

No: 0307/18/NQ-HĐQT HAGL Agrico

RESOLUTION OF THE BOARD OF DIRECTORS HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY

(Re: Approval on the results of convertible bonds offering to investors and plan of distributing non-distributed bonds)

THE BOARD OF DIRECTORS

- Pursuant to the Laws on Enterprise of the National Assembly of the Socialist Republic of Vietnam No. 68/2014/QH11 dated 26 November 2014;
- Pursuant to the Charter of Hoang Anh Gia Lai Agricultural Joint Stock Company ("the Company") amended on 2 April 2018;
- Pursuant to the Resolution of the General Meeting of Shareholders on 6 May 2018 of Hoang Anh Gia Lai Agricultural Joint Stock Company about asking shareholder's opinion in writing to approve the plan of offering convertible bonds to existing shareholders;
- Pursuant to the Certificate of public offering of bonds No. 27/GCN-UBCK granted by Chairman of the State Securities Commission on 24 May 2018;
- Pursuant to the List of investors who registered to purchase convertible bonds No. R018/2018-HNG/VSD-ĐK made by Vietnam Securities Depositary on 3 July 2018;
- Pursuant to the Minutes of the Board of Directors ("**the BOD**") on 3 July 2018.

RESOLUTION:

ARTICLE 1: APPROVAL ON THE RESULTS OF PUBLIC OFFERING OF BONDS

The BOD approved the results of public offering of convertible bonds to existing shareholders of Hoang Anh Gia Lai Agricultural Joint Stock Company, as follows:

- Total number of bonds offered to investors: 221,710 bonds;
- Total number of bonds registered and purchased by investors: 22 bonds;
- Non-distributed bonds: 221,688 bonds.

ARTICLE 2: APPROVAL ON THE PLAN OF DISTRIBUTING NON-DISTRIBUTED BONDS

The BOD approved the plan of distributing non-distributed bonds as described in Article 1 and the offering conditions to investors will be as same as those to existing shareholders. - -

- Issue price: 10,000,000 VND/bond;
- Bank for blocking depository money:
 - Account number: 62011000001324
 - At bank: Bank for Investment and Development of Vietnam – Gia Lai Branch
 - Account holder: Hoang Anh Gia Lai Agricultural Joint Stock Company

ARTICLE 3: VALIDITY AND EXECUTION

This resolution comes into effect from the date of signing. The members of the Board of Directors, the Board of Management and the relevant departments are responsible for this execution.

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

Recipient:

- As in article 3;
- Member of the BOD;
- Board of Supervisors;

(signed and sealed)

DOAN NGUYEN DUC