

CÔNG TY CỔ PHẦN FPT
FPT CORPORATION

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

Số/No.: 399./FPT-FAF

Hà Nội, ngày 10 tháng 11 năm 2021
Hanoi, November 10th 2021

CÔNG BỐ THÔNG TIN
TRÊN CÔNG THÔNG TIN ĐIỆN
TỬ CỦA ỦY BAN CHỨNG KHOÁN
NÀH NƯỚC VÀ SGDCK TP.HCM

DISCLOSURE OF INFORMATION
ON THE STATE SECURITIES
COMMISSION'S PORTAL AND
HOCHIMINH STOCK EXCHANGE'S
PORTAL

Kính gửi/ To: - Ủy ban Chứng khoán Nhà nước/ *The State Securities
Commission*
- Sở Giao dịch chứng khoán TP.HCM/ *Hochiminh Stock
Exchange*

- Tên tổ chức / *Organization name*: Công ty Cổ phần FPT/ *FPT Corporation*
- Mã chứng khoán/ *Security Symbol*: FPT/ *FPT*
- Địa chỉ trụ sở chính/ *Address*: Số 10, phố Phạm Văn Bạch, Phường Dịch Vọng, Quận Cầu Giấy, Thành phố Hà Nội, Việt Nam/ *10 Pham Van Bach Street, Dich Vong Ward, Cau Giay District, Hanoi, Vietnam*
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- Người thực hiện công bố thông tin/ *Submitted by*: Ông Dương Hoàng Phú/ *Mr. Duong Hoang Phu*

Chức vụ/ *Position*: Quản lý Quan hệ nhà đầu tư/ *Investor Relations Manager*

Loại thông tin công bố: định kỳ bất thường 24h theo yêu cầu
Information disclosure type: Periodic Irregular 24 hours On demand

Nội dung thông tin công bố: Nghị quyết HĐQT số 01.11-2021/NQ-HĐQTFPT ngày 09/11/2021:

- Phê duyệt phương án và quy chế phát hành cổ phiếu theo chương trình lựa chọn cho cán bộ nhân viên từ nguồn cổ phiếu quỹ.

Content of Information disclosure: *The BOD's Resolution No. 01.11-2021/NQ-HĐQTFPT dated November 09th, 2021:*

- *Approve the plan and policy for the share issuance for employees under employee stock ownership plan from treasury shares.*



Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 10/11/2021 tại đường dẫn: <http://fpt.com.vn/vi/nhadautu/cong-bo-thong-tin>
This information was disclosed on Company/Fund's Portal on date November 10th, 2021
Available at: <https://fpt.com.vn/en/ir/information-disclosure>

Tôi 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/ *I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.*

Đại diện tổ chức
Organization representative

Tài liệu đính kèm/Attachment: Nghị quyết số 01.11-2021/NQ-HĐQT FPT/
The BOD's Resolution No. 01.11 - 2021/NQ-HĐQT FPT

Người CBTT/Party to disclose information



Dương Hoàng Phú

Nơi nhận/Recipient:

- Nhu trên/*As above:*
- Luu/Archived by: VT, FAF/Admin, FAF



No.: 01.11-2021/NQ-HĐQT/FPT

Hanoi, November 09th, 2021

RESOLUTION

**Regarding plan and regulations on the share issuance for employees under
employee stock ownership plan (ESOP) from treasury shares**

FPT CORPORATION'S BOARD OF DIRECTORS

Pursuant to Law on Enterprise No. 59/2020/QH14 dated June 17th, 2020 and guiding documents;

Pursuant to Law on Securities No. 54/2019/QH14 dated November 26th, 2019 and guiding documents;

Pursuant to Company Charter of FPT Corporation (“the Company”);

Pursuant to the Resolution of the 2021 Annual General Shareholder Meeting dated April 08th, 2021;

Pursuant to Minutes of the Board of Directors meeting No. 01.11-2021/BB-HĐQT/FPT dated November 09th, 2021.

RESOLUTED:

Article 1. Implement the resolution of the 2021 Annual General Shareholder Meeting dated April 8th, 2021, approve the plan for share issuance for employees under employee stock ownership plan (ESOP) from treasury shares with the following details:

- Name of the share: Share of FPT Corporation.
- Type of the share: Common share.
- Par value: VND 10,000/share.
- Total number of issued shares: 907,551,649 shares.
- Number of outstanding shares: 907,469,273 shares.
- Number of treasury shares: 82,376 shares (most recent purchase of treasury share: June 30th, 2013).
- Expected number of distributed treasury shares: 82,376 shares.
- Selling price: VND 10,000/share according to the Resolution of 2021 AGM (equivalent to the price the Company purchased the shares in the past).
- Total issued value according to par value: VND 823,760,000.



- Issuance rate (expected number of issued shares/total number of shares): 0.009077% equivalent to 0.009078% (expected number of issued shares/number of outstanding shares).
- Beneficiaries: Key staffs from level 5 upwards; and short-listed talented employees for contributing to company's development according to the Regulations on the share issuance for employees under ESOP from treasury shares.
- The BOD authorizes the Chairman to approve the list of beneficiaries.
- Information on the escrow account to receive the money from the employees:
 - + Account owner: FPT Corporation
 - + Account number: 235291468 at Vietnam Prosperity Bank
- Lock-up period: 03 years from the end of the issuance period.
- Implementing period: within 2021 after receiving the approval from the State Securities Commission in accordance with relevant regulation.
- Purpose of the capital received from the sales of treasury shares: to increase working capital.
- Plan to handle the unsold treasury shares: after the issuance period ends, if the employees do not purchase all the treasury shares, the BOD will continue to distribute the shares to other employees according to the purpose and policy.
- Securities company appointed to act as an agent to sell treasury shares: FPT Securities Joint Stock Company.
- Plan to guarantee the issuance meeting the regulation on the foreign ownership limitation: the shares will only be issued to Vietnamese employees so the issuance will meet the regulation on the foreign ownership limitation.

Article 2. Approve to promulgate the Regulations on share issuance for employees under employee stock ownership plan (ESOP) from treasury shares.

Article 3. This Resolution takes effect on signing date.

Article 4. Members of the Board of Directors, Supervisory Board, Board of Management, teams, as well as related individuals have obligation to execute this Resolution./.

Archived by:

- As per Article 4;
- Admin, BOD office.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Trương Gia Bình

Hanoi, November 09th, 2021

**REGULATION ON THE SHARE ISSUANCE FOR EMPLOYEES UNDER
EMPLOYEE STOCK OWNERSHIP PLAN FROM TREASURY SHARES**

(Issued with the Resolution No.01.11-2021/NQ-HĐQT FPT dated November 09th, 2021)

Article 1: Definition for key terms

In this regulation, these terms are understood as follows:

1. “The Company” is FPT Corporation.
2. “ESOP” is Employee Stock Ownership Plan.
3. “BOD” is the Board of Directors.
4. “AGM” is the Annual Shareholders Meeting of the Company.
5. “SSC” is the State Securities Commission.

Article 2: Legal basis

- Enterprise Law No. 59/2020/QH14;
- Securities Law No. 54/2019/QH14;
- Decree No. 155/2020/NĐ-CP dated December 30th, 2020;
- Circular No. 118/2020/TT-BTC dated December 31st, 2020;
- The Resolution of 2021 AGM dated April 8th, 2021;
- The Company Charter of FPT Corporation.

Article 3: Purpose of ESOP

- The purpose of the share issuance from treasury shares to employees is to tie part of present compensation for senior management with the long-term future development of the Company.
- Encourage senior employees and technology experts to have more notable achievements to contribute to the success and sustainable development of the Company.
- Align the interest of senior leadership with shareholders so that employees can enjoy the rewards of their work as shareholders, maximizing the value of the shares of the Company.

Article 4: Principles of the ESOP

- Expected number of distributed treasury shares: 82,376 shares.
- Type of shares: Common share.
- Lock-up period: 03 years from the end of the issuance period.
- Selling price: VND 10,000/share according to the Resolution of 2021 AGM (equivalent to the price the Company purchased the shares in the past).

Article 5: Criteria of employees to participate in the ESOP

- Key staffs from level 5 upwards; and short-listed talented employees for contributing to company’s development according to the Regulation on the share issuance for employees under ESOP from treasury shares.

- The contribution of the employees is identified using the following criteria:
 - o Complete the assigned tasks or contribute significantly to the success of the Company;
 - o Direct assessment of leaders who are one- or two-level above. The assessment is implemented via OKR of the individual and the department that the individual is working for or supervising.
- Number of shares that each employee can purchase is calculated based on:
 - o Achievement of the employees;
 - o Level of the employees;
 - o Effectiveness score of the department/unit;
 - o Market price of the shares.
- Employees who have long-term commitment and volunteer to participate in ESOP according to the criteria and standards of this Regulation.

Article 6: List of the employees participating in the ESOP

The detailed list of the employees participating in the ESOP is determined by unit leaders according to the above assessment and is approved by the Chairman of the BOD.

Article 7: Benefits of the employees participating in the ESOP

Employees who participate in the ESOP will have the following benefits:

- Purchase the number of treasury shares at par value according to their achievement;
- Enjoy all the rights and benefits of shareholders according to the regulation and the Charter of the Company.

Article 8: Transferring rights

- Employees who are chosen to participate in the ESOP cannot transfer the right to purchase treasury shares.
- The shares will have a lock-up period of 03 years after the end of the issuance period.

Article 9: Payment for the treasury shares

- Employees purchase the treasury shares by transferring the money in VND to the Company's escrow account with the following details:
 - + Account owner: FPT Corporation
 - + Account number: 235291468 at Vietnam Prosperity Bank
- Time and location to register and pay for shares: as announced by the Company.

Article 10: Plan to handle the unsold treasury shares

After the issuance period ends, if the employees do not purchase all the treasury shares, the BOD will continue to distribute the shares to other employees according to the purpose and regulation above.



Article 11: Enforcement terms

- The Regulation takes effect from the date of signing.
- The amendment and addition of the Regulation shall be decided by the BOD of the Company.
- In case the legal document contains new regulation related to the offering of treasury shares under the ESOP, the Regulation will be adjusted accordingly.

**ON BEHALF OF THE BOD
CHAIRMAN**



[Handwritten Signature]
Truong Gia Binh

