

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

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

Số/No: 15.2025/FRT – FAF

Hà Nội, ngày 26 tháng 4 năm 2025

Hanoi, April 26, 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@firt.vn Website: <https://firt.vn/>

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

Nghị quyết và Biên bản Đại hội đồng cổ đông thường niên năm 2025/ *Resolutions and Meeting Minutes of 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 26 tháng 4 năm 2025 tại đường dẫn: <https://firt.vn/quan-he-co-dong> mục Đại hội đồng cổ đông.

This information was published on the Company's website on April 26, 2025, at the following link:
<https://firt.vn/en/investor-relations> 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*;
- Lưu/ *Archived by*: VT, FAF/ *Admin*,
FAF

Tài liệu đính kèm/ Attachment:

Nghị quyết và Biên bản Đại hội đồng
cổ đông thường niên năm 2025/
*Resolutions and Meeting Minutes of
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 disclosure

GIÁM ĐỐC TÀI CHÍNH

Chief Financial Officer



PHẠM DUY HOÀNG NAM

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.01.2025/BBĐHĐCĐ/FRT dated April 25, 2025;
- Vote-Counting Minutes of the 2025 Annual General Meeting of Shareholders dated April 25, 2025.

RESOLVES:

Article 1. 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)

Article 2. 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.	Indicator	Currency Unit	2025 Plan	
			Value	(+/-) % compared to 2024
1	Consolidated Revenue	billion VND	48,100	20 %
2	Consolidated Profit before Tax	billion VND	900	71 %

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 promptly upon issuance.
- **Issuance Timing:** After being approved by the General Meeting of Shareholders.
(Details are provided in the attached Plan)

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.

Article 7. Approve the Proposal of Selection of an Auditing Firm for the 2025 Financial Statements

(Details are provided in the attached Proposal)

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;
 - To Archive.
- (Documents of the 2025 Annual General Meeting of Shareholders).

**ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS**

**CHAIRPERSON OF THE BOARD OF
DIRECTORS (CHAIRPERSON OF THE AGM)**



NGUYEN BACH DIEP



MEETING MINUTES
THE 2025 GENERAL MEETING OF SHAREHOLDERS OF
FPT DIGITAL RETAIL JOINT STOCK COMPANY

Company name	FPT Digital Retail Joint Stock Company (FRT)
Address	261 – 263 Khanh Hoi, Ward 2, District 4, Ho Chi Minh City
Business registration number	0311609355 first issued by the Department of Planning and Investment of Ho Chi Minh City on March 8, 2012, 55th change on October 4, 2023
Time	At 13:30, April 25, 2025
Venue	Hilton Saigon Hotel, 11 Me Linh Square, Ben Nghe Ward, District 1, Ho Chi Minh City, Vietnam.
Meeting agenda and contents	According to the agenda of the 2025 Annual General Meeting of Shareholders as approved by the General Meeting of Shareholders (Attached to these Minutes)
Chairperson of the meeting	Ms. Nguyen Bach Diep
Secretary of the meeting	Ms. Tran Thi Huyen and Ms. Nguyen Thi Thu
Total Number of participants (at the time of voting)	The total number of participants was 121, the number of authorized representatives was 107, representing 101,985,409 voting ballots, accounting for 74.8559% of the total number of voting ballots of all shareholders entitled to vote.

PROCEEDINGS OF THE MEETING (In chronological order)

I. REPORT ON THE VERIFICATION OF SHAREHOLDER ELIGIBILITY

Mr. Nguyen Dinh Hung - Head of the Supervisory Board, on behalf of the Shareholder Eligibility Verification Committee, presented the report on the verification of the eligibility of shareholders attending the Meeting (the detailed report is attached).

II. OPENING CEREMONY OF THE MEETING

1. The Organizing Committee declared the opening of the Meeting and invited Ms. Nguyen Bach Diep – Chairperson of the Board of Directors – to chair over the Meeting.
2. **Presidium of the Meeting**
Ms. Nguyen Bach Diep invited Mr. Hoang Trung Kien - Member of the Board of Directors, Chief Executive Officer; Mr. Nguyen Viet Anh - Deputy Chief Executive Officer; Ms. Nguyen Do Quyen - Deputy Chief Executive Officer; Mr. Pham Duy Hoang Nam - Chief Financial Officer to the Presidium table to co-chair the Meeting.
3. **Secretaries of the Meeting and the Vote-Counting Committee:**
 - 3.1. Ms. Nguyen Bach Diep - Chairperson of the Meeting - appointed the following individuals as secretaries of the Meeting:
 - Ms. Tran Thi Huyen
 - Ms. Nguyen Thi Thu
 - 3.2. Ms. Nguyen Bach Diep - Chairperson of the Meeting - nominated the following individuals as members of the Vote-Counting Committee, unanimously approved by the Meeting:
 - Mr. Nguyen Dinh Hung Head of the Committee
 - Ms. Huynh Thi Kieu Nhi Member
4. **Approval of the Meeting regulations and the agenda of the Meeting:**
 - In order for the Meeting to be duly conducted, Ms. Nguyen Bach Diep presented the Agenda and the Regulations on the organization of the 2025 Annual General Meeting of Shareholders of FPT Digital Retail Joint Stock Company. Both were unanimously approved by 100% of the shareholders present at the Meeting.
 - The Presidium shall conduct the Meeting in accordance with the approved Agenda, including the following contents:

No.	Content
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
3	Proposal for the Approval of the Audited Financial Statements (FS) for 2024
4	Proposal for the Approval of Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025
5	Proposal for the Approval of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025
6	Proposal for Approval of the 2024 Remuneration for the Board of Directors and Supervisory Board, and the 2025 Remuneration Plan

No.	Content
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

III. CONTENT OF THE REPORTS, PROPOSALS AND STRATEGIC ORIENTATIONS PRESENTED AT THE MEETING

- 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 and the full text of the attached Report; Proposal for the Approval of the Report on the 2024 Business Performance and the 2025 Business Plan and the full text of the attached Report presented by Mr. Hoang Trung Kien; Proposal for the Approval of the Audited Financial Statements (FS) for 2024 presented by Mr. Pham Duy Hoang Nam.**

Key indicators from the audited financial statements for 2024 are as follows:

No.	Indicator	Currency 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

Business indicators for 2025:

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

(Details are provided in the attached Proposals and Reports)

- 2. Proposal for the approval of the Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025 presented by Mr. Pham Duy Hoang Nam.**
- 2.1. 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 regard to the 2024 business results and the Company's financial situation, the Board of Directors kindly proposes 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 promptly upon issuance.
- Issuance Timing: After being approved by the General Meeting of Shareholders.

(Details are provided in the attached Plan)

2.2. Dividend payment plan for 2025

The Board of Directors will propose the 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.

3. Proposal for the Approval of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025 presented by Mr. Nguyen Dinh Hung.

(Details are provided in the attached Proposal and Report)

4. Proposal for the Selection of an Auditing Firm for the 2025 Financial Statements presented by Mr. Nguyen Dinh Hung.

(Details are provided in the attached Proposal)

5. Proposal for Approval of the 2024 Remuneration for the Board of Directors and Supervisory Board, and the 2025 Remuneration Plan presented by Ms. Nguyen Do Quyen.

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.

6. Proposal for the Approval of Related Party Transactions (FPT Long Chau Pharma Joint Stock Company) presented by Ms. Nguyen Do Quyen.

(Details are provided in the attached Proposal)

7. Proposal for the Supplementation to the Company's Business Lines presented by Ms. Nguyen Viet Anh.

(Details are provided in the attached Proposal)

IV. DISCUSSION

The Meeting conducted discussions regarding the Reports and Proposals presented at the 2025 Annual General Meeting of Shareholders.

Discussion contents:

Question 1: Please provide an update on the Company's business performance for Q1/2025.

Answer:

The first quarter typically experiences strong consumer demand, resulting in the Company's positive business performance. Consolidated revenue increased by 29% year-over-year, and Long Chau continued to be the main growth driver. Profits before tax reached 30% of the annual plan. This result is considered favorable and serves as a solid foundation for us to navigate the forecasted economic uncertainties this year.

Question 2: What is the Company's outlook on consumer purchasing power in 2025 for both ICT and pharmaceutical products? Given the risks associated with the potential trade war, how does the Company assess the opportunities and challenges for these two sectors?

Answer:

For the ICT sector: The Company acknowledges that the current market landscape is highly unpredictable. As ICT products are not essential goods, consumer demand may contract as individuals tighten their budgets. We thus need flexible contingency plans to respond to escalating tariff tensions.

In terms of prices and sourcing: ICT products are primarily imported from countries other than the U.S., so the impact is limited. In fact, there may be a greater variety of source items and some products originating from the U.S. could be affected. Cost prices may increase due to fluctuations in exchange rates or input material costs.

For the pharmaceutical sector: As essential goods, pharmaceuticals are expected to experience stable demand, although supplemental products may be affected. To sustain and expand consumer purchasing power, the Company will continue to diversify product portfolio across various price segments and sources of origin to better match consumers' affordability.

In terms of prices and sourcing: As of now, pharmaceuticals are not subject to new tariffs. Additionally, most pharmaceutical manufacturers have multiple production facilities globally (in Europe, China, and India, etc.), with only a small portion of production in the U.S. Therefore, the price impact is expected to be minimal.

The Company closely monitors global political and trade developments and is prepared with appropriate response strategies.

Question 3: Why is the Company slowing down store openings in 2025?

Answer: During the evaluation process for opening new stores, we have observed a declining trend in revenue from rural areas. Therefore, we will proceed cautiously with new openings, as Long Chau prioritizes efficiency over the number of stores. Depending on the actual situation, if a newly opened store is profitable, we will continue to expand.

Question 4: Please update on the revenue growth of existing stores compared to stores opened in 2024. Has the payback period for Long Chau stores improved compared to previous years, and if so, how? How many Long Chau stores are currently profitable?

Answer:

The current average same-store sales growth is approximately 10–15%.

Most new stores opened have proven effective, with the majority becoming profitable after six months. In some cases, high-performing stores achieved breakeven in just three months.

Question 5: How will the Government's policies to promote domestic pharmaceutical production, e.g., support for local manufacturing or establishment of pharmaceutical industrial zones, impact Long Chau's business in the coming years?

Answer:

Our goal is to ensure a sufficient supply of medication; to provide dedicated consultation with the right medicine and correct dosage. Currently, 80% of the medicines circulating in the market

are prescription drugs, so the decision on which medicine to prescribe is determined by the doctor or the healthcare facility. Our efforts are focused on fulfilling prescriptions for our customers, without directing them toward using either domestic or imported medicines. Regarding the policy to promote the domestic pharmaceutical industry: we strongly welcome domestic manufacturing partners, particularly those who are self-sufficient in their supply chain, have control over technology, and are capable of producing high-quality, competitive products for the market.

Question 6: Is the newly signed partner a financial investor or will they provide additional support to Long Chau?

Answer:

Our partner is not only strong in terms of financial capabilities, but when selecting a partner, we also consider their investment history and market activity over recent years. Creador is a partner that has made substantial investments in the healthcare sector, and it has established relationships with numerous business partners within the same industry across various countries. We hope that Creador will support us in our Healthcare Ecosystem strategy and introduce us to new, experienced partners in the sectors we aim to develop.

Question 7: The prevalence of counterfeit medicines is increasing. As a market leader in the pharmaceutical retail sector, what is the Company's position on this matter?

Does the addition of new business lines align with the Company's strategy?

Answer:

We welcome the effort to clean up the pharmaceutical market. The production and sale of counterfeit products, particularly pharmaceuticals, is an unethical act. We must firmly say 'no' to such practices.

The strong involvement of the police in exposing the violating organizations helps to bring transparency to the market, protect consumers, and create a fairer competitive environment.

Regarding Long Chau, we proactively implement measures to control the quality of goods to protect our customers as follows:

For pharmaceuticals, all legal medicines must have a registration number issued by the Ministry of Health, which is printed on the medicine box or product packaging. Furthermore, when searched on the Drug Administration of Vietnam's portal, the product information must be accessible and valid for circulation. Imported or counterfeit goods often fail to meet these requirements.

For functional foods, all products must have a product declaration acceptance certificate issued by the Vietnam Food Safety Authority. Long Chau has already uploaded these documents for each product on our website and application to allow customers to verify the information proactively.

Additionally, although it is not a requirement, Long Chau has taken the initiative to work with all domestic and imported functional foods suppliers to ensure they have a certification from the National Institute for Food Control (the "NIFC") to confirm the correct ingredients and dosages.

Our next step is to collaborate with NIFC to conduct random sampling tests at stores, warehouses, manufacturing plants, etc., for inspection.

In case any product is found not to meet the initial declarations, it will be immediately removed from the shelves.

The addition of a new business line aims to expand the services of our store. The State Bank of Vietnam currently permits the opening of payment agents for retail chains, and we will collaborate with banks to implement this. If this operation proves effective and offers a good experience for customers, we will extend it to both retail chains.

Question 8: MVNO services are performing well, but the targets appear modest. Could the management elaborate on the outlook for this business segment?

Answer:

MVNOs do not experience explosive growth like MNOs. Our approach prioritizes acquiring real, active customers rather than chasing volume. The number of new subscribers will have to be subtracted from the number of subscribers leaving the network. Therefore, the growth in subscriber numbers for the coming years will depend on the services that the Company introduces. We will continue to develop new services to support organic subscriber growth and will proceed cautiously and steadily, rather than pursuing rapid expansion.

Question 9: Please update key operating metrics of the vaccination chain. When is the vaccination business expected to turn profitable?

Answer:

For those operating for over 12 months, average monthly revenue has increased by approximately 30%.

The payback period (EBT) ranges from 9 to 12 months depending on the investment model. Investment in vaccination centers is higher than in pharmacies due to larger space requirements, specialized and modern equipment, and higher salaries for doctors and nurses compared to pharmacists.

Question 10: Who are the primary/target customers for the vaccine segment, and what is the Company's strategy for vaccines following the testing phase and over one year of market entry?

Answer:

Vaccination is an activity that forms part of our Healthcare Ecosystem strategy. We have adopted the globally recognized pharmacy-based model, under which vaccination services are located next to pharmacies. Our primary target customers are existing pharmacy customers. Currently, approximately 50% of customers at our vaccination centers come as a result of consultation by pharmacists on the efficacy and benefits of vaccines.

Given that Vietnam's vaccination coverage remains relatively low compared to other countries in the region, we aim to raise public awareness about preventive healthcare. Our key customer segment includes patients with chronic diseases.

Question 11: According to the national expanded immunization program, three types of vaccines to prevent pneumococcal, HPV (cervical cancer), and seasonal influenza are expected to be included in the Program starting in 2025, 2026, and 2030, respectively. Does Long Chau consider this a risk that may limit revenue growth in its vaccination segment?

Answer:

We believe this is a sound and well-intentioned decision by the Government aimed at improving public health, as it supports the shift toward preventive healthcare and promotes collaboration between the public and private sectors, rather than leaving these efforts solely to private providers as is currently the case. This move will contribute to increasing vaccine coverage to levels comparable to those in other countries in the region. Accordingly, we consider this to be a positive development for the market.

For each disease, there are multiple vaccine types available, whereas the national immunization program typically includes only one type. Other vaccine types remain available in the private sector, offering customers a broader range of choices and potentially better alignment with their needs. Therefore, we do not view this as an affecting factor.

In addition, ongoing R&D efforts are underway for new vaccines targeting serious diseases such as lung cancer and hand-foot-mouth disease, etc., so the opportunity for revenue growth in the vaccine segment is still very promising.

Question 12: Please provide further details on the recent equity transaction - what percentage was acquired and at what price?

Answer:

The investor will make the investment in stages over one year to acquire 13% of the Company's shares. This includes 50% via primary issuance and 50% through secondary acquisition from existing shareholders. In accordance with confidentiality obligations, we respectfully decline to disclose pricing details.

Question 13: Please provide further information on the 2025 plan - specifically, how much of the profit is expected to come from Long Chau and how much from FPT Shop? For Long Chau alone, what is the profit outlook for the next 2 to 3 years, and when is the Company expected to reach a three-digit profit figure (in trillion VND)?

Regarding the Company's Healthcare Ecosystem strategy, which consists of 8 petals, 5 of which are currently marked as "white" (i.e., not yet launched), could the management please clarify the implementation roadmap for those 5 petals - what will be prioritized and what will follow?

Answer:

We have disclosed our consolidated profit plan, as under current volatile economic conditions, we have developed multiple scenarios, and the two business chains are expected to complement and offset each other. Therefore, it is difficult to provide an exact profit breakdown for each chain.

We expect to reach a three-digit trillion VND profit starting from 2026. Achieving this target is also in line with our commitment to complying with FPT Corporation's disciplined growth strategy.

Long Chau's current expansion plan is being carried out cautiously in terms of opening new pharmacies. There will come a time when pharmacy expansion is no longer the primary growth driver, and cost optimization will become the focus. When the growth rate of the pharmacy chain slows down, we expect the other "white petals" to start contributing to Long Chau's overall profitability.

Question 14: In the context where FRT no longer expands the FPT Shop network and has closed several underperforming stores, is the Company confident in its continued ability to optimize selling expenses? This is reflected in the expectation that the selling cost/revenue ratio will continue to decrease compared to 2024.

Answer:

As we optimize by closing underperforming stores, the average revenue per store increased from approximately VND 1.6 billion in Q1 2024 to VND 2.2 billion in Q4 2024. This improvement in store productivity has led to an increase in revenue per store and a decrease in operating costs as a proportion of total revenue.

We will continue to evaluate store performance on an ongoing basis and adjust the number of stores as necessary. At the same time, we are actively promoting online sales, which carry lower operating costs, to further enhance cost efficiency.

Question 15: Previously, FPT Shop aimed to reduce reliance on Apple. Could you share how the revenue structure of FPT Shop has changed in recent years? What is the trend of Apple-related revenue at FPT Shop, and what are the projections for 2025?

Answer:

We have not reduced our focus on Apple products but rather increased the contribution of other product categories. Currently, home appliances account for approximately 8% of total sales, and we plan to further accelerate growth in this segment.

As we grow non-Apple product categories and diversify our brand portfolio, the overall revenue structure naturally evolves.

In parallel, our efforts to optimize operating costs have also contributed to enhancing FPT Shop's overall efficiency.

Question 16: Although FRT's debt-to-equity ratio has decreased, it remains relatively high. What is FRT's current interest rate on borrowings, and is this interest rate expected to increase?

Answer:

In 2024, FRT's outstanding debt and related financial ratios have shown significant improvement compared to 2023. The current interest rates on FRT's borrowings are favorable relative to market conditions. Existing borrowings are short-term in nature, primarily used for working capital purposes. Going forward, the overall debt level is expected to decrease, supported by stronger profitability from Long Chau and capital raised through funding activities.

Question 17: The vaccination sector is quite sensitive. Adverse reactions such as anaphylaxis may occur and could be livestreamed to create viral content. Has the Company engaged a professional communications agency to manage potential crises and trained staff to handle such situations?

Answer:

Long Chau's entry into the vaccination sector represents a strategic move into a new market.

We are committed to actively listening, learning, and continuously improving service quality to minimize risks and errors. We cooperate with leading industry experts with extensive experience to train our team of doctors and nurses. In addition, we implement technological solutions to automatically support vaccine storage, ensure consistent quality, and provide real-time alerts if any parameters approach critical thresholds. We have also developed detailed procedures for managing each stage of the vaccination process.

On the communications front, Long Chau has strengthened its coordination efforts to ensure accurate and timely information is provided to the media, thereby improving our capacity to manage potential communications crises.

Question 18: Currently, Long Chau is only present in the town, not in the communes. In my locality, there are many pharmacies in the communes, and if Long Chau opens more stores, revenue will grow. Why does Long Chau assess that business effectiveness in the commune area is not high?

Can the Company also share more about the performance of its home appliances business? Is there any plan to expand further, given that the current market share is still quite low?

Answer:

Regarding pharmacy openings, the Company has a strategy to start from cities, towns, and suburban districts. This approach has proven effective so far.

Long Chau has opened stores in communes but, for now, focuses on densely populated areas to ensure the profitability of each store. The strategy of opening more stores continues, and we will definitely expand to communes, carefully considering each new store's potential for success.

As for the home appliances business, the market is highly promising with consistent growth. There is still significant room for growth in the Vietnamese electronics market. We have chosen the least risky approach, which involves renovating our current stores to optimize costs and minimize risks while identifying a successful business model. The results from the stores we have opened have generally met our revenue expectations. However, when opening electronics stores, we must address additional operational challenges such as logistics, installation, and warehouse management. We need to optimize these operational activities before considering further expansion.

Question 19: In the future, with the addition of a strategic investor with strong financial capacity, will the Company open a chain of diagnostic centers, hospitals, or insurance services? Does Long Chau's collaboration with VneID bring any benefits?

Answer:

The addition of a new investor with experience and connections to successful business models in multiple countries will help us learn and explore new business opportunities. We will soon begin visiting and studying these global models to consider new directions for growth.

The integration with VneID is not intended to increase revenue or profit. Instead, the pharmacy is an essential component of the electronic health records system within the digital transformation journey of the healthcare sector. We have successfully passed rigorous legal, technological infrastructure, and information security standards to achieve the necessary connection with VneID. The Prime Minister has clearly directed that the digital transformation in the healthcare sector should aim for each citizen to have an electronic health record, including linked test results, imaging reports, electronic prescriptions, and ultimately the ability to purchase medication online. This entire process should be tightly connected, seamless, and convenient for the public.

V. VOTING RESULTS

Pursuant to the notification from the Shareholder Eligibility Verification Committee, as of the time immediately preceding the voting at 3:30 p.m. on April 25, 2025, the total number of participants was **121** individuals (including **107** authorized representatives), representing **101,985,409** shares, equivalent to **101,985,409** voting cards, accounting for **74.8559%** of the total number of voting shares eligible to attend the Meeting.

Voting method: Voting by card

Total number of voting cards distributed: **122** cards, representing **101,985,409** voting cards, equivalent to **100%** of the total number of voting cards of shareholders attending the Meeting

Total number of voting cards collected: **104** cards, representing **101,612,310** voting cards, equivalent to **99.6342%** of the total number of voting cards of shareholders attending the Meeting

Total number of voting cards not collected: **18** cards, representing **373,099** voting cards, equivalent to **0.3658%** of the total number of voting cards of shareholders attending the Meeting

Voting results:

No.	Content	Total number of votes cast	Total number of valid cards	Total number of invalid cards	Approve		Disapprove		Abstain	
			Number of shares/ Percentage	Number of shares/ Percentage	Number of shares	Percentage	Number of shares	Percentage	Number of shares	Percentage
1	Approval of the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025	101,612,310 99.6342%	101,610,810 99.6327%	1,500 0.0015%	101,603,793	99.6258%	17	0.0000%	7,000	0.0069%
2	Approval of the Report on the 2024 Business	101,612,310 99.6342%	101,610,810 99.6327%	1,500 0.0015%	101,610,793	99.6327%	17	0.0000%	0	0%

No.	Content	Total number of votes cast	Total number of valid cards	Total number of invalid cards	Approve		Disapprove		Abstain	
			Number of shares/ Percentage	Number of shares/ Percentage	Number of shares	Percentage	Number of shares	Percentage	Number of shares	Percentage
	Performance and the 2025 Business Plan									
3	Approval of the Audited Financial Statements (FS) for 2024	101,612,310 99.6342%	101,610,810 99.6327%	1,500 0.0015%	101,556,593	99.5795%	54,217	0.0532%	0	0%
4	Approval of the Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025	101,612,310 99.6342%	101,610,810 99.6327%	1,500 0.0015%	101,610,793	99.6327%	17	0.0000%	0	0%
5	Approval of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025	101,612,310 99.6342%	101,610,810 99.6327%	1,500 0.0015%	101,603,793	99.6258%	17	0.0000%	7,000	0.0069%
6	Approval of the Selection of an Auditing Firm for the 2025 Financial Statements	101,612,310 99.6342%	101,610,810 99.6327%	1,500 0.0015%	100,801,748	98.8394%	194,017	0.1902%	615,045	0.6031%
7	Approval of the 2024 Remuneration for the Board of Directors and Supervisory	101,612,310 99.6342%	101,610,810 99.6327%	1,500 0.0015%	101,610,793	99.6327%	17	0.0000%	0	0%

No.	Content	Total number of votes cast	Total number of valid cards	Total number of invalid cards	Approve		Disapprove		Abstain	
			Number of shares/ Percentage	Number of shares/ Percentage	Number of shares	Percentage	Number of shares	Percentage	Number of shares	Percentage
	Board, and the 2025 Remuneration Plan									
8	Approval of the Related Party Transactions (FPT Long Chau Pharma Joint Stock Company) (*)	101,215,486 99.6327%	101,213,986 99.6313%	1,500 0.0015%	86,415,643	85.0643%	7,831,443	7.7090%	6,966,900	6.8580%
9	Approval of the Supplementation to the Company's Business Lines	101,612,310 99.6342%	101,610,809 99.6327%	1,501 0.0015%	101,610,792	99.6327%	17	0.0000%	0	0.0000%

(*) Note on voting item No. 08: Approval of Related Party Transactions

- Number of voting cards issued: 101,588,585 voting cards, corresponding to 101,588,585 shares, representing 100% of the total voting cards of shareholders attending the Meeting and entitled to vote

(Excluding shareholders who are not entitled to vote in accordance with the regulations)

- Number of voting cards collected: 101,215,486 voting cards, corresponding to 101,215,486 shares, representing 99.6327% of the total voting cards of shareholders attending the Meeting and entitled to vote

- Number of voting cards not collected: 373,099 voting cards, representing 373,099 shares, accounting for 0.3658% of the total voting cards of shareholders attending the Meeting and entitled to vote

VI. MATTERS APPROVED OF THE GENERAL MEETING

Based on the voting and vote-counting results, the Annual General Meeting of Shareholders unanimously approved the following matters:

No.	Matters approved at the Meeting
1	Approval of the full text of the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025 as presented in the Proposal
2	Approval of the full text of the Report on the 2024 Business Performance and the 2025 Business Plan as presented in the Proposal
3	Approval of the Audited Financial Statements (FS) for 2024 as presented in the Proposal
4	Approval of the full text of the Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025 as presented in the Proposal
5	Approval of the full text of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025 as presented in the Proposal
6	Approval of the Selection of an Auditing Firm for the 2025 Financial Statements as presented in the Proposal
7	Approval of the 2024 Remuneration for the Board of Directors and Supervisory Board, and the 2025 Remuneration Plan as presented in the Proposal
8	Approval of the Related Party Transactions as presented in the Proposal
9	Approval of the Supplementation to the Company's Business Lines as presented in the Proposal

Ms. Tran Thi Huyen, on behalf of the Secretariat of the Meeting, read aloud the Meeting Minutes and the Resolution of the General Meeting. The General Meeting voted and unanimously adopted the full text of the Minutes and the Resolution of the General Meeting of Shareholders dated April 25, 2025, with 100% approval.

These minutes were prepared at 16:00 on April 25, 2025, immediately upon the conclusion of the 2025 Annual General Meeting of Shareholders of FPT Digital Retail Joint Stock Company.

The Minutes were made in three (03) copies and are kept on file at the Company

**ON BEHALF OF THE SECRETARIAT
OF THE GENERAL MEETING OF
SHAREHOLDERS**



Tran Thi Huyen

**CHAIRPERSON OF THE GENERAL
MEETING OF SHAREHOLDERS**

**CHAIRPERSON OF THE BOARD OF
DIRECTORS**



Nguyen Bach Diep



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 attached Report.

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

Sincerely,

Ho Chi Minh City, April 25, 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRPERSON



NGUYEN BACH DIEP

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-HDQT/FRT	22/02/2024	Approval of the plan for organizing the 2024 Annual General Meeting of Shareholders (“AGM”)
2	02.2024/NQ-HDQT/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

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 overseeing 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.

Mr. Le Hong Viet

With extensive experience in the Information Technology sector, during the 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 Directors 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 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 Chairwoman of the BOD as stipulated in the relevant regulations.

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 driving 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 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 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, pioneered 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 Charter, Resolutions of the General Meeting of Shareholders, Resolutions of the BOD, and Decisions of the Chairwoman 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.

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

No.	Organization name	Relationship with the Company	NHS number, date of issuance, place of issuance	Head office address	Transaction date	Resolution/Decision number of the AGM and the BOD	Content, quantity, and value			Note
							Transaction	Quantity	Value	
1	FPT Corporation (FPT)	Major shareholder holding 46.54% of FPT Retail shares, FPT Retail is an affiliate of FPT	0101248141 13/05/2002 Hanoi Department of Planning and Investment	No. 10, Pham Van Bach, Dich Vong Hau Ward, Cau Giay District, Hanoi	From January 2024 to December 2024	Resolution No. 01.2021/NQ-HĐQT/FRT dated 01/03/2021	Sales of goods and rendering of services	119	2,090,432,701	
							Purchasing	39	10,714,481,518	
							Lendings	1	100,000,000,000	
							Collection of lendings	1	100,000,000,000	
							Interest income from lendings	4	1,010,958,904	
2	FPT Telecom (FTEL)	1. Mr. Tran Khuong – Member of the Supervisory Board of FPT Retail and concurrently Head of the Supervisory Board of FTEL 2. FPT Retail is an affiliate of FPT, while FTEL is a subsidiary of FPT	0101778163 7/8/2017 Hanoi Department of Planning and Investment	2nd Floor, FPT Cau Giay Building, No. 17 Duy Tan Street, Dich Vong Hau Ward, Cau Giay District, Hanoi	From January 2024 to December 2024	Resolution No. 01.2021/NQ-HĐQT/FRT dated 01/03/2021	Sales of goods and rendering of services	829	11,802,092,239	
							Purchasing	2,339	24,712,115,092	

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3	FPT Information System Co., Ltd. (FIS), now FPT IS Company Limited (FIS)	FPT Retail is an affiliate of FPT, while FIS is a subsidiary of FPT	0104128565 13/08/2009 Hanoi Department of Planning and Investment	No. 10, Pham Van Bach, Dich Vong Hau Ward, Cau Giay District, Hanoi	From January 2024 to December 2024	Resolution No. 01.2021/NQ-HĐQT/FRT dated 01/03/2021	Sales of goods and rendering of services	395	22,973,731,110	
							Purchasing	74	26,299,998,340	
4	FPT Software Company Limited (FSOFT)	FPT Retail is an affiliate of FPT, while FSOFT is a subsidiary of FPT	0101601092 23/12/2004 Hanoi Department of Planning and Investment	FPT Building Cau Giay, No. 17 Duy Tan Street, Dich Vong Hau Ward, Cau Giay District, Hanoi	From January 2024 to December 2024	Resolution No. 01.2021/NQ-HĐQT/FRT dated 01/03/2021	Sales of goods and rendering of services	740	23,379,843,309	
							Purchasing	4	26,509,657,200	
5	FPT Long Chau Pharma Joint Stock Company (FPT Pharma)	1. Ms. Nguyen Bach Diep – Chairwoman of FPT Retail, concurrently Chairwoman and Chief Executive Officer of FPT Pharma 2. Ms. Nguyen Do Quyen – Deputy Chief	0315275368 17/09/2018 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 January 2024 to December 2024	Resolution No. 01.2021/NQ-HĐQT/FRT dated 01/03/2021 Article 8, Resolution No. 01.2024/NQ-AGM/FRT dated April 17,	Sales of goods and rendering of services	5,037	349,061,104,685	
							Purchasing	192	2,500,856,560	

		Executive Officer of FPT Retail, concurrently a member of the BOD of FPT Pharma 3. Ms. Tran Thi Huyen - Governance Officer and Head of the Legal Department of FRT, concurrently a member of the Supervisory Board of FPT Pharma				2024	Payment on behalf, collect on behalf	250	61,450,994,038	
							Receiving cash dividends	1	223,650,000,000	
							Capital contribution in cash	1	223,650,000,000	
6	FPT Long Chau Investment Joint Stock Company (Long Chau Investment)	1. Long Chau Investment is a subsidiary of FPT Retail 2. Ms. Nguyen Bach Diep – Chairwoman of FPT Retail, concurrently Chief Executive Officer of Long Chau Investment	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 the completion of establishing a new subsidiary, Long Chau Investment	Capital contribution by using existing equity in FPT Long Chau Pharma Joint Stock Company	1	673,650,000,000	
							Lendings	1	1,000,000,000	
							Collection of lendings	1	500,000,000	
							Interest income from lendings	1	8,082,193	

7	FPT Online Service Joint Stock Company (FPT Online)	1. Mr. Nguyen Dinh Hung – Member of the Supervisory Board, concurrently Head of the Supervisory Board of FPT Online	305045911 21/06/2007 Ho Chi Minh City Department of Planning and Investment	Lot L 29B-31B-33B, Tan Thuan Street, Tan Thuan Dong Ward, District 7, Ho Chi Minh City	From January 2024 to December 2024	Resolution No. 01.2021/NQ-HĐQT/FRT dated 01/03/2021	Sales of goods and rendering of services	77	2,686,192,727	
		2. FPT Retail is an affiliate of FPT, while FPT Online is a subsidiary of FPT					Purchasing	40	3,601,565,805	
8	FPT Smart Cloud Company Limited (FPT Smart Cloud)	1. Mr. Le Hong Viet – Member of the BOD of FPT Retail, concurrently Chief Executive Officer of FPT Smart Cloud	109307938 13/08/2020 Hanoi Department of Planning and Investment	10, Pham Van Bach Street, Dich Vong Hau Ward, Cau Giay District, Hanoi	From January 2024 to December 2024	Resolution No. 01.2021/NQ-HĐQT/FRT dated March 1, 2021	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					Purchasing	98	117,237,248,577	

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9	Viet Han Friendship Joint Stock Company	<p>1. Viet Han Friendship Joint Stock Company is a subsidiary of FPT Retail</p> <p>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 Stock Company</p> <p>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 Han Friendship Joint Stock Company</p>	100779012 21/11/1998 Hanoi Department of Planning and Investment	Group 4, Quang Minh Town, Me Linh District, Hanoi	From January 2024 to December 2024	Resolution No. 07.2021/NQ-BOD/FRT dated July 26, 2021	Sales of goods and rendering of services	40	209,078,407	
							Purchasing	239	14,556,792,015	

		4. Ms. Tran Thi Huyen – Head of the Legal Department and Governance Officer at FPT Retail, as well as a Member of BOD of Viet Han Friendship Joint Stock Company					Lendings	12	232,500,000,000	
							Collection of lendings	14	241,000,000,000	
							Interest income from lendings	26	3,130,567,866	

Notes: All transactions with the aforementioned related parties were approved by the Board of Directors under Resolution No. 01.2021/NQ-HĐQT/FRT dated 01/03/2021, Resolution No. 07.2021/NQ-HĐQT/FRT dated 26/07/2021, and Article 8 of Resolution No. 01.2024/NQ-ĐHĐCĐ/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:

- Chairwoman of the BOD : 0 VND/ year
- Members of the BOD : 0 VND/ year

- Total remuneration paid in 2024 : 0 VND/ year

II. OPERATIONAL 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 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 25, 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRPERSON



NGUYEN BACH DIEP

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 attached Report.

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

Sincerely,

Ho Chi Minh City, April 25, 2025

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**



NGUYEN BACH DIEP



FPT Retail

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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 solidifying 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 and 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, 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	-
7	Profit After Tax	408	-329	-

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 a 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 mainly located on the outskirts of city centers, the overall business performance was 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 beginning of the year, as a result of optimizing the system through the closure of underperforming stores in Q2 2024.

After the trial phase of expanding its product and service portfolio, by the end of Q4, FPT Shop had expanded its store network to offer additional consumer electronics products, contributing to the revenue growth of FPT Retail's technology product retail chain in the future.



FPT Retail

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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.

1.4. 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, 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 is embarking 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, the decline in demand for investment in technology products, due to the incomplete global economic recovery, continues to weigh on the market.

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



FPT Retail

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

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	Currency 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 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 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.



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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 to continue 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 has gradually expanded the product portfolio at its EFPT Shop stores, particularly by adding consumer electronics offerings, in order to meet the diverse needs of customers. 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 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.



FPT Retail

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Ho Chi Minh City, April 25, 2025

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**



NGUYEN BACH DIEP





FPT Retail

FPT DIGITAL RETAIL JOINT STOCK COMPANY

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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 on the website <https://frt.vn/en/investor-relations> under the Financial Statements section.

Key indicators of the Audited Financial Statements are as follows:

No.	Indicator	Currency 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 25, 2025

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**



NGUYEN BACH DIEP



FPT Retail

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 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 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 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 attached Report.

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

Sincerely,

Ho Chi Minh City, April 25, 2025

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**



NGUYEN DINH HUNG



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.

- 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 the 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 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 Charter.
 - Maintaining the number of Supervisory Board members at three, with no remuneration to be paid.
-

Respectfully submitting to the General Meeting of Shareholders.

Ho Chi Minh City, April 25, 2025

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD



NGUYEN DINH HUNG



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 the 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 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 regard to the 2024 business results and the Company's financial situation, the Board of Directors kindly proposes 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 promptly upon issuance.

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

The detailed plan is attached to this Proposal.

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.

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

Sincerely,

Ho Chi Minh City, April 25, 2025

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**



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

DIVIDEND PAYMENT PLAN

(Attached to the Proposal for Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025)

Plan to issue shares to pay dividends:

No	Item	Content
1	Type of shares issued	Ordinary Shares
2	Par value per share	VND 10,000 per share
3	Issuance ratio	25% (4:1) As of the record date for exercising rights, shareholders holding 4 shares will receive an additional 1 new share
4	Estimated number of shares to be issued	Up to 34,060,597 shares, based on the total number of outstanding shares and the issuance ratio.
5	Estimated total par value	Up to 340,605,970,000 VND
6	Eligible shareholders	All existing holders of the Company's ordinary shares as of the record date for exercising the rights.
7	Odd lots plan	The number of shares issued will be calculated based on the ownership ratio and rounded down to the nearest whole number. The odd lots will be aborted For example: Shareholder A owns 101 shares, entitling them to $101 \times 25\% = 22.25$ shares. According to the rounding-down principle, Shareholder A will receive 22 shares. The fractional 0.25 shares will be cancelled and not issued.
8	Source of equity	From undistributed after-tax profits of the Parent Company.
9	Expected issuance time	It is expected that in 2025, after the State Securities Commission issues a written notice confirming receipt of the Company's issuance reporting documents.
10	Charter capital increase	To increase the Company's charter capital by the total par value of the newly issued shares after completion of the issuance.
11	Registration for additional listing	The additional shares issued to increase equity capital from owner's equity will be registered and listed immediately after the issuance

Authorizing the Board of Directors to implement the issuance plan, determine the timing of the issuance, carry out all necessary procedures with the competent authorities for the registration of the issuance, adjust the information on the number of securities registered, and list additional securities corresponding to the number of newly issued shares; to complete the procedures for increasing the charter capital and amending the Enterprise Registration Certificate after the completion of the issuance.



FPT DIGITAL RETAIL JOINT STOCK COMPANY

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

Hanoi, April 25, 2025
**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**



NGUYEN BACH DIEP



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 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 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 the Supervisory Board : 0 VND/month
- Members of the 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 the Supervisory Board : 0 VND/month
- Members of the Supervisory Board : 0 VND/month

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

Sincerely,

Ho Chi Minh City, April 25, 2025

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**



NGUYEN BACH DIEP

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 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 Supervisory Board respectfully submits to the General Meeting of Shareholders for approval of the selection of an Auditing Firm for the 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:
 1. KPMG Limited
 2. Deloitte Vietnam Audit 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 25, 2025

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**



NGUYEN DINH HUNG

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 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 (BOD) respectfully submits to the General Meeting of Shareholders for approval 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 Chau Pharma Joint Stock Company (FPT Pharma)	1. Ms. Nguyen Bach Diep – Chairwoman of the BOD at FPT Digital Retail Joint Stock Company, concurrently Chairwoman of the BOD and Chief Executive Officer at FPT Pharma 2. Ms. Nguyen Do Quyen – Deputy Chief Executive Officer at FPT Digital Retail Joint Stock Company, concurrently a Member of the BOD at FPT Pharma 3. Ms. Tran Thi Huyen - Governance Officer, Head of the Legal Department at FPT Digital Retail Joint Company, concurrently a Member of the Supervisory Board at FPT Pharma	0315275368; issued by the Department of Planning and Investment of Ho Chi Minh City on September 17, 2018, with the 11th amendment on July 31, 2024	379-381 Hai Ba Trung Street, Vo Thi Sau Ward, District 3, Ho Chi Minh City

- (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: takes effect from the date of signing.
- (4) The General Meeting of Shareholders collectively agrees to authorize the Board of Management to execute and implement the agreements and transactions 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 25, 2025

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON



NGUYEN BACH DIEP

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 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 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 <i>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)</i>	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.

2. 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.

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

Sincerely,

Ho Chi Minh City, April 25, 2025

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON**



NGUYEN BACH DIEP

**FPT DIGITAL RETAIL
JOINT STOCK COMPANY**

**Voter Eligibility Examination
Committee**



THE SOCIALIST REPUBLIC OF VIETNAM
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REPORT ON VOTER ELIGIBILITY
Annual General Meeting of Shareholders 2025
FPT Digital Retail Joint Stock Company

As at 14:02, 25th April, 2025, at Hilton Saigon Hotel, 11 Me Linh Square, Ben Nghe Ward, District 1, Ho Chi Minh City, the Voter Eligibility Examination Committee, which comprises:

Mr. NGUYEN DINH HUNG

Position: Head

Ms. HUYNH THI KIEU NHI

Position: Member

Legally, the Voter Eligibility Examination Committee examines the eligibility of voters in the Annual General Meeting of Shareholders 2025, with the results as follows:

Voters attending: **89**

Voters authorized: **86**

Represent: **99.431.648** shares - account for: **72,9814%** voting shares

Pursuant to the current law and the Articles of Association of the Company, Annual General Meeting of Shareholders 2025 of FPT Digital Retail Joint Stock Company with the above voter turnout is eligible for opening.

The Report on Voter Eligibility was determined at 14:02, 25th April, 2025 and reported publicly prior to the opening of the Meeting.

**SHAREHOLDER'S ELIGIBILITY
EXAMINATION COMMITTEE MEMBER**

25th April, 2025
**ON BEHALF OF VOTER ELIGIBILITY
EXAMINATION COMMITTEE HEAD**

HUYNH THI KIEU NHI

NGUYEN DINH HUNG

**FPT DIGITAL RETAIL JOINT STOCK
COMPANY**

**Voter Eligibility Examination
Committee**



THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

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**REPORT ON VOTER ELIGIBILITY
Annual General Meeting of Shareholders 2025
FPT Digital Retail Joint Stock Company**

As at 15:30, 25th April, 2025, at Hilton Saigon Hotel, 11 Me Linh Square, Ben Nghe Ward, District 1, Ho Chi Minh City, the Voter Eligibility Examination Committee, which comprises:

Mr. NGUYEN DINH HUNG

Position: Head

Ms. HUYNH THI KIEU NHI

Position: Member

Legally, the Voter Eligibility Examination Committee examines the eligibility of voters in the Annual General Meeting of Shareholders 2025, with the results as follows:

Voters attending: **121**

Voters authorized: **107**

Represent: **101.985.409** shares - account for: **74,8559%** voting shares

Pursuant to the current law and the Articles of Association of the Company, Annual General Meeting of Shareholders 2025 of FPT Digital Retail Joint Stock Company with the above voter turnout is eligible for opening.

The Report on Voter Eligibility was determined at 15:30, 25th April, 2025 and reported publicly prior to the opening of the Meeting.

**SHAREHOLDER'S ELIGIBILITY
EXAMINATION COMMITTEE MEMBER**

25th April, 2025
**ON BEHALF OF VOTER ELIGIBILITY
EXAMINATION COMMITTEE HEAD**

HUYNH THI KIEU NHI

NGUYEN DINH HUNG



VOTE COUNTING RECORD

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

As at 15:30, 25th April, 2025, at Hilton Saigon Hotel, 11 Me Linh Square, Ben Nghe Ward, District 1, Ho Chi Minh City, the Vote Counting Committee, which comprises:

Mr. : NGUYỄN ĐÌNH HÙNG

Position: Head of Vote Counting Committee

Ms. : HUỖNH THỊ KIỀU NHI

Position: Member of Vote Counting Committee

We had collected and carefully counted all of votes in Annual General Meeting of Shareholders 2025 of FPT Digital Retail Joint Stock Company:

Number of attendees attended: 121

Number of attendees authorized: 107

Represent of the ownership of: 101.985.409 votes

Account for: 74,8559% total votes of outstanding shares.

Counting Results:

Total ballots issued: **122** represent for: **101.985.409** voting, account for: **100,0000%** on total number of votes of attendees attended.

Total ballots collected: **104** represent for: **101.612.310** votes, account for: **99,6342%** on total number of votes of attendees attended.

Total ballots uncollected: **18** represent for: **373.099** votes, account for **0,3658 %** on total number of votes of attendees attended.

Voting results of each proposal:

Agenda 01: Proposal for the Approval of the Report of the Board of Directors for 2024 and Operational Plan of the Board of Directors for 2025

Total valid ballots: **103** represent for: **101.610.810** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **101** represent for: **101.603.793** votes, account for: **99,6258%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **1** represent for: **17** votes, account for: **0,0000%** on total number of votes of attendees attended.

- Total ballots for abstention: **1** represent for: **7.000** votes, account for: **0,0069%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 01 was approved with the ratio 99,6258%.

Agenda 02: Proposal for the Approval of the Report on the 2024 Business Performance and the 2025 Business Plan

Total valid ballots: **103** represent for: **101.610.810** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **102** represent for: **101.610.793** votes, account for: **99,6327%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **1** represent for: **17** votes, account for: **0,0000%** on total number of votes of attendees attended.

- Total ballots for abstention: **0** represent for: **0** votes, account for: **0,0000%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 02 was approved with the ratio 99,6327%.

Agenda 03: Proposal for the Approval of the Audited Financial Statements for 2024

Total valid ballots: **103** represent for: **101.610.810** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **101** represent for: **101.556.593** votes, account for: **99,5795%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **2** represent for: **54.217** votes, account for: **0,0532%** on total number of votes of attendees attended.

- Total ballots for abstention: **0** represent for: **0** votes, account for: **0,0000%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 03 was approved with the ratio 99,5795%.

Agenda 04: Proposal for the Approval of the Report of the Supervisory Board for 2024 and Operational Plan of the Supervisory Board for 2025

Total valid ballots: **103** represent for: **101.610.810** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **101** represent for: **101.603.793** votes, account for: **99,6258%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **1** represent for: **17** votes, account for: **0,0000%** on total number of votes of attendees attended.

- Total ballots for abstention: **1** represent for: **7.000** votes, account for: **0,0069%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 04 was approved with the ratio 99,6258%.

Agenda 05: Proposal for the Profit Distribution Plan for 2024 and Dividend Payment Plan for 2025

Total valid ballots: **103** represent for: **101.610.810** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **102** represent for: **101.610.793** votes, account for: **99,6327%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **1** represent for: **17** votes, account for: **0,0000%** on total number of votes of attendees attended.

- Total ballots for abstention: **0** represent for: **0** votes, account for: **0,0000%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 05 was approved with the ratio 99,6327%.

Agenda 06: Proposal for Approval of the 2024 Remuneration for the Board of Directors and Supervisory Board, and the 2025 Remuneration Plan

Total valid ballots: **103** represent for: **101.610.810** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **102** represent for: **101.610.793** votes, account for: **99,6327%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **1** represent for: **17** votes, account for: **0,0000%** on total number of votes of attendees attended.

- Total ballots for abstention: **0** represent for: **0** votes, account for: **0,0000%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 06 was approved with the ratio 99,6327%.

Agenda 07: Proposal for the Selection of an Auditing Firm for the 2025 Financial Statements

Total valid ballots: **103** represent for: **101.610.810** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **95** represent for: **100.801.748** votes, account for: **98,8394%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **2** represent for: **194.017** votes, account for: **0,1902%** on total number of votes of attendees attended.

- Total ballots for abstention: **6** represent for: **615.045** votes, account for: **0,6031%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 07 was approved with the ratio 98,8394%.

: Proposal for the Approval of Related Party Transactions

Total valid ballots: **101** represent for: **101.213.986** votes, account for: **99,6313%** on total number of votes of attendees attended:

- Total ballots for approval: **77** represent for: **86.415.643** votes, account for: **85,0643%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **21** represent for: **7.831.443** votes, account for: **7,7090%** on total number of votes of attendees attended.

- Total ballots for abstention: **3** represent for: **6.966.900** votes, account for: **6,8580%** on total number of votes of attendees attended.

Total invalid ballots: **1** represent for: **1.500** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, was approved with the ratio 85,0643%.

Agenda 09: Proposal for the Supplementation to the Company's Business Lines

Total valid ballots: **102** represent for: **101.610.809** votes, account for: **99,6327%** on total number of votes of attendees attended:

- Total ballots for approval: **101** represent for: **101.610.792** votes, account for: **99,6327%** on total number of votes of attendees attended.

- Total ballots for dis-approval: **1** represent for: **17** votes, account for: **0,0000%** on total number of votes of attendees attended.

- Total ballots for abstention: **0** represent for: **0** votes, account for: **0,0000%** on total number of votes of attendees attended.

Total invalid ballots: **2** represent for: **1.501** votes, account for: **0,0015%** on total number of votes of attendees attended.

As a result, Agenda 09 was approved with the ratio 99,6327%.

Record was made at 15:30, 25th April, 2025 and official ratified by the Annual General Meeting of Shareholders 2025 FPT Digital Retail Joint Stock Company Joint Stock Company.

26 th April, 2025

**MEMBER OF VOTE COUNTING
RECORD COMMITTEE**

**HEAD OF VOTE
COUNTING COMMITTEE**

HUỲNH THỊ KIỀU NHI

NGUYỄN ĐÌNH HÙNG