a considerable increase in new customers nationwide. The average revenue per pharmacy in the Long Chau Pharmacy chain remained at VND 1.2 billion per month, reflecting an appropriate expansion strategy, alongside exceptional business performance across the network.

Along with the network's growth and expansion rate, Long Chau also strengthened its workforce, which grew to 17,700 employees, the majority of whom are experienced pharmacists, nurses, and doctors, ensuring high-quality and professional consultation services for customers.

By the end of 2024, Long Chau recorded a total revenue of VND 25,320 billion, a 59% year-over-year increase, surpassing the target by 19%, and contributing 63% to FPT Retail's total consolidated revenue.

These results reflect a well-structured development strategy, efficient operations, and unwavering commitment to providing high-quality healthcare services to the community.

#### 1.3. FPT Shop Operating Performance:

The year 2024 marked a pivotal restructuring phase for FPT Shop. By the end of Q4 2024, FPT Shop maintained a nationwide network of 634 stores, a reduction of 121 stores compared to the



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beginning of the year, as a result of optimizing the system through the closure of underperforming stores in Q2 2024.

After a trial period converting from the regular FPT Shop stores to FPT Shop Consumer Electronics stores, combined with a strategy to expand the product and service portfolio in Q3, FPT Shop Consumer Electronics successfully grew its network to 54 stores nationwide by the end of Q4, becoming a new growth momentum in the future for FPT Retail's technology product retail chain.

Remarkably, due to a comprehensive restructuring strategy and ongoing efforts to improve operations quarter by quarter, FPT Shop made significant business progress, with continuous improvement in store efficiency. Specifically, in Q4 alone, the average revenue per store reached VND 2.2 billion per month, the highest level since the beginning of the year. This was also the second consecutive quarter in which FPT Shop recorded a positive profit, demonstrating the success of the restructuring strategy and operational improvements.

By the end of 2024, total revenue reached VND 15,126 billion, a slight 7% decrease year-over-year mainly due to the closure of over 120 underperforming stores, which led to FPT Shop achieving 95% of its target. However, the consistent growth in average monthly revenue per store throughout 2024 reaffirmed FPT Shop's potential for recovery and future growth following key strategic adjustments.

In 2024, FPT Shop underwent a significant transformation, driving innovation in products and services, diversifying its business portfolio, optimizing operational efficiency, and improving profit margins.

#### 2. Store Network:

By the end of 2024, FPT Retail owned a total of 2,703 stores across all 63 provinces. The Long Chau chain had 2,069 stores, including 1,943 pharmacies and 126 vaccination centers, an increase of 446 pharmacies and 116 centers compared to the beginning of 2024. The FPT Shop chain had 634 stores, including 54 FPT Shop Customer Electronics stores, a decrease of 121 stores from the beginning of 2024 due to the optimization strategy, closing underperforming stores in Q2 2024.

#### II. 2025 BUSINESS PLAN

#### 1. 2025 Guidance for Revenue & Profit:

In 2025, Vietnam embarks on a new phase of development, presenting significant opportunities as the economy is forecasted to maintain a positive outlook and consumer demand gradually rebounds. However, the broader landscape remains characterized by inherent risks and unpredictable fluctuations, especially amid the lingering effects of geopolitical instability and global macroeconomic headwinds.

In this context, the ICT sector may experience a deceleration in growth as certain segments reach saturation, while new devices lack groundbreaking innovations in technology and features to stimulate upgrade demand. Furthermore, cautious investment sentiment in technology, driven by the ongoing global economic recovery, continues to weigh on the market.



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In light of these challenges, FPT Retail targets positive revenue growth for the FPT Shop chain in 2025, emphasizing the expansion of new product offerings and the enhancement of operational efficiency to optimize resources and maximize customer value.

Meanwhile, the pharmaceutical sector, characterized as an essential goods industry, remains less affected by the macroeconomic volatility and continues to offer substantial growth potential. In 2024, Long Chau achieved key milestones in expanding its market reach, broadening its customer base, and introducing new services to elevate the user experience. Concurrently, Long Chau is steadily developing a holistic healthcare ecosystem for the Vietnamese community, beginning with a network of vaccine immunization centers - pioneering a new pathway in its sustainable growth strategy. Building on this momentum, FPT Retail targets robust revenue growth for the Long Chau chain in 2025.

FPT Retail continues its commitment to customer-centric excellence by leveraging deep market insights and technological leadership, with a strong emphasis on AI-driven healthcare and service innovations, enhancing operational efficiency while elevating the user experience. Guided by the motto "Beyond Tech – Beyond Care", FPT Retail is not only dedicated to delivering superior customer experiences but also to shaping new industry benchmarks in technology retail and healthcare services in Vietnam. Building on this foundation, the Company expects sustained revenue growth, with a particular focus on a substantial improvement in profitability compared to the previous year. This optimism is fueled by the expansion of its service ecosystem, streamlined operational costs, and enhanced business efficiency.

#### 2. Key Financial Indicators for 2025:

No.	Indicator	Unit	2025 Business Plan		
			Value	(+/-) % compared to 2024	
1	Net Revenue	billion VND	48,100	20%	
2	Profit Before Tax	billion VND	900	71%	

#### 3. 2025 Detailed Business Plan:

#### 3.1. Long Chau development strategy:

Long Chau remains continues to focus on expanding its coverage, spearheading innovation, and integrating advanced technologies to elevate customer experience while reinforcing its industry leadership in the pharmaceutical retail sector. Concurrently, Long Chau is pioneering the development of new services, delivering holistic health solutions, and contributing to a robust, integrated healthcare ecosystem for the Vietnamese population.

#### **Expanding Coverage**

Long Chau is accelerating its nationwide expansion with a strategic plan to scale its pharmacy network, enhancing accessibility to high-quality pharmaceuticals and professional healthcare services. This expansion not only addresses the increasing market demand but also reaffirms the



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Company's commitment to delivering integrated, safe, and effective healthcare solutions to the community.

In addition, Long Chau continues to invest in expanding its current vaccination center network to enhance service quality, ensuring that the customer experience becomes increasingly convenient and effective.

With a highly experienced workforce, Long Chau is committed not only to providing safe, standard-compliant immunization services but also to strengthening advisory efforts and increasing public awareness of the importance of vaccines in disease prevention and long-term health protection.

#### **Enhancing AI Technology Applications**

Long Chau is accelerating the adoption of artificial intelligence (AI) to enhance service quality, optimize operations, and further solidify its market leadership position in the pharmaceutical sector. By deploying solutions such as 24/7 health consultation, direct billing systems, and personalized customer functions, this implementation not only facilitates seamless access to information but also enhances the overall customer experience by offering convenience throughout the entire process, from product search and selection to payment and usage.

Long Chau aims to relentlessly research, continuously expand its product portfolio and healthcare solutions, and continues building a healthcare ecosystem to meet the comprehensive healthcare needs of customers in particular and the Vietnamese population in general.

#### 3.2. FPT Shop Development Strategy:

In the context of the increasing saturation of the technology retail market, FPT Shop has strategically prioritized operational efficiency and profit optimization as key focal points for the year, ensuring sustainable growth while significantly driving FPT Retail's overall business performance.

#### **Product Portfolio Adjustment**

FPT Shop will continue to optimize its product portfolio to enhance profit margins, strategically prioritizing high margin categories to drive operational efficiency. Concurrently, the Company is accelerating the nationwide rollout of its FPT Shop Consumer Electronics, systematically converting regular FPT Shop outlets to the new model to better address evolving consumer demands. In addition, the Company continues to strengthen its strategy by leveraging the FPT Mobile Virtual Network Operator (MVNO) to complete its digital ecosystem. FPT Shop will persist in researching and developing new services, leveraging advanced technology to redefine the retail experience, enhance service value, and unlock sustainable long-term growth opportunities.

#### AI Application for Operational Optimization

FPT Shop continues to accelerate the adoption of artificial intelligence (AI) to optimize operations, enhance operational efficiency, and elevate the customer experience. Additionally, AI-driven



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solutions enable personalized customer engagement through intelligent product recommendations, automated customer service, and improved after-sales support.

By integrating business model innovation with advanced technology adoption, FPT Shop aims to leverage value to customers while driving sustainable growth for FPT Retail. This strategy aligns with evolving technology consumption trends and supports the digitalization and modernization of Vietnam's retail sector.

Respectfully submitting to the General Meeting of Shareholders.

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN

NGUYEN BACH DIEP



Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456 Website: www.frt.vn

#### **PROPOSAL**

Re: Approval of the Audited Financial Statements for 2024

#### To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Board of Directors of FPT Digital Retail Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the Financial Statements for 2024 audited by PwC (Vietnam) Limited. Detailed information is available in the Disclosure section on the website https://frt.vn/en/investor-relations under the Financial Statements category.

Key indicators of the Audited Financial Statements are as follows:

No.	Indicator	Unit	Separate	Consolidated
1	Total Assets	VND	7,131,838,054,394	15,832,550,399,101
2	Total Equity	VND	1,728,062,011,444	2,119,813,714,328
3	Net Revenue	VND	15,126,251,907,867	40,104,492,531,184
4	Profit After Tax	VND	168,544,219,897	408,413,632,278
5	Earnings Per Share	VND		2,293

Respectfully submitting to the General Meeting of Shareholders for consideration and approval. Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRWOMAN





Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456 Website: v

Website: www.frt.vn

#### PROPOSAL

Re: Approval of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025

#### To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Supervisory Board respectfully submits to the General Meeting of Shareholders for approval of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025, with details provided in the Report attached to this Proposal.

Respectfully submitting to the General Meeting of Shareholders for consideration and approval. Sincerely,

Ho Chi Minh City, April 05 2025

ON BEHALF OF THE SUPERVISORY BOARD HEAD OF THE SUPERVISORY BOARD

NGUYEN DINH HUNG



Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456 Website: www.frt.vn

#### REPORT OF THE SUPERVISORY BOARD FOR 2024 AND OPERATIONAL PLAN FOR 2025

The Supervisory Board hereby reports on its activities in 2024 and its operational plan for 2025 as follows:

#### I. Activities of the Supervisory Board in 2024

#### 1. Personnel

The Supervisory Board consisted of three members and held two meetings during the year:

No.	Member	Number of Meetings Attended	Percentage of attendance	Voting rate
1	Ngo Thi Minh Hue	2/2	100%	100%
2	Nguyen Dinh Hung	2/2	100%	100%
3	Tran Khuong	2/2	100%	100%

#### 2. Functional activities

#### 2.1 Fully participating in periodic activities

- Participating in the quarterly meetings of the board of directors (BOD);
- Attending extraordinary meetings of the BOD;
- Engaging in the organization of the 2024 Annual General Meeting of Shareholders.

#### 2.2 Supervising operational activities and financial information

- Reviewing the reasonableness, legality, and accuracy in the organization of accounting activities and the preparation of financial statements.
- Assessing the effectiveness of the internal control system and risk management in the preparation and presentation of financial statements.
- Reviewing and concurring with the figures and observations provided by the auditors in the company's financial statements, which were audited by PwC (Vietnam) Limited.

#### 2.3 Supervising compliance and corporate governance by the BOD and Board of Management

- In 2024, the BOD and Board of Management effectively steered the company's business operations in alignment with strategic directions, delivering exceptional results. By year-end, FPT Retail significantly outperformed its growth targets, with consolidated revenue reaching VND 40,104 billion, marking a 26% YoY increase. Consolidated profit before tax for 2024 reached VND 527 billion, exceeding the target by more than four times.
- The BOD has fulfilled its functions, duties, and authority in supervising, directing, and issuing Resolutions and Decisions in alignment with the company's actual circumstances.

#### FPT DIGITAL RETAIL JOINT STOCK COMPANY

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- The Board of Management has been proactive and closely engaged in executing the business plan in accordance with the Resolutions of the General Meeting of Shareholders and the BOD. The Supervisory Board concurs with the assessments presented in the 2024 Business Performance Report and the 2025 strategic direction and objectives set by the Board of Management.
- In 2024, the Supervisory Board did not identify any irregularities in the activities of the members of the BOD or the Board of Management.

### 2.4 Supervising transactions with related parties

- All transactions between the Company and related parties were conducted in compliance with the legal regulations, ensuring the interests of the Company and its shareholders.
- Transactions with related parties also leveraged the inherent advantages of each party to drive mutual business growth and enhance the Company's benefits.

# 2.5 Assessing the coordination between the Supervisory Board, the BOD, the Board of Management, and shareholders

 In 2024, the Supervisory Board closely coordinated with the BOD and the Board of Management in formulating and implementing the Resolutions and Decisions of the BOD and the General Meeting of Shareholders.

#### 3. Remuneration

Head of the Supervisory Board : 0 VND/ year

- Member of the Supervisory Board : 0 VND/ year

- Total remuneration paid in 2024 : 0 VND/ year

#### II. Operational Plan for 2025 of Supervisory Board

- Continuing to supervise the activities of the Board of Directors and the Board of Management in managing and operating business activities in accordance with the Resolutions of the General Meeting of Shareholders, the Company's Charter, and other relevant regulations of the Law on Enterprises and State regulations.
- Reviewing and examining the Company's reports in accordance with the functions and duties of the Supervisory Board.
- Conducting periodic or ad-hoc inspections at the request of shareholders or the Board of Directors during operations to mitigate risks and ensure the Company operates in compliance with the law and the Company's Charter.
- Maintaining the number of Supervisory Board members at three, with no remuneration received.



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Respectfully submitting to the General Meeting of Shareholders.

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD

NGUYEN DINH HUNG



Address: No. 261 – 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456 Website: www.frt.vn

# **PROPOSAL**

Re: Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025

### To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of Socialist Republic of Vietnam on November 26th, 2019 and implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company;
- Pursuant to the 2024 business results and 2025 business plan.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025 as follows:

#### I. Profit Distribution Plan for 2024

In 2024, through the concerted efforts of all employees and the vigilant oversight of the Board of Directors and the timely guidance of the Board of Management, the Company has achieved remarkable milestones, with growth significantly surpassing initial targets.

With regards to the 2024 business results and the Company's financial situation, the Board of Directors kindly propose to the General Meeting of Shareholders the stock dividend distribution at a ratio of 25% (4:1) with details as follows:

Source of Equity: From the undistributed profit after tax of the Parent Company.

**Handling of Odd Shares:** The number of new shares issued for the stock dividend will be rounded down. Odd shares (if any) will be cancelled.

**Additional Listing:** The additional shares issued for the stock dividend will be registered and listed promtly upon issuance.

**Issuance Timing:** After approved by the General Meeting of Shareholders.

#### II. Dividend Payment Plan for 2025

The Board of Directors will propose a dividend distribution plan for 2025 in reference to the actual business performance, ensuring that it does not affect the Company's business operations, and will cordially submit to the General Meeting of Shareholders for consideration and approval at the 2026 Annual General Meeting of Shareholders.



Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456 Website: www.frt.vn

Respectfully submitting to the General Meeting of Shareholders for consideration and approval. Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRWOMAN

NGUYEN BACH DIEP

2025 Annual General Meeting Documents

### FPT DIGITAL RETAIL JOINT STOCK COMPANY

Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456

Website: www.frt.vn

### **PROPOSAL**

Re: 2024 Remuneration for the Board of Directors and Supervisory Board, and the 2025 Remuneration Plan

# To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the following issues:

The remuneration for the Board of Directors and the Supervisory Board for 2024:

:

:

:

:

Chairwoman of the BOD

0 VND/month

Members of the BOD

0 VND/month

Head of Supervisory Board

0 VND/month

Members of Supervisory Board

0 VND/month

Total remuneration paid in 2024

0 VND

The proposed remuneration plan for the Board of Directors and the Supervisory Board for 2025:

Chairwoman of the BOD

0 VND/month

Members of the BOD

0 VND/month

- Head of Supervisory Board

0 VND/month

- Members of Supervisory Board

0 VND/month

Respectfully submitting to the General Meeting of Shareholders for consideration and approval.

Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN

NGUYEN BACH DIEP



Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456 Website: www.frt.vn

### **PROPOSAL**

Re: Selection of an Auditing Firm for the 2025 Financial Statements

## To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations:
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Supervisory Board respectfully submits to the General Meeting of Shareholders for approval of the selection of an Auditing Firm for 2025 Financial Statements as follows:

- Select one (1) of the four (4) Big4 auditing firms to conduct the audit of the Company's Financial Statements for fiscal year 2025, including:
- KPMG Limited
- 2. Deloitte Vietnam Company Limited
- 3. PwC (Vietnam) Limited
- 4. Ernst & Young Vietnam Limited
- Authorize the Board of Directors to select the specific auditing firm.

Respectfully submitting to the General Meeting of Shareholders for consideration and approval. Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD

NGUYEN DINH HUNG

## FPT DIGITAL RETAIL JOINT STOCK COMPANY

Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456

Website: www.frt.vn

# **PROPOSAL**

Re: Approval of Related Party Transactions

# To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders for approval of the transactions with related parties as follows:

(1) Information about FPT Long Chau Pharma Joint Stock Company:

No.	Organization Name	Relationship with the Company	Company Registration Certificate Number, Date and Place of Issuance	Headquarter Address
1	FPT Long	1. Ms. Nguyen Bach Diep -	0315275368;	379-381 Hai Ba
	Chau Pharma	Chairwoman of the BOD at	issued by the	Trung Street, Vo Thi
	Joint Stock	FPT Digital Retail Joint	Department of	Sau Ward, District 3,
	Company	Stock Company,	Planning and	Ho Chi Minh City
	(FPT Pharma)	concurrently Chairwoman of	Investment of Ho	
		the BOD and Chief	Chi Minh City on	
		Executive Officer at FPT	September 17,	
		Pharma	2018, with the	
	77	2. Ms. Nguyen Do Quyen –	11th amendment	
	1	Deputy Chief Executive	on July 31, 2024	
		Officer at FPT Digital Retail		
		Joint Stock Company,		
		concurrently a Member of		
		BOD at FPT Pharma		
		3. Ms. Tran Thi Huyen -		
		Governance Officer, Head		
		of Legal Department at FPT		
		Digital Retail Joint		



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No.	Organization Name	Relationship with the Company	Company Registration Certificate Number, Date and Place of Issuance	Headquarter Address
		Company, concurrently a Member of Supervisory Board at FPT Pharma		ď

- (2) Scope of Transaction: The transactions shall cover the sales of computers, mobile phones, and other products currently offered by FPT Retail (for consumption purposes); purchase of products currently offered by FPT Pharma (for consumption purposes); brand management and utility services fee; allocation of costs for electricity, water, house leasing, and other expenses; capital borrowing and lending; credit guarantees; payment on behalf, collect on behalf; and other contracts or transactions within the approval authority of the General Meeting of Shareholder in accordance with the provisions of the Company Charter and the regulation.
- (3) Effective date of the transaction agreement: take effect from the date of signing.
- (4) The General Meeting of Shareholders collectively agree to authorize the Board of Management to execute and implementation of the agreements and transaction with the aforementioned organization in accordance with regulations. The Board of Management shall be responsible to the law, the Board of Directors, and the General Meeting of Shareholders for the signing and execution of these agreements.

Respectfully submitting to the General Meeting of Shareholders for consideration and approval.

Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN

NGUYEN BACH DIEP

#### FPT DIGITAL RETAIL JOINT STOCK COMPANY

Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456

Website: www.frt.vn

## PROPOSAL

Re: Supplementation to the Company's business lines

# To: The General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of Socialist Republic of Vietnam on June 17th, 2020 and its implementing regulations:
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly of Socialist Republic of Vietnam on November 26th, 2019 and its implementing regulations;
- Pursuant to the Company Charter of FPT Digital Retail Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the supplementation to the Company's business lines as follows:

1. Supplement to the business lines of FPT Digital Retail Joint Stock Company:

No.	Business Lines	Code	Amendment	Reason for the Amendment
1	Other monetary intermediation  Details: Payment agency services (Pursuant to Clause 2 Chapter I and Clause 4 Chapter II of Circular No. 07/2024/TT- NHNN and other applicable legal regulations)	6419	Supplement	Expand into new business sectors to leverage the advantages of the nationwide store network.

#### Notes:

- Other registered business lines will remain unchanged.
- During the process of amending the business registration, the details of the business lines may be adjusted to align with the requirements of the authority.
- Assign the General Director to execute the procedure for amending the Business Registration Certificate and Company Charter and other tasks in accordance with relevant laws.



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Respectfully submitting to the General Meeting of Shareholders for consideration and approval. Sincerely,

Ho Chi Minh City, April 03 2025

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRWOMAN





Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456

Website: www.frt.vn

# FPT DIGITAL RETAIL JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness

No.: ....2025/NQ-ĐHĐCĐ/FRT

Ho Chi Minh City, April 2025

DRAFT

# RESOLUTION

The 2025 Annual General Meeting of Shareholders of FPT Digital Retail Joint Stock Company

#### Recital:

- Pursuant to the 2020 Law on Enterprises and its implementing regulations;
- Pursuant to the 2019 Law on Securities and its implementing regulations;
- Company Charter of FPT Digital Retail Joint Stock Company (the "Company");
- Meeting Minutes of the 2025 Annual General Meeting of Shareholders No....2025/BB-ĐHĐCĐ/FRT dated April 2025;
- Vote-Counting Minutes of the 2025 Annual General Meeting of Shareholders dated April 2025.

### **RESOLVES:**

<u>Article 1</u>. Approve the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025 (Details are provided in the attached Report)

<u>Article 2</u>. Approve the Report on the 2024 Business Performance and the 2025 Business Plan (Details are provided in the attached Report) with the key indicators as follows:

No.			2025 Plan		
	Indicator	Unit	Value	(+/-) % compared to 2024	
1	Consolidated Revenue	billion VND	48,100	20%	
2	Consolidated Profit before Tax	billion VND	900	71%	



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Article 3. Approve the Audited Financial Statements for 2024 (Details are provided in the attached Report)

Article 4. Approve the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025 (Details are provided in the attached Report)

# Article 5. Approve the Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025

#### 1. Profit Distribution Plan for 2024

Approve the stock dividend distribution plan at a ratio of 25% (4:1), with details as follows:

- Source of Equity: From the undistributed profit after tax of the parent company.
- Handling of Odd Shares: The number of new shares issued for the stock dividend will be rounded down. Odd shares (if any) will be cancelled.
- Additional Listing: The additional shares issued for the stock dividend will be registered and listed promtly upon issuance.
- Issuance Timing: After being approved by the General Meeting of Shareholders.

#### 2. Dividend Payment Plan for 2025

The Board of Directors shall propose a dividend distribution plan for 2025 in reference to the actual business performance, ensuring that it does not affect the Company's business operations, and will cordially submit to the General Meeting of Shareholders for consideration and approval at the 2026 Annual General Meeting of Shareholders.

# Article 6. Approve the 2024 Remuneration for the Board of Directors and Supervisory Board, and the 2025 Remuneration Plan

The total remuneration for the members of the Board of Directors and Supervisory Board for 2024 is 0 VND.

The proposed remuneration plan for the members of the Board of Directors and the Supervisory Board for 2025 is 0 VND.

# <u>Article 7.</u> Approve the Proposal of Selection of an Auditing Firm for the 2025 Financial Statements

(Details are provided in the attached Proposal)



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Website: www.frt.vn

# Article 8. Approve the Company's transaction with FPT Long Chau Pharma Joint Stock Company

(Details are provided in the attached Proposal)

# Article 9. Approve the Supplementation to the Company's Business Lines

(Details are provided in the attached Proposal)

This Resolution shall take effect from the date of signing.

#### Recipient:

- Hochiminh Stock Exchange;
- Board of Directors, Supervisory Board, Board of Management, Company Secretary;
- Archive by Admin; BOD.

(Documents for the 2025 Annual General Meeting of Shareholders).

ON BEHALF OF THE 2025 ANNUAL
GENERAL MEETING OF SHAREHOLDERS
CHAIRWOMAN (CHAIRWOMAN OF THE AGM)

NGUYEN BACH DIEP



Address: No. 261 - 263 Khanh Hoi Street, Ward 2, District 4, HCMC

Phone Number: (028) 730 23456

Website: www.frt.vn

## 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

SAMPLE

# VOTING CARD SHAREHOLDER'S CODE: FRT.000...

Shareholder's name: ...

Total number of shares owned: ... shares
Total number of shares authorized: ... shares

Total number of shares with voting rights: ... shares

(Please mark the box corresponding to your chosen opinion for each matter.)

CONTENT	Approve	Disapprove	Abstain
1. Proposal for the Approval of the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025	-		
2. Proposal for the Approval of the Report on the 2024 Business Performance and the 2025 Business Plan			
<b>3.</b> Proposal for the Approval of the Audited Financial Statements for 2024			
<b>4.</b> Proposal for the Approval of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025			
<b>5.</b> Proposal for the Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025			
6. Proposal for Approval of the 2024 Remuneration for the Board of Directors and Supervisory Board, and the 2025 Remuneration Plan			
7. Proposal for the Selection of an Auditing Firm for the 2025 Financial Statements			
8. Proposal for the Approval of Related Party Transactions			
9. Proposal for the Supplementation to the Company's Business Lines			

# **Instructions:**

Shareholders shall mark (X) in one of the three boxes: **Approve/Disapprove/Abstain** for each matter.

Ho Chi Minh City, April 25, 2025

Signature & Full Name of Shareholder

(or Authorized Representative)

