

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: 70./FPT-FAF
No.: 70./FPT-FAF

Hà Nội, ngày 16 tháng 03 năm 2022
Hanoi, March 16th 2022

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
IRREGULAR INFORMATION DISCLOSURE

Kính gửi: Ủy ban Chứng khoán Nhà nước
Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh
To: The State Securities Commission
Hochiminh Stock Exchange

1. Tên tổ chức/*Name of organization*: Công ty Cổ phần FPT/ *FPT Corporation*
- Mã chứng khoán / *Stock code*: FPT/ *FPT*
- Địa chỉ/*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*
- Điện thoại liên hệ/*Tel.*: 024. 7300 7300 Fax: 024. 3768 7410
- E-mail: ir@fpt.com.vn website: <https://fpt.com.vn>

2. Nội dung thông tin công bố: Công bố thông tin Nghị quyết HĐQT số 02.03-2022/NQ-HĐQT/FPT ngày 15/03/2022:

Điều 1: Phê duyệt phương án phát hành cổ phiếu theo chương trình lựa chọn cho cán bộ nhân viên có thành tích đóng góp trong năm 2021.

Điều 2: Thông qua việc ban hành Quy chế phát hành cổ phiếu theo chương trình lựa chọn cho cán bộ nhân viên có thành tích đóng góp trong năm 2021.

Điều 3: Thông qua danh sách cán bộ nhân viên được tham gia chương trình phát hành cổ phiếu theo chương trình lựa chọn cho cán bộ nhân viên có thành tích đóng góp trong năm 2021.

Điều 4: Phê duyệt phương án phát hành cổ phiếu theo chương trình lựa chọn cho cán bộ lãnh đạo cấp cao.



Điều 5: Thông qua việc ban hành Quy chế phát hành cổ phiếu theo chương trình lựa chọn cho cán bộ lãnh đạo cấp cao trong năm 2022.

Điều 6: Thông qua danh sách cán bộ nhân viên được tham gia chương trình phát hành cổ phiếu theo chương trình lựa chọn cho cán bộ lãnh đạo cấp cao trong năm 2022 đính kèm Nghị quyết này.

Điều 7: Thông qua đề xuất sửa đổi con dấu Công ty theo mẫu chi tiết như tờ trình đính kèm.

Điều 8: Thông qua việc tái bổ nhiệm Tổng Giám đốc Nguyễn Văn Khoa nhiệm kỳ 3 năm tiếp theo từ 29/03/2022 đến hết ngày 28/03/2025.

Contents of disclosure: The BOD's Resolution No 02.03-2022/NQ-HĐQT/FPT dated March 15th, 2022:

Article 1: Approve the plan to issue shares under the ESOP plan for employees with outstanding contributions in 2021.

Article 2: Approve the issuance of the Regulation on the issuance of shares under the ESOP plan for employees with outstanding contributions in 2021.

Article 3: Approve the list of employees eligible to participate in the stock issuance program under the ESOP plan for employees with outstanding contributions in 2021.

Article 4: Approve the plan to issue shares under the ESOP plan for senior leaders.

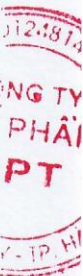
Article 5: Approve the issuance of the Regulation on the issuance of shares under the ESOP plan for senior leaders in 2022.

Article 6: Approve the list of employees eligible to participate in the stock issuance program under the ESOP plan for senior leaders in 2022 attached to this Resolution.

Article 7: Approve the proposal to amend the Company's seal according to the attached report.

Article 8: Approve the re-appointment of CEO Nguyen Van Khoa for the next 3-year term from March 29, 2022 to the end of March 28, 2025.

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 16/03/2022 tại đường dẫn <https://fpt.com.vn/vi/nhadautu/thong-tin-cong-bo/> This information was published on the company's website on March 16th 2022, as in the link <https://fpt.com.vn/en/ir/information-disclosures>



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 provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm/Attached documents: Nghị quyết HĐQT số 02.03-2022/NQ-HĐQT/FPT/*The BOD's Resolution No. 02.03-2022/NQ-HĐQT/FPT.*

Đại diện tổ chức
Organization representative

Người được UQ CBTT
Person authorized to disclose information



Dương Hoàng Phú



No.: 02.03-2022/NQ-HĐQT/FPT

Hanoi, March 15th, 2022

**BOARD OF DIRECTORS RESOLUTION
FPT CORPORATION**

BOARD OF DIRECTORS OF FPT CORPORATION

Pursuant to Law on Enterprise dated June 17th, 2020;
Pursuant to the Law on Securities dated November 26th, 2019;
Pursuant to the Government's Decree No. 155/2020/ND-CP on December 31, 2020,
detailing the implementation of a number of articles of the Securities Law
Pursuant to Company Charter of FPT Corporation (“the Company”);
Pursuant to Minutes of the Board of Directors’ meeting No 02.03-2021/BB-HĐQT/FPT
dated March 14th, 2022.

DECIDED:

Article 1: Implementing the resolution of the 2020 Annual General Meeting of Shareholders dated April 8th, 2020, approve the proposal of share issuance under employee stock ownership plan (“ESOP”) for employees with stunning contribution in 2021, details as follows:

- 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: 907,551,649 cổ phiếu.
- Number of treasury shares: 0 shares.
- Selling price: VND 10,000/share according to the Resolution of the 2020 AGM.
- Expected number of issued shares: 4,537,265 shares.
- Total expected issued value according to par value: VND 45,372,650,000.
- Issuance rate (expected number of issued shares/total number of shares): do not exceed 0.5% of the total outstanding shares of the Company at the time of issuance.
- Beneficiaries: Key staffs from level 4 upwards; and short-listed talented employees for contributing to company’s development according to the Policy on the share issuance for employees with outstanding performance under ESOP.
- Expected list of participants is attached to this proposal.
- 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 2022 after the audited financial statements are issued and approved by State Securities Commission and in accordance with relevant regulation.
- Purpose of the capital received from the sales of issued shares: to increase working capital
- Plan to handle the unsold issued shares: after the issuance period ends, if the employees do not purchase all the expected issued shares, the BOD will continue to distribute the shares to other employees according to the above purpose and policy.
- Plan to guarantee the issuance meeting the regulation on the foreign ownership limitation: all participants in the list of employees under ESOP are Vietnamese, so the issuance will meet the regulation on the foreign ownership limitation.
- Authorize the Chairman of the BOD to decide the workload and sign the relevant documents, including the following tasks:
 - o Decide the specific time for the issuance;
 - o Report to the competent authority on the issuance, carry out relevant procedures in accordance with the law, the competent authority;
 - o Carry out the procedures for registration of shares issuance, additional depository registration, additional listing of issued shares;
 - o Amend the Company's Charter to increase the charter capital and carry out procedures to increase the charter capital according to the results of the issuance-batch at the competent authorities in accordance with the law;
 - o Other tasks to complete the issuance in accordance with the Company's operations, regulations of law and requirements of competent authorities.

Article 2: Approve to promulgate the regulation on share issuance under ESOP for employees with outstanding contribution in 2021 as attached.

Article 3: Approve the list of participants of the share issuance under ESOP for employees with outstanding contribution in 2021 as attached.

Article 4: Implementing the resolution of the 2020 Annual General Meeting of Shareholders dated April 8th, 2020, approve the proposal of share issuance under ESOP for senior managers in 2022, details are as follows:

- 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: 907,551,649 cổ phiếu.
- Number of treasury shares: 0 shares.
- Selling price: VND 10,000/share according to the Resolution of the 2020 AGM.
- Expected number of issued shares: 2,107,000 shares.
- Total expected issued value according to par value: VND 21,070,000,000.
- Issuance rate (expected number of issued shares/total number of shares): do not exceed 0.233% of the total outstanding shares of the Company at the time of issuance.

- Beneficiaries: Young senior managers approved by the BOD, with achievements in contributing and potential to develop the Company in the future, ready for long-term commitment to to the Company's development.
- Expected list of participants is attached to this proposal.
- 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: 10 years from the end of the issuance period.
- Implementing period: within 2022 after the audited financial statements are issued and approved by State Securities Commission and in accordance with relevant regulation.
- Purpose of the capital received from the sales of issued shares: to increase working capital
- Plan to handle the unsold issued shares: after the issuance period ends, if the employees do not purchase all the expected issued shares, the BOD will continue to distribute the shares to other employees according to the above purpose and policy.
- Plan to guarantee the issuance meeting the regulation on the foreign ownership limitation: all participants in the list of employees under ESOP are Vietnamese, so the issuance will meet the regulation on the foreign ownership limitation.
- Authorize the Chairman of the BOD to decide the workload and sign the relevant documents, including the following tasks:
 - o Decide the specific time for the issuance;
 - o Report to the competent authority on the issuance, carry out relevant procedures in accordance with the law, the competent authority;
 - o Carry out the procedures for registration of shares issuance, additional depository registration, additional listing of issued shares;
 - o Amend the Company's Charter to increase the charter capital and carry out procedures to increase the charter capital according to the results of the issuance-batch at the competent authorities in accordance with the law;
 - o Other tasks to complete the issuance in accordance with the Company's operations, regulations of law and requirements of competent authorities.

Article 5: Approve to promulgate the regulation on share issuance under ESOP for senior managers in 2022 as attached.

Article 7: Approve the amendment of the Company seal with unchanged number of seals, as following. The new seal takes effect officially on 01/07/2022.



THE EXISTING SEAL



THE NEW SEAL

Article 8: Approve to re-appoint Mr. Nguyen Van Khoa as Chief Executive Officer for the next 3-year term from March 29th, 2022 to March 28th, 2025.

Article 9: This resolution takes effect on signing date.

Article 10: Board of Directors, Board of Supervisors, Board of Management of FPT Corporation, and the relevant entities/individuals are obliged to execute this Resolution./.

To:

- As Article 10;
- BOD Office.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



The stamp is circular and red, containing the text: "M.S.D.N - 0101248141 - C.T.C", "CÔNG TY CỔ PHẦN", "FPT", and "Q. CAU GIAY - TP. HANOI". A blue ink signature is written over the stamp.

Truong Gia Binh



A partial red stamp on the right edge of the page, showing the text "C.T.C" and "NGI".

**REGULATION ON THE SHARE ISSUANCE
UNDER THE EMPLOYEE STOCK OWNERSHIP PLAN FOR
CONTRIBUTING EMPLOYEES IN 2021**

(Issued under Regulation No 02.03-2022/NQ-HĐQT FPT on March 15th, 2022)

Article 1: Definition of Terms:

In this regulation, these following terms are understood as follows:

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

Article 2: Pursuant to:

- Law on Enterprises No. 59/2020/QH14;
- Law on Securities No. 54/2019/QH14;
- Decree 155/2020/NĐ-CP, dated on 31/12/2020, of the Government on the implementation of Law on Securities;
- Circular No. 118/2020/TT-BTC, dated on 31/12/2020, of the Ministry of Finance on the offering/ issuance of securities, public offering/repurchase of shares, registration of a public company and cancellation of the status of a public company.
- Resolution of the Company’s 2020 Annual General Meeting of Shareholders, dated on 08/04/2020;
- Charter of the Company.

Article 3: Objectives of the Employee Stock Ownership Plan:

- The issuance of shares to employees aims to link a part of today's income of senior managers with the long-term development of the Company.
- Encourage senior employees, technology experts with excellent performance in their work, having made important contributions to the development of the Company, to make long-term dedication and ensure the sustainable development of the Company.
- Align the interests of senior officials with the interests of shareholders, as such officers can benefit from the results of their own efforts as a shareholder, thereby maximizing the value of the Company's shares.

Article 4: Basic principles of the ESOP plan:

- Number of shares to be issued: The total number of shares to be issued under this Program shall not exceed 0.5% of the total number of outstanding shares at the time of issuance.
- Type of shares: Common shares.
- Lock-up period: 03 years from the date on which the issuance is complete.



- Selling price: Employees are eligible to buy a certain number of the above shares at par value of VND 10,000/share.

Article 5: Beneficiaries:

- Level 4 employee or higher and specific employees, that are approved by the Board of Directors, with important contributions to the development of the Company.
- Contribution of employees are determined through the following assessments:
 - o Complete the assigned work, or have excellent performance that is beneficial to the Company's business;
 - o Direct assessment of 01-and-02-level-above leaders. The evaluation is done through the OKR assessment of the individuals, the department in which that individual works or is in charge.
- The number of shares each employee can buy under the program is determined according to the following coefficients:
 - o Work achievements in 2021;
 - o Level of staff;
 - o Performance score of that division/unit in 2021;
 - o Market price of the stock.
- Qualified employees with long-term commitment voluntarily participate in the ESOP program according to the conditions and standards in this Regulation.

Article 6: List of beneficiaries:

The specific list of employees who can participate in the ESOP program is proposed by the leaders of each unit based on the above assessment and approved by the Board of Directors. The detailed list is attached.

Article 7: Benefits of employees when participating in the ESOP plan

Employees participating in the ESOP program enjoy the following benefits:

- To buy the number of shares at par value corresponding to their achievements;
- To receive all rights and benefits of common shareholders in accordance with the law and the company's charter.

Article 8: Transfer rights

- Employees selected to participate in the ESOP program are not allowed to transfer their right to buy ESOP shares.
- ESOP shares are restricted from being transferred within 03 years from the date on which the offering is complete.

Article 9: Payment for the purchase of shares under ESOP program:

- Employees pay for the purchase of ESOP stock in Vietnam Dong by transferring money to the Company's escrow account, details as follows:
 - o Account holder: FPT Corporation
 - o Account number: 235291468, opened at Vietnam Prosperity Commercial Joint Stock Bank

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- Time and place for the registration and payment of ESOP shares: According to the announcement of the Company.

Article 10: Plans to handle arising cases

1. The number of shares that employees have not registered to buy will continue to be distributed by the Board of Directors to other employees according to the purposes and principles above.
2. In case an employee dies during the lockup period, all rights and obligations will be left as inheritance according to the provisions of law, and at the same time, the restriction on such shares will be cancelled from the time of the inheritance.
3. In case an employee retires under the regime, or suffers an accident or illness to the point that he or she cannot continue to deliver work according to the labor contract, he or she can still hold the shares, but the transfer is still restricted, except for the case that the Chairman of the Board of Directors decides otherwise in writing.

Article 11: Terms of execution

- This Regulation takes effect on signing date.
- The amendment and supplementation of this Regulation shall be decided by the Board of Directors of the Company.
- In case the legal document contains new regulations related to the issuance of shares under the ESOP program, this Regulation will be adjusted accordingly.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



Trương Gia Bình

Hà Nội, ngày 15 tháng 03 năm 2022

**DANH SÁCH NGƯỜI LAO ĐỘNG THAM GIA MUA CỔ PHIẾU
THEO CHƯƠNG TRÌNH LỰA CHỌN CHO CÁN BỘ NHÂN VIÊN
CƠ THẠNH TÍCH ĐÓNG GÓP TRONG NĂM 2021**

Đính kèm theo Nghị quyết Hội đồng quản trị số 01.03-2022/NQ-HĐQT/FPT

STT	Họ Tên	Quốc tịch
1	Phạm Minh Tuấn	Việt Nam
2	Chu Thị Thanh Hà	Việt Nam
3	Nguyễn Khải Hoàn	Việt Nam
4	Đỗ Văn Khắc	Việt Nam
5	Đặng Trần Phương	Việt Nam
6	Nguyễn Quang Hòa	Việt Nam
7	Trần Đăng Hòa	Việt Nam
8	Nguyễn Đức Kính	Việt Nam
9	Lê Vĩnh Thành	Việt Nam
10	Lê Hồng Hải	Việt Nam
11	Đào Duy Cường	Việt Nam
12	Bùi Hoàng Tùng	Việt Nam
13	Nguyễn Hoàng Trung	Việt Nam
14	Trần Văn Dũng	Việt Nam
15	Tạ Trần Minh	Việt Nam
16	Vũ Tiến Đạt	Việt Nam
17	Nguyễn Việt Vương	Việt Nam
18	Nguyễn Đức Quỳnh	Việt Nam
19	Nguyễn Văn Vinh	Việt Nam
20	Nguyễn Thị Lan Hương	Việt Nam
21	Nguyễn Vân Anh	Việt Nam
22	Đào Ngọc Tú	Việt Nam
23	Nguyễn Tuấn Phương	Việt Nam
24	Hoàng Mạnh Hà	Việt Nam
25	Nguyễn Đức Hoanh	Việt Nam
26	Vũ Văn Đông	Việt Nam
27	Lã Quang Vinh	Việt Nam
28	Hà Minh Tuấn	Việt Nam
29	Nguyễn Thụy Anh	Việt Nam
30	Nguyễn Quốc Đông	Việt Nam
31	Trương Kiều Linh	Việt Nam
32	Nguyễn Thành Tài	Việt Nam
33	Nguyễn Quang Dũng	Việt Nam
34	Nguyễn Thị Thùy Dương	Việt Nam
35	Nguyễn Ngọc Bích	Việt Nam
36	Trần Tiến Phước	Việt Nam
37	Đặng Khải Hoàn	Việt Nam

38	Huỳnh Xuân Thi	Việt Nam
39	Nguyễn Quang Hòa	Việt Nam
40	Lê Hồng Lĩnh	Việt Nam
41	Nguyễn Thị Thu Hiền	Việt Nam
42	Chu Cảnh Chiêu	Việt Nam
43	Lê Xuân Lộc	Việt Nam
44	Doãn Phú Tài	Việt Nam
45	Trịnh Văn Trọng	Việt Nam
46	Nguyễn Thị Thanh Trang	Việt Nam
47	Mai Minh Hải	Việt Nam
48	Phạm Quang Hữu	Việt Nam
49	Võ Thị Bích Hạnh	Việt Nam
50	Lê Thanh Vân	Việt Nam
51	Trần Hồng Chung	Việt Nam
52	Nguyễn Khắc Hiệp	Việt Nam
53	Phạm Tùng Dương	Việt Nam
54	Ngô Minh Trí	Việt Nam
55	Lê Thùy Ánh Xuân	Việt Nam
56	Nguyễn Tú Huyền	Việt Nam
57	Đỗ Ngọc Hoàng	Việt Nam
58	Trần Hoàng Giang	Việt Nam
59	Bùi Đình Giáp	Việt Nam
60	Dương Kiều Oanh	Việt Nam
61	Nguyễn Xuân Phong	Việt Nam
62	Phùng Quang Đạt	Việt Nam
63	Nguyễn Trần Hùng	Việt Nam
64	Lê Hoài Bảo	Việt Nam
65	Nguyễn Hoàng Linh	Việt Nam
66	Nguyễn Đình Vĩnh An	Việt Nam
67	Trịnh Sao Mai	Việt Nam
68	Trương Gia Bình	Việt Nam
69	Bùi Quang Ngọc	Việt Nam
70	Đỗ Cao Bảo	Việt Nam
71	Nguyễn Văn Khoa	Việt Nam
72	Nguyễn Thê Phương	Việt Nam
73	Hoàng Việt Anh	Việt Nam
74	Vũ Anh Tú	Việt Nam
75	Hoàng Hữu Chiến	Việt Nam
76	Chu Quang Huy	Việt Nam
77	Nguyễn Xuân Việt	Việt Nam
78	Võ Đặng Phát	Việt Nam
79	Phạm Thị Quỳnh Vi	Việt Nam
80	Trịnh Thị Hồng	Việt Nam
81	Trịnh Thị Thùy Linh	Việt Nam
82	Trần Khương	Việt Nam

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83	Ngô Văn Vương	Việt Nam
84	Bùi Nguyễn Phương Châu	Việt Nam
85	Nguyễn Thị Kim Phương	Việt Nam
86	Lê Hồng Việt	Việt Nam
87	Nguyễn Ngọc Minh	Việt Nam
88	Lương Hữu Tuấn	Việt Nam
89	Hoàng Chí Hiếu	Việt Nam
90	Lê Hùng Cường	Việt Nam
91	Nguyễn Thị Thanh Thủy	Việt Nam
92	Dương Dũng Triều	Việt Nam
93	Nguyễn Hoàng Minh	Việt Nam
94	Đỗ Sơn Giang	Việt Nam
95	Trần Trung Thành	Việt Nam
96	Nguyễn Xuân Việt	Việt Nam
97	Phạm Thanh Tùng	Việt Nam
98	Phạm Thúy Loan	Việt Nam
99	Trần Phong Lâm	Việt Nam
100	Đình Tiên Hoàng	Việt Nam
101	Lê Nguyên Diệm	Việt Nam
102	Đào Hồng Giang	Việt Nam
103	Trần Thế Hiền	Việt Nam
104	Đặng Đức Kính	Việt Nam
105	Nguyễn Tiến Dũng	Việt Nam
106	Quan Bảo Thắng	Việt Nam
107	Lý Thế Dũng	Việt Nam
108	Chu Khánh Hòa	Việt Nam
109	Thân Minh Ngọc	Việt Nam
110	Đặng Trường Thạch	Việt Nam
111	Huỳnh Minh Quân	Việt Nam
112	Nguyễn Duy Phước	Việt Nam
113	Hoàng Nguyễn Ngọc Thi	Việt Nam
114	Đào Gia Hạnh	Việt Nam
115	Đậu Trần Trung	Việt Nam
116	Ngô Thị Minh Huệ	Việt Nam
117	Ngô Tuấn Khiêm	Việt Nam
118	Dương Văn Thủy	Việt Nam
119	Nguyễn Thanh Tùng	Việt Nam
120	Lê Thanh Xuân	Việt Nam
121	Đặng Thị Ái Vân	Việt Nam
122	Chu Mạnh Hường	Việt Nam
123	Nguyễn Văn Nam	Việt Nam
124	Huỳnh Hồng Ân	Việt Nam
125	Đình Hữu Hùng	Việt Nam
126	Tô Thanh Nhân	Việt Nam
127	Phạm Thu Liên	Việt Nam



128	Trần Hiền	Việt Nam
129	Dương Thị Vân Anh	Việt Nam
130	Lê Thị Thanh Huyền	Việt Nam
131	Lê Thị Tố Uyên	Việt Nam
132	Đỗ Thị Ngọc Mai	Việt Nam
133	Đỗ Thị Thanh Nga	Việt Nam
134	Nguyễn Thị Phương Liên	Việt Nam
135	Lê Huy Hoàng	Việt Nam
136	Đường Tất Toàn	Việt Nam
137	Phạm Thiện Duy	Việt Nam
138	Nguyễn Duy Hiền	Việt Nam
139	Đào Trọng Nguyên	Việt Nam
140	Lê Việt Cường	Việt Nam
141	Bùi minh Vũ	Việt Nam
142	Phuong Đình Chiến	Việt Nam
143	Nguyễn anh Quân	Việt Nam
144	Nguyễn minh Đức	Việt Nam
145	Ninh Lê Sơn Hải	Việt Nam
146	Lê Trường Tùng	Việt Nam
147	Nguyễn Khắc Thành	Việt Nam
148	Trần Ngọc Tuấn	Việt Nam
149	Vũ Chí Thành	Việt Nam
150	Nguyễn Xuân Phong	Việt Nam
151	Trần Tuấn Cường	Việt Nam
152	Lê Thị Hồng Hạnh	Việt Nam
153	Nguyễn Việt Thắng	Việt Nam
154	Nguyễn Kim Ánh	Việt Nam
155	Hoàng Việt Hà	Việt Nam
156	Nguyễn Nhật Tân	Việt Nam
157	Phan Trường Lâm	Việt Nam
158	Nguyễn Phương Anh	Việt Nam
159	Ngô Thanh Tùng	Việt Nam
160	Trần Văn Nam	Việt Nam
161	Tạ Ngọc Cầu	Việt Nam
162	Nguyễn Thị Tân	Việt Nam
163	Phạm Thị Khánh Ly	Việt Nam
164	Nguyễn Trường Sơn	Việt Nam
165	Mai Thị Diễm Hương	Việt Nam
166	Nguyễn Hữu Hiệp	Việt Nam
167	Nguyễn Minh Thu	Việt Nam
168	Bùi Quang Hùng	Việt Nam
169	Nguyễn Hùng Quân	Việt Nam
170	Vũ Thu Chính	Việt Nam
171	Lê Bình Trung	Việt Nam

**REGULATION ON THE SHARE ISSUANCE
UNDER EMPLOYEE STOCK OWNERSHIP PLAN
FOR SENIOR MANAGERS**

(Issued under Regulation No 02.03-2022/NQ-HĐQT FPT on March 15th, 2022)

Article 1: Definition of Terms:

In this regulation, these following terms are understood as follows:

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

Article 2: Pursuant to:

- Law on Enterprises No. 59/2020/QH14;
- Law on Securities No. 54/2019/QH14;
- Decree 155/2020/NĐ-CP, dated on 31/12/2020, of the Government on the implementation of Law on Securities;
- Circular No. 118/2020/TT-BTC, dated on 31/12/2020, of the Ministry of Finance on the offering/issuance of securities, public offering/repurchase of shares, registration of a public company and cancellation of the status of a public company.
- Resolution of the Company’s 2020 Annual General Meeting of Shareholders, dated on 08/04/2020;
- Charter of the Company.

Article 3: Objectives of the Employee Stock Ownership Plan:

- Ensure the development and maximization of shareholder value through the ESOP plan for next generation of leadership of the Company.
- Align the interest of the young senior managers with the interests of shareholders and the Company, thereby maximizing the value of the company's shares.

Article 4: Basic principles of the ESOP Program

- Number of shares issued: The total number of shares to be issued under this Program shall not exceed 0.25% of the total number of outstanding shares at the time of issuance.
- The actual issuance rate does not exceed 0.232%, calculated by the formula: $X_P + X_{TSR}$

Whereas:

- $X_P = 0,2\% * 70\% * \frac{\text{Actual P growth}}{\text{Target P growth}}$ does not exceed 0,175%
- $X_{TSR} = 0,2\% * 30\% * \frac{\text{Actual TSR}}{\text{Target TSR}}$ does not exceed 0,075%
- Target P growth: 20% per annum



- Actual P growth (Growth in profit after tax of parent company's shareholders in 2021): 22.5%
- Target TSR: 10% per annum
- Actual TSR: 84%

(*): $TSR = \frac{\text{end-of-year stock price} - \text{beginning-of-year stock price} + \text{cash dividend}}{\text{Beginning-of-year stock price}}$. The stock price will be adjusted in case of a stock split.

- Type of shares: Common shares with lock-up period.
- Lock-up period: 10 years from the date on which the issuance is complete.
- Selling price: Employees are eligible to buy a certain number of the above shares at par value of VND 10,000/share.

Article 5: Beneficiaries:

- Young senior managers approved by the Board of Directors, with a record of contributions, the potential to develop the Company in the future, and long-term commitment for the development of the Company.
- The number of shares each employee can buy under the program is determined by the following coefficients:
 - Achievements and effectiveness during their time working at the Company;
 - Level of staff;
- Qualified employees with long-term commitment voluntarily participate in the ESOP program according to the conditions and standards in this Regulation.

Article 6: List of beneficiaries:

The specific list of employees who can participate in the ESOP program is approved by the Board of Directors. The detailed list is attached.

Article 7: Benefits of employees when participating in the ESOP plan

Employees participating in the ESOP program enjoy the following benefits:

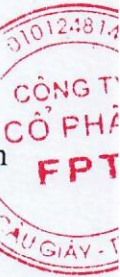
- To buy the number of shares at par value corresponding to their achievements;
- To receive all rights and benefits of common shareholders in accordance with the law and the company's charter.

Article 8: Transfer rights

- Employees selected to participate in the ESOP program are not allowed to transfer their right to buy ESOP shares.
- ESOP shares are restricted from being transferred within 10 years from the date on which the offering is complete.

Article 9: Payment for the purchase of shares under ESOP program:

- Employees pay for the purchase of ESOP stock in Vietnam Dong by transferring money to the Company's escrow account, details as follows:
 - Account holder: FPT Corporation



- Account number: 235291959, opened at Vietnam Prosperity Commercial Joint Stock Bank
- Time and place for the registration and payment of ESOP shares: According to the announcement of the Company.

Article 10: Plans to handle arising cases

1. The number of shares that employees do not buy will continue to be distributed by the Board of Directors to other employees according to the purposes and principles above.
2. In case an employee dies during the lock-up period, all rights and obligations will be left as inheritance according to the provisions of law, and at the same time, the restriction on such shares will be cancelled from the time of the inheritance.
3. In case an employee retires or suffers an accident or illness to the point that he or she cannot continue to deliver work according to the labor contract, he or she can still hold the shares, but the transfer will still be restricted, except for the case that the Chairman of the Board of Directors decides otherwise in writing.

Article 11: Terms of execution

- This Regulation takes effect on signing date.
- The amendment and supplementation of this Regulation shall be decided by the Board of Directors of the Company.
- In case the legal document contains new regulations related to the issuance of shares under the ESOP program, this Regulation will be adjusted accordingly.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



Trương Gia Bình



Hà Nội, ngày 15 tháng 03 năm 2022

**DANH SÁCH NGƯỜI LAO ĐỘNG THAM GIA MUA CỔ PHIẾU THEO
CHƯƠNG TRÌNH LỰA CHỌN CHO CÁN BỘ LÃNH ĐẠO CẤP CAO**

Đính kèm theo Nghị quyết Hội đồng quản trị số 01.03-2022/NQ-HĐQT/FPT



STT	Họ Tên	Quốc tịch
1	Nguyễn Văn Khoa	Việt Nam
2	Nguyễn Thế Phương	Việt Nam
3	Hoàng Việt Anh	Việt Nam