

# REPORT ON CORPORATE GOVERNANCE

## (year)

**To:** - The State Securities Commission;  
- HaNoi Stock Exchange.

- Name of company: FPT Online Joint Stock Company
- Address of headoffice: Lot L 29B-31B-33B, Tan Thuan Street, Tan Thuan Ward, Ho Chi Minh City, Vietnam
- Telephone: (84)8.73009999                      Fax: (84) 8.73009998
- Charter capital: 184,712,750,000 VND (One hundred eighty four billion, seven hundred twelve million, seven hundred five thousand Dong)
- Stock symbol: FOC
- Governance model: General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director and Director.
- Regarding the implementation of internal audit function: Implemented

## I. Activities of the General Meeting of Shareholders

In 2025, FOC held the 2025 Annual General Meeting of Shareholders on April 24, 2025 and passed the Resolution of the 2025 Annual General Meeting of Shareholders. The detailed content is as follows:

No.	Resolution/ Decision No.	Date	Content
1	01-2025FO/NQ-DHDCD	24/04/2025	<ul style="list-style-type: none"> <li>- Approve the Board of Directors' Report and the Supervisory Board's Report for 2024</li> <li>- Approve the Audited Financial Report and the Profit Distribution Plan for 2024</li> <li>- Approve the 2025 Business Plan, dividend payment policy, and allocation to the 2025 bonus and welfare fund</li> <li>- Approve the proposal to select an Auditing Company for the annual financial statements.</li> </ul>

## II. Board of Directors (year report):

### 1. Information about the members of the Board of Directors:

No.	Board of Directors' members	Position	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Ms. Nguyen Thi Hai	Chairman of the Board of Directors and Legal Representative	03/2021	-
2	Ms. Chu Thi Thanh Ha	Vice Chairman of Board of Directors	03/2009	-
3	Mr. Nguyen The Phuong	Member of the Board of Directors	09/2015	-

### 2. Meetings of the Board of Directors:

No.	Board of Directors' members	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Ms. Nguyen Thi Hai	1/1	100%	-
2	Ms. Chu Thi Thanh Ha	1/1	100%	-
3	Mr. Nguyen The Phuong	1/1	100%	-

### 3. Supervising the Board of Management by the Board of Directors:

- The Board of Directors' supervision of the General Director is carried out in accordance with the provisions of the Company's Charter.
- The General Director participates in regular and extraordinary meetings, reports on business results and proposes other matters that need to be presented and consulted by the Board of Directors.
- The General Director participates in weekly meetings with the Chairman of the Board of Directors, such as meetings between the Chairman and the Board of Management to update all information on business activities and promptly resolve tasks in accordance with the assigned authority.
- In 2025, the Board of Directors performed well in supervising and directing the General Director and the Board of Management in operating the Company's business activities. The Board of Management

performed well in operating business activities in accordance with the orientation and direction of the Board of Directors.

#### 4. Activities of the Board of Directors' subcommittees (If any):

The company has not established a subcommittee under the Board of Directors.

#### 5. Resolutions/Decisions of the Board of Directors (year report):

No.	Resolution/Decision No.	Date	Content	Approval rate
1	01-25/FO/NQ-HDQT	27/02/2025	Resolution of the Board of Directors on Organizing the 2025 Annual General Meeting of Shareholders	100%

### III. Board of Supervisors (year report):

#### 1. Information about members of Board of Supervisors:

No.	Members of Board of Supervisors	Position	The date becoming/ceasing to be the member of the Board of Supervisors	Qualification
1	Mr. Nguyen Dinh Hung	Head	Starting date as member of the Supervisory Board: 22/04/2016	Bachelor's degree
2	Ms. Nguyen Thi Hong Ha	Member	Starting date as member of the Supervisory Board: 22/04/2016	Bachelor's degree
3	Ms. Nguyen Thi Kim Phuong	Member	Starting date as member of the Supervisory Board: 20/02/2019	Bachelor's degree

#### 2. Meetings of Board of Supervisors:

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Nguyen Dinh Hung	1/1	100%	100%	
2	Ms. Nguyen Thi Hong Ha	1/1	100%	100%	
3	Ms. Nguyen Thi Kim Phuong	1/1	100%	100%	

#### 3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

The Board of Supervisors fully participates and has many opinions at the meetings of the Board of Directors. The Board of Supervisors participates in supervising the Company's compliance with its obligations according to the provisions of law, including tax obligations, social insurance, health insurance and other financial obligations. The exchange of information between the Board of Supervisors, the Board of Directors and the Board of Management is carried out continuously through direct communication and email to handle work quickly and effectively.

#### **4. The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers:**

- The Supervisory Board closely coordinates with the Board of Directors, the Board of Management, and supervises the implementation of the Resolutions of the General Meeting of Shareholders (“GMS”) and the resolutions of the Board of Directors.
- The Supervisory Board has received full information and resolutions of the Board of Directors, the Business Performance Report, and the Company's annual financial report.
- The Supervisory Board attends the meetings of the Board of Directors, thereby promptly monitoring the Company's activities and the implementation of the resolutions of the GMS.
- The Supervisory Board maintains independence in its inspection and supervision activities. In 2025, the Supervisory Board has not received any recommendations from shareholders regarding the direction and management of the Board of Directors, the Supervisory Board, the Board of Management, and other management staff of the Company.

#### **5. Other activities of the Board of (if any):**

None

#### **IV. Board of Management**

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment of the Board of Management	Dismissal of the Board of Management
1	Mr. Ngo Manh Cuong General Director	13/12/1982	Bachelor's degree	Re-appointment as General Director on August 18, 2024	—
2	Mr. Nguyen Loc Vu Director of Information Systems	23/10/1979	Bachelor's degree	01/03/2015	—
3	Ms. La Thi Thanh Hang Chief Financial Officer	28/02/1978	Bachelor's degree	Re-appointment as CFO on June 12, 2025	—

#### **V. Chief Accountant**

Name	Date of birth	Qualification	Date of appointment	Date of dismissal
Ms. La Thi Thanh Hang	28/02/1978	Bachelor's degree	15/07/2014	—

#### VI. Training courses on corporate governance:

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance: None.

#### VII. The list of affiliated persons of the public company (year report) and transactions of affiliated persons of the Company)

##### 1. The list of affiliated persons of the Company:

No .	Name of organization/individual	Secur ities tradin g accou nt (ifany)	Position at the Company (if any)	No.*, date of issue, place of issue	Address	Time of starting to be affiliated person	Time of endin g to be affiliat ed perso n	Reas ons	Relat ionshi p with the Company
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##### Board of Directors

1	Nguyen Thi Hai		Chairman of the Board of Directors and Legal Representative	025249 452					Insider
2	Chu Thi Thanh Ha		Vice Chairman of Board of Directors	001174 024458					Insider

3	Nguyen The Phuong		Member of the Board of Directors	026077 011168						Insider
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#### Board of Management

4	Ngo Manh Cuong		General Director	031082 005987						Insider
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#### Board of Supervisors

5	Nguyen Dinh Hung		Head	025431 729						Insider
6	Nguyen Thi Hong Ha		Member	022320 921						Insider
7	Nguyen Thi Kim Phuong		Member	008177 000174						Insider

#### Chief Accountant

8	La Thi Thanh Hang		Chief Accountant	011805 466						Insider
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#### Major Shareholder with over 10% ownership

9	FPT Telecom Joint Stock Company		Shareholders own 56.51% of FOC shares	010177 8163	2nd Floor, FPT Cau Giay Building, No. 17 Duy Tan Street, Cau Giay Ward, Hanoi, Vietnam					Major shareholder
10	FPT Joint Stock Company		Shareholders own 23.96% of FOC	010124 8141	No. 10 Pham Van Bach, Cau Giay Ward, Hanoi,					Major shareholder

		shares		Vietnam			
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**2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons:**

No.	Name of organization/ individual	Relationship with the Company	No.* date of issue, place of issue	Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders / Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Note

**3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power:**

No.	Transaction executor	Relationship with internal persons	Position at the listed Company	čấp ID card No. /Passport No., date of issue, place of Issue	Address	Name of subsidiaries or companies which the Company control	Time of transaction	Content, quantity, total value of transaction	Note

**4. Transactions between the Company and other objects**

4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): None.

4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): None.

4.3. Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: None.

**VIII. Share transactions of internal persons and their affiliated persons (6 months report)**

- 1. The list of internal persons and their affiliated persons :** According to attached Appendix 01.
- 2. Transactions of internal persons and affiliated persons with shares of the Company:**

No .	Transactio n executor	Relationship with internal persons	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing (buying, selling , converting, rewarding, etc.)
			Number of shares	Percentage	Number of shares	Percentage	

**IX. Other matters to note:**

None

*Recipients:*

- As above.
- Save VT.

**CHAIRWOMAN OF THE BOARD OF DIRECTORS**



NGUYEN THI HAI

## APPENDIX 01: LIST OF INSIDERS AND RELATED PERSONS OF INSIDERS

No.	Name	Securiti es trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Number of shares owned at the end of the period	Percent age of share owners hip at the end of the period	Note
<b>I. Board of Directors</b>							
1	Nguyen Thi Hai	Chairman of the Board of Directors and Legal Representa tive	025249452 6th Floor, Exchange Tower Building - No. 01 Nam Ky Khoi Nghia, Ben Thanh Ward, HCMC	50,850	0.27%		
1.1	Bui Thi Dap					Mother of birth	
1.2	Nguyễn Thu Hà					Sister	
1.3	Nguyễn Phi Hùng					Younger brother	
1.4	Le Quang Anh					Husband	

1.5	Le Hai Anh						Son
1.6	Le Van Anh						Daughter
2	Chu Thi Thanh Ha	Board Member	00117402445 8	FPT Tower, 10 Pham Van Bach, Cau Giay Ward, Hanoi	0	0.00%	
2.1	Chu Hong Son						Father of birth
2.2	Luong Thi Hang						Mother of birth
2.3	Chu Thi Thanh Binh						Younger brother
2.4	Chu Hung Thang						Younger brother
2.5	Le The Hung						Husband
2.6	Le The Nghia						Son
2.7	Le The Trung						Son
2.8	Le Dieu Huong						Daughter
3	Nguyen The Phuong	Board Member	02607701116 8	FPT Tower, 10 Pham Van Bach, Cau Giay Ward, Hanoi	0	0.00%	

3.1	Nguyen Duc Chinh				Father of birth
3.2	Vu Thi Yen				Mother of birth
3.3	Nguyen Lam Phuoc				Younger brother
3.4	Vu Thanh Thuy				Wife
3.5	Nguyen Hien Trang				Daughter
3.6	Nguyen Bao Linh				Daughter
3.7	Nguyen Hoang Lam				Son
<b>II. Ban Giám đốc/ Board of Directors</b>					
4	Ngo Manh Cuong	General Director 7	03108200598 6th Floor, Exchange Tower Building - No. 01 Nam Ky Khoi Nghia, Ben Thanh Ward, HCMC	49,962 0.27%	Re- appointment as General Director on August 18, 2024
4.1	Ngo Van Hung				Father of birth
4.2	Nguyen Thi Minh				Mother of birth

4.3	Nguyen Minh Quang				Younger brother
<b>III. Legal representative</b>					
5	Nguyen Thi Hai				As stated in Section I.1 Board of Directors
<b>IV. Chief Financial Officer and Chief Accountant</b>					
6	La Thi Thanh Hang	Chief Financial Officer and Chief Accountant	011805466	10th Floor, FPT Building, No. 10 Pham Van Bach, Cau Giay Ward, Hanoi	49,962 0.27% Re-appointment as CFO on June 12, 2025
6.1	La Dinh Moi				Father of birth
6.2	Do Thi Tam				Mother of birth
6.3	La Thanh Toan				Older brother
6.4	Duong Dinh Viet				Husband
6.5	Duong Chau Anh				Daughter
6.6	Duong Tue Anh				Daughter
<b>IV. Board of Supervisors</b>					

7	Nguyen Dinh Hung	Head of Supervisor Board	025431729	Ho Chi Minh City	0	0.00%	
7.1	Nguyen Dinh Long						Mother of birth
7.2	Duong Thi Ha						Father of birth
7.3	Nguyen Dinh Van						Older brother
7.4	Nguyen Dinh Hoa						Older brother
7.5	Nguyen Dinh Thanh						Older brother
7.6	Nguyen Thi Thu Thuy						Older sister
7.7	Mai Thi Tuyet Hoa						Wife
8	Nguyen Thi Hong Ha	Member of the Board of Supervisors	022320921		0	0.00%	
8.1	Nguyen Van Buu						Father of birth
8.2	Tran Thi Thuoc						Mother of birth

8.3	Nguyen Hong Son				Older brother
8.4	Nguyen Hong Hai				Younger brother
8.5	Tran Anh Tu				Husband
8.6	Tran Anh Trung				Son
9	Nguyen Thi Kim Phuong	Member of the Board of Supervisors	00817700017 4	0 0.00%	
9.1	Nguyen Xuan Do				Father of birth
9.2	Pham Thi Vang				Mother of birth
9.3	Nguyen Xuan Dai				Older brother
9.4	Nguyen Kim Hoa				Older sister
9.5	Nguyen Kim Cuc				Older sister
9.6	Nguyen Minh Hue				Older sister
9.7	Nguyen Xuan Dat				Younger brother
9.8	Nguyen Duy Dong				Younger brother

9.9	Chu Tien Thanh						Husband
9.10	Chu Hai Nam						Son
9.11	Chu Phuong Anh						Daughter

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