
THE FACT THAT THE HO CHI MINH CITY STOCK EXCHANGE GRANTS THE REGISTRATION OF SECURITIES LISTING IMPLIES THAT THE SECURITIES LISTING COMPLIES WITH LAWS AND REGULATIONS WITHOUT ANY GUARANTEE OF THE VALUE OF SECURITIES. ANY STATEMENTS AGAINST THIS ARE ILLEGAL.

LISTING PROSPECTUS

HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY

(Business registration certificate No. 5900712753 granted by the Service of Planning and Investment of Gia Lai Province for the first time on 26 May 2010 and the 13th Amended Business Registration Certificate on 04 June 2015)



STOCK LISTING ON HO CHI MINH CITY STOCK EXCHANGE

(Listing Registration Decision No. 278/QD-SGDHCM issued by Ho Chi Minh City Stock Exchange on 10 July 2015)

ADVISORY ORGANIZATION SAIGON SECURITIES INCORPORATION



THIS PROSPECTUS AND ITS SUPPORTING DOCUMENTS ARE AVAILABLE AT:

HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY (HAGL AGRICO)

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HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY

(Business registration certificate No. 5900712753 granted by the Service of Planning and Investment of Gia Lai Province for the first time on 26 May 2010 and the 13th Amended Business Registration Certificate on 04 June 2015)

**STOCK LISTING****ON HO CHI MINH CITY STOCK EXCHANGE**

Name of share	:	Share of Hoang Anh Gia Lai Agricultural Joint Stock Company
Type of share	:	Ordinary share
Par value	:	VND 10,000 /share
Total listed volume	:	708,143,895 shares
Total value (by par value)	:	VND 7,081,438,950,000 (seven thousand eighty one billion, four hundred thirty eight million, nine hundred fifty thousand dong)

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I. RISK FACTORS

Hoang Anh Gia Lai Agricultural Joint Stock Company (HAGL Agrico), as an agribusiness group, has been in operation in 3 Indochinese countries in planting and processing rubber latex, planting sugarcane and processing commercial sugar, oil palm planting and preliminary treatment, corn planting and cattle farming. As a multinational and multi-sector company whose products are closely related to the world's commodity prices, the Company's operation and business efficiency are influenced by the following factors:

1. Economic risks

HAGL Agrico products are consumed at the markets where the Company's plantations and production facilities are located. Besides, rubber and palm oil products have the potentiality for export to other markets and fall under impact of the commodity prices on the concentrated markets. Political instability and a fall in demand have led to a sharp decline in the prices of many materials as compared with the record high rates in the period of 2010 – 2011. The prices of latex, palm oil, or crude oil have decreased by 50% as compared with the said recorded rates, affecting the Company's financial reserves and business plans as well as its profit prospects.

Vietnam's macroeconomic conditions have improved since 2013, foreign exchange reserve remains at high level, exchange rate is stable, inflation is under control and interest rate has gone down to a suitable level creating necessary conditions for domestic entities' stabilization and expansion of production.

- **GDP growth:** After a period of stagnation due to the policy of strict monetary control and the focus on handling the shortcomings in banking system, the economy has shown signs of return as 2014 GDP reached a growth of 5.98% and GDP for the first quarter was at 6.03% against the same period last year, paving the way for the target of 6.2% growth for 2015. Consumption of HAGL Agrico's sugar, corn and beef will be found in domestic market. Economic growth will spur the demand for such products.
- **Inflation:** Effective macro-governance policies together with diminishing prices of commodity has brought inflation in Vietnam down to 6.84% in 2012, 6.04% in 2013, compared with a double-digit CPI increase in 2011 and 2012. In 2014, inflation was 4.10% - the lowest rate since 2005. Moderate inflation has enabled the Company to better control production cost and also helped the government implement less strict policies, facilitating the Company's approach to capital sources at reasonable expenses.
- **Interest rate:** HAGL Agrico spends around 50% of the capital structure mobilized from credit institutions investing in its projects. The initial building stage typically lasts 3 – 5 years before the project starts generating revenue from business operation. Low bank interest rate would keep down investment cost, pressure for loan interest payment and increasing investment effectiveness as well as profit for the Company and vice versa. On the contrary, high interest expenses will increase initial investment expenses when capitalizing borrowing costs into the plantations and other fixed assets, resulting in an increase in the depreciation allocation cost on exploiting the plantations, and decreasing

the profit effectiveness of the projects. Besides, higher interest expenses can create pressure on the Company's cash flows during the stage of basic investment and can cause certain impacts on the Company's approach to new sources of capital, slowing the progress or effectiveness of new projects because higher interest rates may be charged higher on new loans than the previous ones. In the period of 2015 - 2017, the Company's revenue and profit structures as planned will be shifted to livestock farming. Cattle farming requires investment capital for basic facilities, short-term loans for beef cattle fattening and long-term loans for breeding, ensuring the supply of fed up beef cattle in the future, reducing the dependence on imported cattle. High interest expenses directly affect the rates of return, and slow down the plan of developing the breeding cattle, diminishing the Company's initiative in the supply of fed up beef cattle.

- **Exchange rates:** the Company's operations in three countries involve payments in respective local currencies. Exchange rates for the currencies used in transactions in Laos and Cambodia may be higher than that of Vietnamese dong, thus increasing the Company's operation expenses in the reports of business operations and impacting the Company's profit efficiency. Most of the rubber and palm oil products are planned for the markets overseas and payments are made in US dollar. The exchange rate for Vietnamese dong may get higher than that for the US dollar, leading to a fall in the revenue from exports of rubber and palm oil if converted into the Vietnamese dong when preparing the financial statements. As for livestock farming, at the initial stage, the Company imports a large quantity of dairy and beef cattle from Australia for domestic market. Payments for such imports are made in US dollar while revenue in the Vietnamese dong. Fluctuations in the exchange rates for US dollar are very likely to affect the Company's cost of importing cattle, resulting in decrease in profit margin.

2. Legal risks

HAGL Agrico's business operations are subject to amendments to planning policies, and laws and regulations promulgated by the governments and local authorities in the countries where we run our operations including Vietnam, Laos and Cambodia. At different times, the authorities may issue new regulations adjusting such activities. As the laws and regulations are relatively new and the legislative systems in these countries are fast progressing, there is a lack of consistency in explanation and certainty over the enforcement of these laws and regulations, and also is unpredictable as compared with those of the developed countries. Dependent on the state agencies, or the procedures of filing matters to such agencies, HAGL Agrico may obtain less preferential explanation and treatment than the competitors or obtain the explanation contrary to that of the Company. HAGL Agrico is unable to anticipate the consequence of the future development of such legislative system, including promulgation of new laws, amendment to the current laws or explanation or enforcement, priority given to local laws over nationwide laws, or changes in the local authority's decisions by the authority itself or provincial or central government. This lack of transparency may impair the law protection that may be granted to HAGL Agrico and it may adversely affect the Group's business operation, prospect, financial conditions and results.

HAGL Agrico has formed a system regularly updating legal documents for anticipation and prompt handling in proper preparation for changes in laws and policies.

3. Sector specific risks

Cultivation:

Rubber, sugar, corn and palm oil are commonly-traded commodities in the world market with day-to-day fluctuating prices. Fluctuation in prices may go unpredictable to HAGL Agrico and impact the Company's profit plan.

The Company uses a number of plant varieties imported from Southeast Asian countries. In spite of being widely used, these plants may not be compatible with the soil and climate conditions and, as a result, produce lower yield than in other countries, thus not going according to the Company's plan. The Company has employed advanced cultivation techniques, an example of which is the drip irrigation system, to enhance the plant productivity, improving yields to ensure the effective business of the cultivation projects. From the practice of cultivating and exploiting rubber and sugarcane, the Company has achieved a high rate of return in 2013 and 2014.

Rubber and oil palm plantation employ skilled workers for harvesting latex and fruits. It is expected by the Company that one worker can manage and harvest 2 - 3 hectares of rubber and oil palm. Therefore, HAGL Agrico needs recruitment of 25,000 tapping workers. HAGL Agrico is likely to face shortage of skilled workforce for the plantations in Laos and Cambodia. The Company has followed a policy of training workers in Vietnam and employing them on the farms in Laos and Cambodia. Besides, through highly skilled workers from Vietnam, training is provided to local workforce to ensure stable workforce.

The Company's plantations may suffer storm, whirlwind, flood, perennial drought, etc. Climatic changes may affect the Company's productivity, output, and cultivation. Besides, particular weather phenomena such as La Nina and El Nino directly impact not only business activities and output of the cultivation companies in Southeast Asia and Australia but also the prices of these commodities including rubber and oil palm.

The drip irrigation system adopted on all the plantations requires constant water supply. Drought is likely to cause shortage of water, leading to poor performance of this system, impacting on the harvest at the time.

As for sugarcane industry, HAGL Agrico is still applying for import quota for consumption in Vietnam. In the future when such a barrier is lifted, HAGL will have to fight off fierce competition from sugar imported from Thailand with highly competitive production cost. At an advantage of inexpensive input materials, the Company keeps adopting modern cultivation technology to increase productivity as well as to decrease production cost for better competition against imported commodities.

HAGL Agrico's cultivation used to be faced with accusation of environment impacts. The Company has sorted out arising problems; however, it is not certain that there is no risk of recurrence of these problems which may spoil the Company's image and, in the long term, may affect HAGL Agrico's consumption of the products.

Livestock:

HAGL Agrico started cattle farming on a large scale on the Company's land bank in Gia Lai – Vietnam, Attapeu – Laos and Ratanakiri – Cambodia. In the starting period, the Company mostly imported cattles; however, in the future the imported number will scale down once the Company has developed the herds on its farms.

Importing cattles from Australian suppliers, the Company and its business partners in Vietnam have to meet the requirements of Exporter Supply Chain Assurance System (ESCAS) to supervise animals imported from Australia up to abattoirs ensuring they are given humane treatment. A halt in cattle supply may occur if any of Agrico's partners violates this system standard, thus affecting the Company's operation. Therefore, the Company will keep the supply chain under strict control in compliance with ESCAS.

The herds may suffer any common epidemic among livestock resulting in a fall in quantity or product quality, affecting the Company's investment cost and business efficiency. For that reason, the Company has set up medical facilities all over the farms and carries out hygienic treatment of such materials as foodstuffs, drinking water to strictly control germs that may spread or develop into diseases.

Imported from Australia which is quite different from Vietnam in terms of climate, cattle may not grow as quickly as they are when being raised in Australia, thus adversely affecting the Company's business plan. However, it is not a major risk because the Company imports only 18 month-old cattle and fattens them for 6-7 months, and the Company can make a quick sale of beef domestically for return on capital and profit.

The Company makes sales of beef and dairy products through association with many associates in Vietnam, making use of their advantages of brands and distribution networks. Nowadays, consumers are following the trend for meat products imported from Australia intensifying tough competition against HAGL Agrico's products which have not enjoyed popularity when starting to enter the market. On the other hand, Hoang Anh Gia Lai brand has stayed popular in Vietnam market over the past 15 years thanks to its activities like social works, advertising, and football, thus facilitating the Company's penetration of the market.

Land bank is the Company's advantage in growing grass as food for cattle at low cost due to adoption of advanced techniques. Nevertheless, at some points of time in the year unfavourable weather impairs the quality of the grass, resulting in the Company's purchase of roughage grass from other suppliers at a higher price, affecting the efficiency of cattle farming. Besides long-lasting drought may cause shortage of water sources for the cattle as a cow may consume 60 liters of water/day. With the herds of hundreds of thousands heads, the Company needs to supply adequate and stable source of water. At present, the Company is using the water from the river net around the farms, with rather low cost of water treatment, but in case of drought, the river level water may fall causing shortage of water supply, then the Company has to employ other sources like drilling wells, transporting water from other regions, resulting in an increase in the expenses of cattle farming, and a decline in growth rate of the herds.

4. Dilution risk

The year 2015 witnessed a sharp increase of in the Company's charter capital by 77% from VND 3,990 billion to VND 7,081 billion, net earnings per share will be adjusted lower in proportion with the additionally issued shares. The Company's planned annual growth rate of profit in 2015 and 2016 will be 95% and 107% respectively, higher than that of the charter capital in 2015, ensuring positive growth rate of earnings per share. However, unfavourable movements in the market may impact the Company's business activities and growth rate of profit reducing the earnings per share.

5. Stock price risk

HAGL Agrico stock listed on Hochiminh Stock Exchange raising the Company's identity and profile, increasing liquidity, facilitating the owners' capital transfer; providing chance to approach domestic and overseas capital sources, increasing capital for investment and development; standardizing the Company governance, enhancing transparency.

Nevertheless, HAGL Agrico stock price risk after listing is inevitable. Stock prices are determined by supply and demand, which depends on several market forces: the Company position, social and political conditions, economic conditions domestically and abroad, changes in laws and regulations related to stock market. Investors' psychology are also a factor determining stock prices. That is the reason why the Company's increased or decreased stock price is an unpredictable factor.

6. Other risks

Apart from the risks above, some risks of force majeure, though unlikely to happen, in case of occurrence, will severely affect the Company's operation. Raging storms, fire, earthquake all may cause damage, destroy partly or completely business facilities, farms, plantations. Such risks are uncommon but they render severe damage to the Company if happening. The Company always have their assets, commodity insured, including the Company's and customers' production interruption in order to alleviate these risks.

II. KEY PERSONS RESPONSIBLE FOR THE CONTENTS OF THIS PROSPECTUS

1. Listed organization

HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY

Mr. Doan Nguyen Duc	-	Title: Chairman of the Board of Directors
Mr. Nguyen Xuan Thang	-	Title: General Director
Mr. Do Van Hai	-	Title: Chief Accountant
Mr. Le Hong Phong	-	Title: Chief of the Board of Supervision

We hereby undertake that all the information and data of this Prospectus are consistent with the actual situation of which we have acknowledged, or with the data we have investigated and collected in a reasonable manner.

2. Advisory organization

SAIGON SECURITIES INCORPORATION (SSI)

Ms. Nguyen Thi Hường Giang	-	Title: Director - Southern Region of Investment Banking Service
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This Prospectus is a part of the application documents for listing registration prepared by the Saigon Securities Incorporation (SSI) on the basis of a Consulting Agreement with Hoang Anh Gia Lai Agricultural Joint Stock Company. We undertake that the analysis, assessment and selection of data, wording in this Prospectus have been made reasonably and carefully, based on information and data provided by Hoang Anh Gia Lai Agricultural Joint Stock Company.

III. DEFINITION AND ABBREVIATIONS

- SSC: State Securities Commission
- HSX: Ho Chi Minh City Stock Exchange (“HSX”)
- Company/HAGL Agrico: Hoang Anh Gia Lai Agricultural Joint Stock Company
- GSM: General Shareholders’ Meeting
- BOD: Board of Directors
- BOM: Board of Management
- CEO: General Director
- BOS: Board of Supervision
- Company’s Charter: Charter of Hoang Anh Gia Lai Agricultural Joint Stock Company
- Listed organization: Hoang Anh Gia Lai Agricultural Joint Stock Company
- One-member Co., Ltd.: One-member Company Limited
- CIT: Corporate Income Tax
- PIT: Personal Income Tax
- HCMC: Ho Chi Minh City

IV. STATUS AND CHARACTERISTICS OF THE LISTED ORGANIZATION

1. History and development

1.1 Introduction

1.1.1 General information:

- Company's name: HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY
- Abbreviation name: HAGL AGRICO
- Head office: 15 Truong Chinh, Phu Dong Ward, Pleiku City, Gia Lai Province
- Tel.: 84 59 2222285
- Fax: 84 59 2222218
- Website: haagrico.com.vn
- Current charter capital: VND 7,081,438,950,000 (*seven thousand eighty one billion, four hundred thirty eight million, nine hundred fifty thousand dong*s)
- Accounts :

No.	Transaction banks	Account number
1	Joint Stock Commercial Bank for Foreign Trade of Vietnam – Gia Lai branch	0291002367431
2	Joint Stock Commercial Bank for Investment and Development of Vietnam – Gia Lai branch	62010000396823

1.1.2 Main operations:

- The Company registers its business in the following sectors:

No.	Sector	Code
1.	Rubber cultivation	0125 (main)
2.	Perennial tree cultivation	0129
3.	Forestation	0210
4.	Cultivation services	01610
5.	Supporting service for other businesses not yet classified into any specific category. Details: trading, consignment sales	8299
6.	Producing fertilizers and Nitrogen compounds	2012
7.	Trading machinery, equipment and spare parts Details: Trading agricultural, mining, forestry and building machinery	4659
8.	Trading materials, installation equipment in building industry	4663
9.	Trading agro-forest materials (except wood, bamboo, neohouzeaua) and	4620

No.	Sector	Code
	live animals	
10.	Exploiting rock, gravel, clay. Detail: Rock exploiting	0810
11.	Trading other commodities not yet classified into any specific category. Details: Trading rubber latex of legal origin and products of rubber wood; trading rubber as material.	4669
12.	Exploiting chemical minerals and fertilizing minerals	0891
13.	Exploiting and collecting peat	0892
14.	Exploiting iron ores	0710
15.	Producing nonferrous and rare metals	2420
16.	Exploiting other metals	0722
17.	Producing iron, steel, cast iron	2410
18.	Planting trees for oil-bearing fruits	0122
19.	Seeding and nurturing industrial trees	0130
20.	Food trading	4632
21.	Cattle breeding	0141
22.	Planting other annual plants. Detail: Grass	0199
23.	Management consultancy	7020
24.	Research and development of natural sciences	7210
25.	Assorted administrative office work service	8211

- Hoang Anh Gia Lai Agricultural Joint Stock Company (HAGL Agrico) find its activities in two major areas (i) cultivating short and long time industrial trees including sugarcane, rubber, oil palm and corn; and (ii) cattle farming. The Company engages in planting, harvesting and processing.

1.2 Summary of history and development

Key milestones	
2010	<ul style="list-style-type: none"> Hoang Anh Gia Lai Agricultural Joint Stock Company (HAGL Agrico), was incorporated at the time Hoang Anh Gia Lai Joint Stock Company implemented the restructuring of the Group. A number of companies operating in agribusiness were merged into HAGL Agrico like Hoang Anh Attapeu Co., Ltd., Hoang Anh Quang Minh Rubber JSC, Hoang Anh Rattanakiri Co., Ltd., Hoang Anh Daklak JSC.
2011	<ul style="list-style-type: none"> Entering into a contract with Lao government on amending the Project Development Contract, increasing the project scale from 10,000 ha to 19,950 ha, of which the increased area was 9,950 ha, including 7,950 ha of rubber and 2,000 ha of oil palm in Attapeu Province. Following was another contract on developing sugarcane project and building a sugarcane complex in Attapeu, Laos A land lease contract for an area of 9,000 ha in Talav and Nhang Communes, Andoung Meas District, Ratanakiri Province signed by the Royal Government of Cambodia and Hoang Anh Oyadav Co., Ltd. for investment and development of rubber. Signing a land lease for 9,470 ha in Konmum District, Rattanakiri Province between the Royal Government of Cambodia and Hoang Anh Andoung Meas Co., Ltd. for investing

Key milestones	
	and developing industrial trees. The Royal Government of Cambodia and the Committee of Cambodian Development issued Investment Certificate for the project.
2012	<ul style="list-style-type: none"> ▪ Inaugurating and putting into operation a sugar factory with a capacity of 7,000 tons/day and a bagasse-driven thermal power with a capacity of 30 MW in Attapeu. ▪ Completion of building a latex factory with a capacity of 25,000 tons/year in Attapeu Province.
2013	<ul style="list-style-type: none"> ▪ Inaugurating the Sugarcane complex and Hoang Anh Attapeu latex factory in Laos on 25 February 2013. ▪ Ground-breaking of Nong Khang International Airport, in Hua Phan, Laos on 14 March 2013
2014	<ul style="list-style-type: none"> ▪ Completion of planting 42,500 ha of rubber, 17,300 ha of palm oil, 8,000 ha of sugarcane and 5,000 ha of corn in Vietnam, Laos and Cambodia. ▪ Investment in the advanced model of dairy and beef cattle farming by international standards. A total of herd of 236,000 dairy and beef heads was expected.
2015	<ul style="list-style-type: none"> ▪ In April 2015, the Company had its name changed from Hoang Anh Gia Lai Rubber Joint Stock Company to Hoang Anh Gia Lai Agricultural Joint Stock Company and had Highland Dairy Cattle Joint Stock Company merged, expanding its business sector. ▪ A palm oil factory with a capacity of 45 tons of fresh fruit/hour is under construction and expected to operate in the 2nd quarter of 2015. This factory can process 270,000 tons of fresh fruits/year, within the capability of processing the first crop of 9,000 ha of palm oil. In future, as larger area of palm oil is exploited, the Company will plan to enhance the existing factory or build more suitable factories.

1.3 History of increasing Company's charter capital

Unit: VND thousand

Time	Actual capital contribution	Value of actual increasing capital contribution	Method of increasing capital
2010 the Company's establishment	484,571,925		
2011	2,889,788,864	2,405,216,939	<ul style="list-style-type: none"> - Founding shareholders' contribution: 2,264,516,939 - Private placement to strategic partners: 140,670,000
2012	3,646,853,464	757,064,600	<ul style="list-style-type: none"> - Founding shareholders' contribution: 583,664,600 - Private placement to strategic partners: 173,400,000
2013	3,990,670,000	343,816,536	<ul style="list-style-type: none"> - Founding shareholders' contribution
2015	7,081,438,950	3,090,768,950	<ul style="list-style-type: none"> - Private placement to strategic partners: 639,723,950; - Shares issued from the owner's equity: 2,292,045,000; - Private placement of shares to employees 159,000,000.

- The State Securities Commission already approved of the Company's registration for public company according to the official letter No. 3867/UBCK-QLPH dated 22 June 2015.

- **Capital increase of Stage 1 in 2011: increasing from VND 484,571,925,000 to VND 2,889,788,864,000**

Legal bases:

- The Resolutions related to the change in the business capital for the founding shareholders to make capital contribution included: (i) The Resolution and Minutes of the GSM dated 30 May 2011 deciding to increase the capital from 1,000 billion to 2,000 billion; the Resolution and Minutes of the GSM dated 28 June 2011 deciding to increase the capital from 2,000 billion to 2,500 billion; the Resolution of the GSM dated 10 October 2011 deciding to increase the capital from 2,500 billion to 3,850 billion; and
- The Resolution of the GSM dated 02 November 2011 passing the private placement to the strategic partners.

Subjects of the issuance: Founding shareholders' capital contribution and private placement of 14,067,000 shares to the strategic partners.

Number of shares issued: 240,521,694 shares

Total value of the issuance (by par value): VND 2,405,216,939,000

Time of issuance: in 2011

Restriction on transfer time: No restriction

Number of shareholders after the issuance: 06

Administration approving the issuance: Service of Planning and Investment of Gia Lai

- **Capital increase of Stage 2 in 2012: increasing from VND 2,889,788,864,000 to VND 3,646,853,464,000**

Legal basis: The Resolution and Minutes of the General Shareholders' Meeting dated 20 December 2012 passing the issuance.

Subjects of the issuance: The founding shareholders' capital contribution and private placement of 17,340,000 shares to the strategic partners

Number of shares issued: 75,706,460 shares

Total value of the issuance (by par value): VND 757,064,600,000

Time of issuance: in 2012

Restriction on transfer time: No restriction

Number of shareholders after the issuance: 13

Administration approving the issuance: Service of Planning and Investment of Gia Lai

▪ **Capital increase of Stage 3 in 2013: increasing from VND 3,646,853,464,000 to VND 3,990,670,000,000**

Legal basis: Founding shareholders made full registered capital contribution, according to Article 2 - The Resolution and Minutes of the General Shareholders' Meeting dated 20 December 2012.

Subjects of the issuance: The founding shareholders

Number of shares issued: 34,381,654 shares

Total value of the issuance (by par value): VND 343,816,536,000

Time of issuance: in 2013

Restriction on transfer time: No restriction

Number of shareholders after the issuance: 11

Administration approving the issuance: Service of Planning and Investment of Gia Lai

▪ **Capital increase of Stage 4 in 2015: increasing from VND 3,990,670,000,000 to VND 7,081,438,950,000**

Legal basis: The Resolution and Minutes of the extraordinary GSM on 6 April 2015 passing the issuance of shares

Subjects and method of issuance: Private placement to the strategic partners; issuance of shares from the source of owner's equity; and private placement to employees

Number of shares issued: 309,076,895 shares

Total value of the issuance (by par value): VND 3,090,768,950,000

Time of issuance completion: 02 June 2015

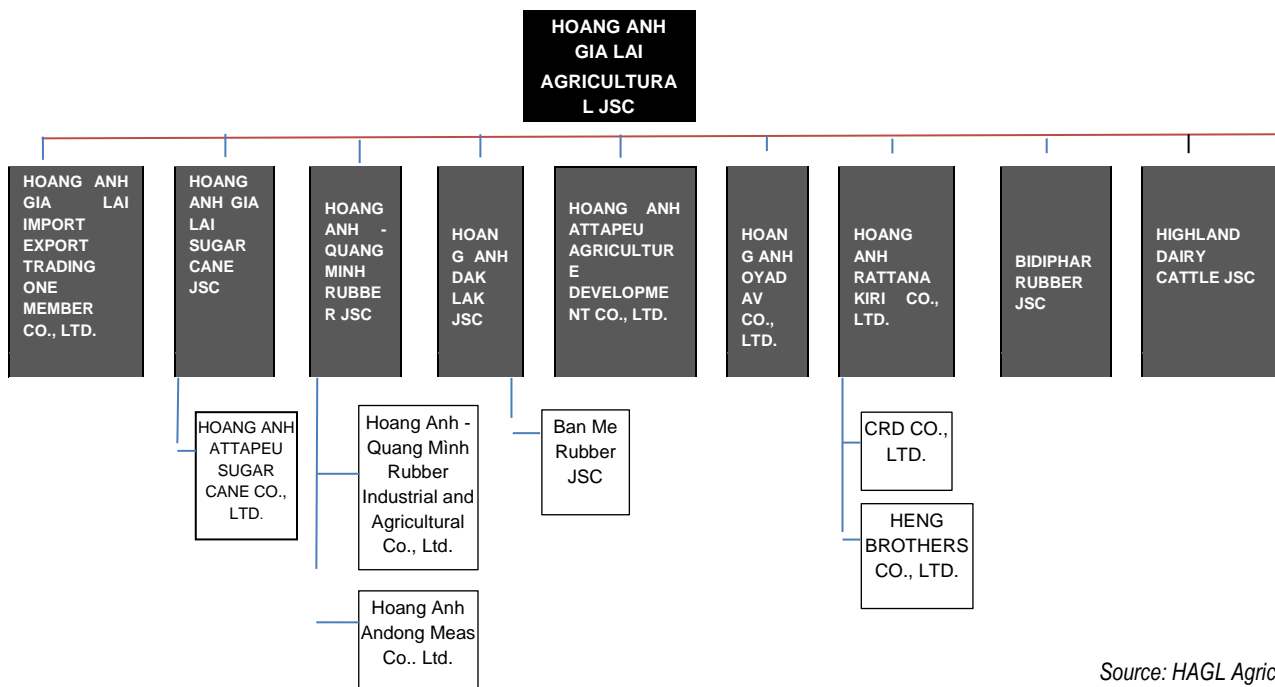
Restriction on transfer time: No restriction

Number of shareholders after the issuance: 21

Administration approving the issuance: Service of Planning and Investment of Gia Lai

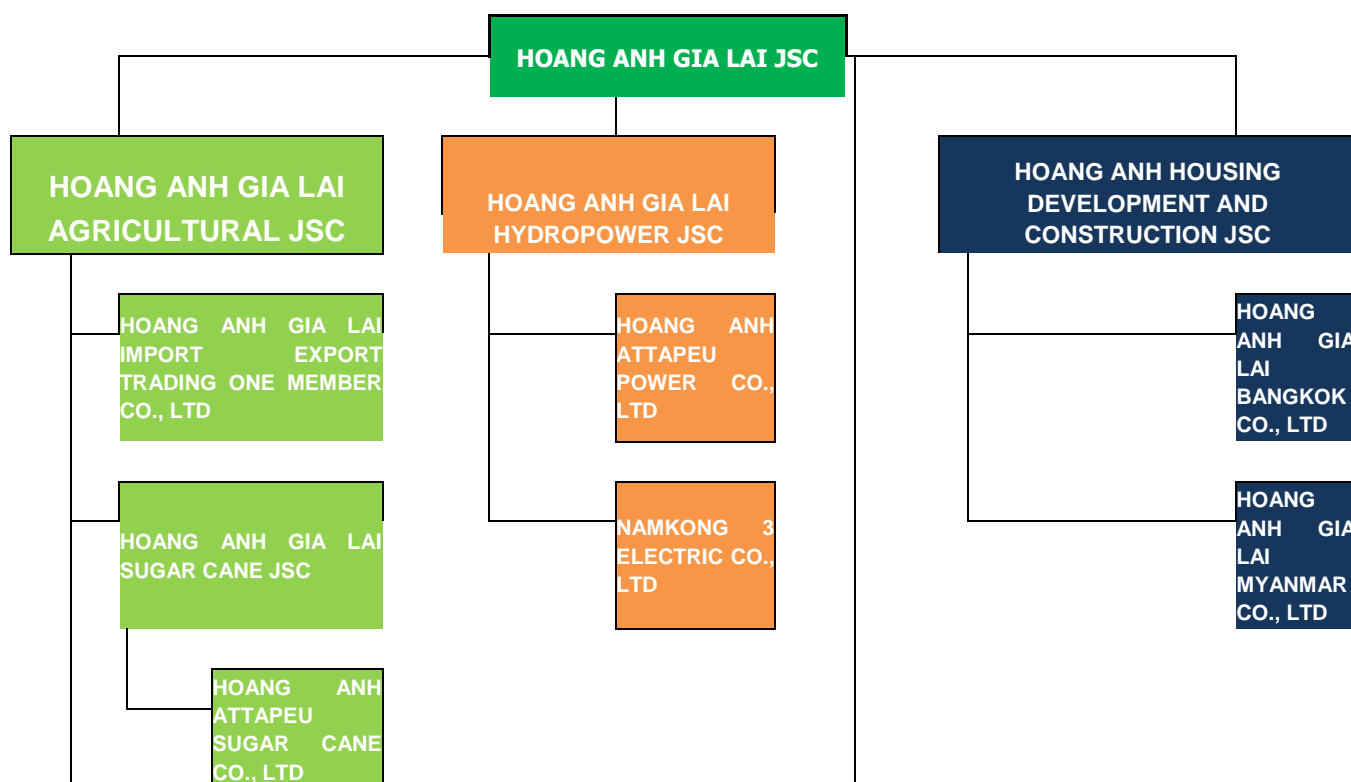
2. The Company's organization structure and the Group's structure

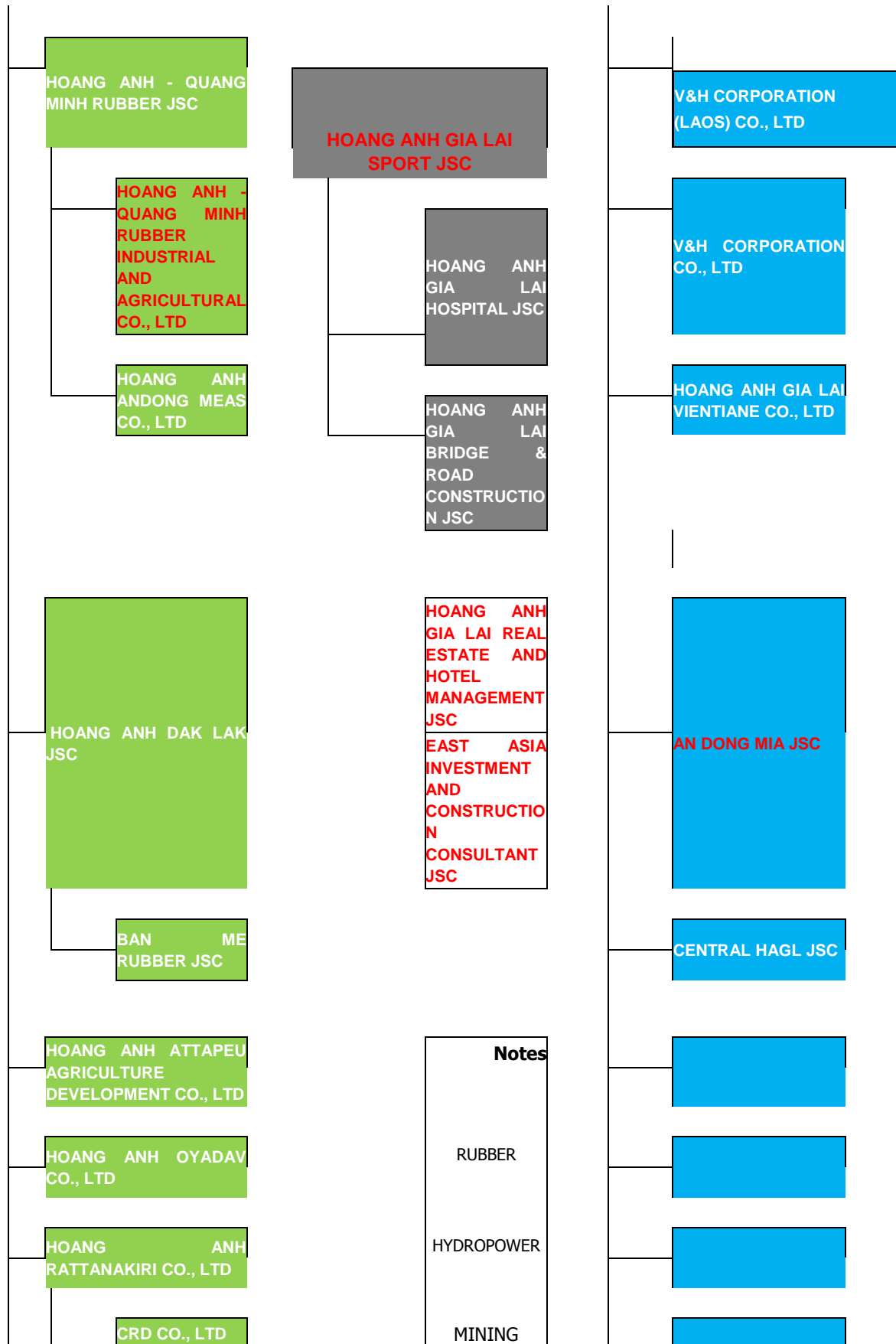
Chart 1: The Company's organization structure

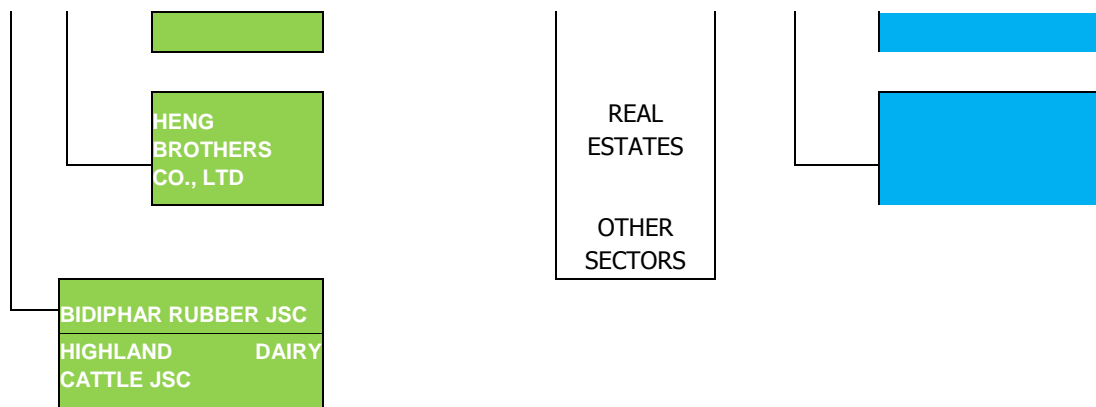


Source: HAGL Agrico

Chart 2: The Group's structure



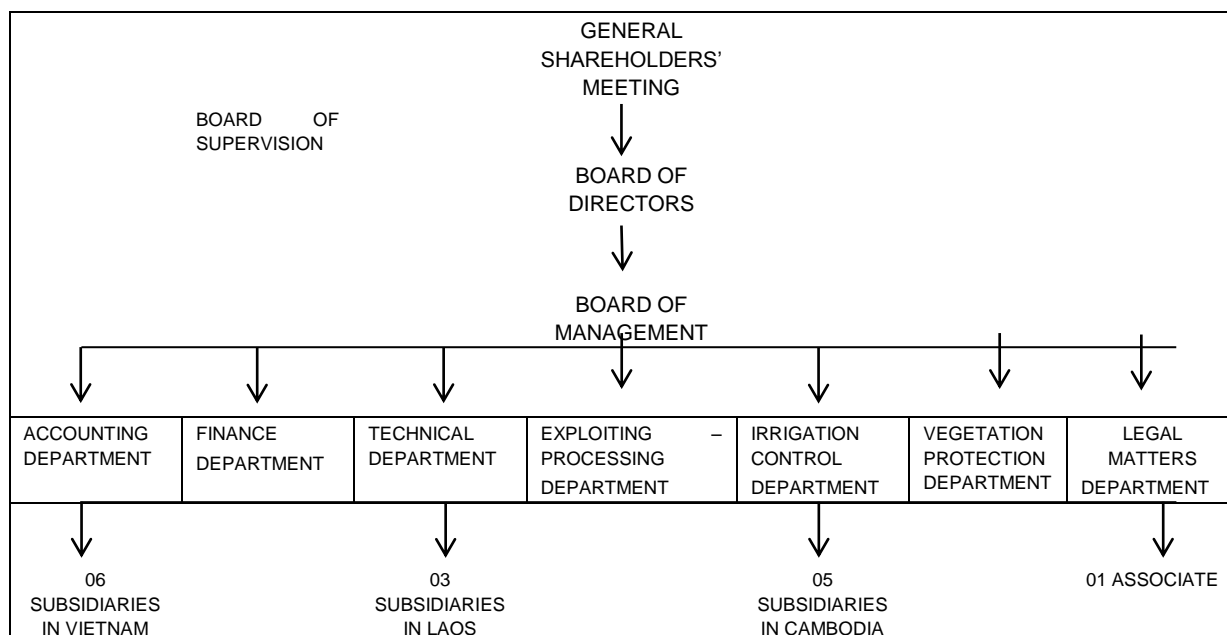




Source: HAGL Agrico

3. The Company's management structure

Chart 3: The Company's management structure



Source: HAGL Agrico

3.1 General Shareholders' Meeting ("GSM")

The General Shareholders' Meeting is the ultimate decision-making body of the Company including all the voting shareholders meeting at least once a year. The GSM decides the issues stipulated by the laws and the Charter of the Company. The GSM passes the Company's annual financial statements and budget for the coming year, elect and dismiss members of the Board of Directors, and the Supervision Board.

3.2 Board of Directors ("BOD")

The Board of Directors is the management body of the Company, exercising full power in the name of the Company to make decisions, implement the Company's rights and obligations not under the authority of the General Shareholders' Meeting. The Board of Directors consist of 07 members, each of whom holds a maximum term of 5 years. The chairman of this Board is elected by the Board of Directors.

1) Doan Nguyen Duc	Chairman of BOD
2) Vo Truong Son	Member of BOD
3) Doan Nguyen Thu	Member of BOD
4) Nguyen Xuan Thang	Member of BOD
5) Vo Thi Huyen Lan	Member of BOD
6) Nguyen Ngoc Anh	Member of BOD
7) Nguyen Quan Anh	Member of BOD

3.3 Board of Supervision ("BOS")

The Board of Supervision is a body independent of the Board of Directors and the Board of Management. The Board of Supervision is elected by the General Shareholders' Meeting, on behalf of the General Shareholders' Meeting supervise all the business activities of the Company, directly reporting to the General Shareholders' Meeting. 03 members constitute the Board of Supervision with a 5 year term.

1) Le Hong Phong	Chief of BOS
2) Pham Ngoc Chau	Member of BOS
3) Dao Dinh Phuong	Member of BOS

3.4 Board of Management ("BOM")

The Company's BOM includes 01 General Director and 06 Deputy General Director. The General Director is elected by the Board of Directors, the only person responsible to the Board of Directors for the Company's business activities. The Deputy General Directors and chief accountant are elected by the Board of Directors on the recommendation of the General Director.

1) Nguyen Xuan Thang	General Director
2) Trinh Xuan Nhan	Deputy General Director
3) Phan Thanh Thu	Deputy General Director
4) Hoang Dinh Quy	Deputy General Director
5) Nguyen Ngoc Anh	Deputy General Director
6) Nguyen Quan Anh	Deputy General Director
7) Vo Thi My Hanh	Deputy General Director

3.5 Functional departments

3.5.1 Accounting Department

Functions:

Monitoring, checking, guiding and implementing accounting – statistics regime; Finance management, by the State ordinance, the Company’s charter and financial regulations.

Responsibilities:

- Supporting the General Director with the finance, accounting works; recording, reflecting exactly and fully figures, position of circulating capitals in the Company’s business and production;
- Reviewing and giving professional guidance to the accounting departments at the subsidiaries;
- Preparing financial statements, tax reports as required by the current financial regulations, genuinely reflecting the Company’s operation results.

3.5.2 Finance Department

Functions:

Advising the Board of Management on preparing short and long-term business and production plans, mobilizing capital, making investments on production development, and making association with entities inside and outside the Company.

Responsibilities:

- Preparing, advising the Board of Management on entering into Business contracts; monitoring, speeding up the realization of the signed contracts, handling problems arising in the course of realizing Contracts;
- Mobilizing capital for production and business from credit organizations and issuance of shares;
- Instructing affiliated entities in preparing annual and long-term plans, and consolidating the whole Company’s business results;

- Updating, analyzing and consolidating the figures to help the General Director with directing production and business operation;
- Working in conjunction with departments, affiliated entities on supervising, assessing the effectiveness of investment projects, consolidating the position of realizing investment projects, making reports to the General Director and agencies in authority as required by the current laws.

3.5.3 Technical Department

Functions:

Advising the Board of Management on technique and technology, rationing and product quality

Responsibilities:

- Preparing and instructing the affiliated entities on technical process of cultivating and nurturing species of plants and animals;
- Surveying, measuring farming land; updating the area of plantations, number of livestock; drawing maps of land and plantations;
- Supervising and inspecting the breeding and cultivation;
- Experimental work: performing experiments on flora samples, selecting and taking samples of soil, leaf, etc. for analyzing items of nutrition and technique;
- Designing irrigation system , supervising the building of the irrigation system;
- Giving pilot and intensive training on breeding and cultivation.

3.5.4 Exploiting and Processing Department

Functions:

Advising the Board of Management on exploiting and processing such products as rubber, palm oil, sugarcane, corn.

Responsibilities:

- Giving training on exploiting technique;
- Consolidating figures on the output of each cultivated plant/tree to provide to the Board of Management for production administration;
- Consolidating needs for materials, equipment, for exploitation and processing work for prompt supply;
- Working out the ration of labour and machinery in exploitation and processing work.

3.5.5 Irrigation Control Department:

Functions: advising the Board of Management on designing, constructing and operating the irrigation system applying to all kinds of plants (including grass used as livestock fodder).

Responsibilities:

- Designing irrigation system ;

- Controlling, supervision the process of installing the irrigation system to ensure effective and safe performance ;
- Estimating material demand related to the installation of the irrigation system, supervising production phase and material storing to ensure timely supply suitable for the installation of the irrigation system for the plantations.
- Supervising materials during the installation, controlling inventory for prevention of material loss and waste.
- Making periodical reports to the Board of Management on the effectiveness of the irrigation system and propose improvement plan.

3.5.6 Vegetation Protection Department:

Functions: advising the BOM on techniques, methods of caring and protecting plants for high productivity.

Responsibilities:

- Monitoring protection of plants and their growth progress;
- Experiment work: conducting experiments with vegetative samples, analyzing soil, leaf, etc. for nutritional and technical items;
- Selecting plant variety, checking nurseries;

3.5.7 Legal Department:

Functions: advising the BOM on the legalities of the matters related to the Company's business and investment activities.

Responsibilities:

- Giving legal advice on managing, directing the Company's business operations
- Drafting plans for introducing regulations and rules of internal administration
- Updating, reviewing, disseminating newly issued legal documents directly affecting the Company's operations
- Providing legal inputs to domestic and foreign sales, consulting, and joint venture contracts.
- Hosting organization and activities providing legal consultancy to the member companies

4. List of founding shareholders, shareholders holding over 5% of the Company's share capital and share ownership rate

4.1 Founding shareholders

Table 1: List of founding shareholders

No.	Shareholders	ID card / Business registration	Address	Number of shares	Proportion (%)
1	Hoang Anh Gia Lai Joint Stock Company	5900377720	15 Truong Chinh, Phu Dong ward, Pleiku city, Gia Lai province, Vietnam	563,106,700	79.52%
2	Nguyen Van Minh	N1314223	11B Tang Bat Ho, Yen Do Ward, Pleiku City, Gia Lai province, Vietnam	0	0%
3	Nguyen Xuan Thang	230527099	118 Nguyen Thai Binh, Ia Kring Ward, Pleiku City, Gia Lai province, Vietnam	5,000	0.0007%
	Total			563,111,700	79.52%

Source: HAGL Agrico

Based on Clause 5 Article 84 in the Enterprise Law No. 60/2005/QH11: "After three years from the date of issuance of the business registration certificate to the company, all restrictions on ordinary shares of founding shareholders shall be lifted". Hoang Anh Gia Lai Agricultural Joint Stock Company was issued the first Business Registration certificate on 26 May 2010, therefore, up to the present time, the founding shareholders' ordinary shares are subject to no restriction on transfer time.

4.2 List of shareholders holding over 5% of the Company's share capital and share ownership rate

Table 2: List of shareholders holding over 5% of the Company's shares

No.	Shareholder	ID card / Business registration	Address	Number of shares	Proportion (%)
1	Hoang Anh Gia Lai JSC	5900377720	15 Truong Chinh, Phu Dong Ward, Pleiku City, Gia Lai Province, Vietnam	563,106,700	79.52%

Source: HAGL Agrico

4.3 The Company's shareholder structure

Table 3: The Company's shareholder structure as of 15 June 2015

No.	Shareholders	Number of shareholders	Number of shares	Proportion (%)
1	BOD, BOS, BOM, Chief Accountant	4	16,000	0.0023%
2	Treasury shares	-	-	-
3	Domestic shareholders	396	702,984,095	99.27%
-	<i>Individual</i>	388	60,284,500	8.51%
-	<i>Organization</i>	8	642,699,595	90.76%
4	Foreign shareholders	4	5,143,800	0.73%
-	<i>Individual</i>	-	1,000	-
-	<i>Organization</i>	4	5,142,800	0.73%
	TOTAL	404	708,143,895	100%

Source: HAGL Agrico

5. List of Parent Company and Subsidiaries, Associates

5.1 Parent Company

According to Clause 15 Article 4 in Enterprise law 2005, the Company shall be deemed to be a parent company of another company in one of the following cases:

- Holding over fifty (50) per cent of the charter capital of or of total ordinary shares already issued by such company;
- Having the right to directly or indirectly appoint a majority or all of members of the board of management, director or general director of such company;
- Having the right to decide on amendment or addition to the charter of such company.

Information about the Parent Company of Hoang Anh Gia Lai Agricultural Joint Stock Company

Name of company:	Hoang Anh Gia Lai Joint Stock Company
Address:	15 Truong Chinh, Phu Dong ward, Pleiku city, Gia Lai, Vietnam
Tel:	(84.59) 2 222 249
Fax:	(84.59) 2 222 247
Charter capital:	VND 7,899,679,470,000
Business sectors:	The Groups' main operations: (i) developing apartments for sales and for lease; (ii) construction; (iii) planting rubber, sugarcane, and others; (iv) thermal power construction and sales; (v) mining; (vi) furniture and granite business; (vii) hotel and resort business; (viii) sports and entertainment.
Interest at HAGL Agrico	79.52%

5.2 Subsidiaries

Currently, the Company has 14 Subsidiaries, of 6 are based in Vietnam, 3 Laos-based ones and the other 5 in Cambodia.

Subsidiary	Head office	Interest (%)	Charter capital	Business sector
(1) Hoang Anh - Quang Minh Rubber JSC	Gia Lai, Vietnam	97.54	VND 200,000,000,000	Forestation and forest caring; planting rubber and sugarcane; Cattle farming.
(2) Hoang Anh Dak Lak JSC	Dak Lak, Vietnam	99.46	VND 320,000,000,000	Real estate; Forestation and forest caring; Planting rubber, pepper, coffee; grass growing.
(3) Ban Me Rubber JSC	Dak Lak, Vietnam	99.38	VND 25,000,000,000	Forestation and forest caring; Planting, exploiting, processing rubber
(4) Hoang Anh Gia Lai Import - Export Trading One Member Co., Ltd.	Gia Lai, Vietnam	100.00	VND 100,000,000,000	Importing and exporting products made from sugarcane, oil palm, rubber; fertilizer trading; Trading materials, installation equipment in building industry; Trading machinery, equipment and spare parts.
(5) Hoang Anh Gia Lai Sugar Cane JSC	Gia Lai, Vietnam	99.99	VND 815,000,000,000	Sugar production; planting rubber and sugarcane; cultivation services.
(6) Highland Dairy Cattle Joint Stock Company	Gia Lai, Vietnam	70.90	VND 550,000,000,000	Cattle farming; livestock services; cultivation services; ...
(7) Hoang Anh - Quang Minh Rubber Industrial and Agricultural Co., Ltd.	Attapeu, Laos	97.54	USD 25,000,000	Planting rubber, processing latex.;
(8) Hoang Anh Attapeu Agriculture Development Co., Ltd.	Attapeu, Laos	100.00	USD 85,000,000	Planting rubber, processing latex; planting oil palm, processing palm oil
(9) Hoang Anh Attapeu Sugar Cane Co., Ltd.	Attapeu, Laos	99.99	USD 35,000,000	Producing sugar; planting rubber and sugarcane; cultivation services; ...
(10) Hoang Anh Andong Meas Co.. Ltd.	Rattanakiri, Cambodia	97.54	USD 42,500,000	planting oil palm, processing palm oil
(11) Hoang Anh Oyadav Co., Ltd.	Rattanakiri, Cambodia	100.00	USD 67,000,000	Planting rubber, processing latex.

(12) Heng Brothers Co., Ltd.	Rattanakiri, Cambodia	100.00	USD 17,000,000	Planting rubber, processing latex.
(13) CRD Co., Ltd.	Rattanakiri, Cambodia	100.00	USD 57,000,000	Planting rubber, processing latex.
(14) Hoang Anh Rattanakiri Co., Ltd.	Rattanakiri, Cambodia	100.00	USD 16,000,000	Planting rubber, processing latex.

5.3 Associates

Associates	Charter capital	Business sector	31 December 2014		31 December 2013	
			Ownership rate %	Book value (VND thousand)	Ownership rate %	Book value (VND)
Bidiphar Rubber JSC	212,800,000	Planting rubber	45.22%	248,460,551	39.63%	210,374,407,000

6. Business activities

6.1 Introduction of the Company's main operation

HAGL Agrico has been in operation in 3 countries including Vietnam, Laos and Cambodia in (i) planting rubber and processing rubber latex, (ii) palm oil planting and preliminary treatment, (iii) planting sugarcane and processing sugar and byproducts, (iv) corn planting and (v) beef and dairy cattle farming.

All the Company's five sectors require a huge land bank and lucrative financial source for long-term investment. Besides, the adoption of state-of-the-art cultivation and farming techniques also needs a great capital source for investment infrastructure and management.

The governments of Laos, Cambodia and Vietnam Company have granted the Company permissions to use and exploit about 88,000 ha of land to implement the agricultural projects with a lease period of 50 years in Vietnam, and 70 years in Cambodia. Having huge land bank, adjoining parcels, and being surrounded by a large river net support the business operation, ensuring the water source for livestock farming and the drip irrigation system in cultivation.

6.1.1 Planting rubber and processing rubber latex

a) Overview

HAGL Agrico has engaged in agribusiness since 2007 with planting the first 438 ha of rubber in Sekong, Laos. Up to 31 December 2014, HAGL Agrico has planted 38,428 ha of rubber of which 24,563 ha in Laos, 2,394 ha in Vietnam and 11,471 ha in Cambodia.

In 2013, revenue from rubber reached VND 240,86 billion (accounting for 8.69% of the total revenue structure for 2013). In 2014, as a result of a sharp decline in the rubber price from USD 2,250/ton to USD 1,400-1,660/ton, there was a slight decrease of 6% in HAGL Agrico's revenue from rubber to VND 227 billion

Table 4: Summary of rubber area

No.	Company	Site	Accumulated until 30 June 2015 (ha)
I	LAOS		24,563
1	Hoang Anh Attapeu Agriculture Development Co., Ltd.	Attapeu	14,858
2	Hoang Anh - Quang Minh Rubber Industrial and Agricultural Co., Ltd.	Attapeu and SeKong	6,031
3	Business cooperation		3,674
II	VIETNAM		2,394
1	Hoang Anh Dak Lak JSC	DakLak	2,394
III	CAMBODIA		11,471
1	Hoang Anh Rattanakiri Co., Ltd.	Rattanakiri	8,230
2	Hoang Anh Oyadav Co., Ltd.	Rattanakiri	3,241
TOTAL (I + II + III)			38,428

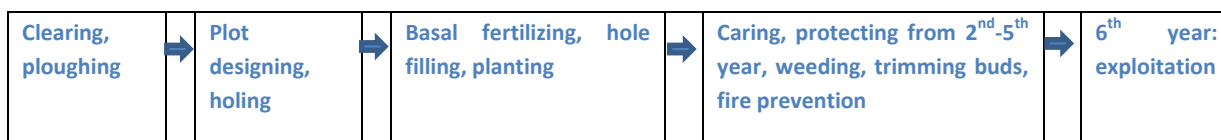
HAGL Agrico currently has 45 rubber plantations in Vietnam, Laos and Cambodia. In Vietnam, HAGL Agrico plants rubber in Daklak. These plantations belong to Hoang Anh Daklak JSC and Hoang Anh Ban Me JSC where HAGL Agrico has 99% interest. In Cambodia, HAGL Agrico started planting in districts of Andong Meas, Koum Mom, Bar Kaev and Ou Chum, Rattanakiri province and handed over to the subsidiaries where HAGL Agrico has controlling interest, including Hoang Anh Oyadav Co., Ltd., Heng Brothers Co., Ltd., CRD Co., Ltd., Hoang Anh Andong Meas Co., Ltd.. The rubber plantations in Laos are mainly located in Sekong and Attapeu provinces run and managed by Hoang Anh Attapeu Agriculture Development Co., Ltd. and Hoang Anh - Quang Minh Rubber Industrial and Agricultural Co., Ltd. owned by HAGL Agrico. HAGL Agrico also has an associate as Bidiphar Rubber JSC, carrying out the rubber project in Laos.

b) Planting

HAGL Agrico employs local workforce in all these three countries for planting work and wages are paid by workday dependent on labor productivity. HAGL Agrico sets a minimal requirement of 98% of trees/plants survival for the first year and not lower than 90% for the next 5 years. Typically each laborer is responsible for planting and nurturing two (02) to three (03) ha of rubber. HAGL Agrico plans to enter into formal collaboration agreements with local workforce in Vietnam, Laos and Cambodia for current agreements.

HAGL Agrico purchases rubber tree varieties from suppliers from Vietnam, Thailand and Malaysia. After turning, ploughing, holing, workers will fertilize and plant trees over the designed plots. Then fertilization and nurturing will follow dependent on the characteristics of the trees and actual conditions.

Chart 4: Process of planting and nurturing rubber trees



In Vietnam, Dak Lak is endowed with ideal conditions for growing rubber trees. The terrain is convenient for preparing the soil, allocating plots and developing infrastructure. The climate favors rubber trees. Besides, the rubber growing areas in Laos and Rattanakiri province in Cambodia are situated at a distance of 200km from the head office of Hoang Anh Gia Lai, making it possible to better run and manage the operations.

In the 25 year-cycle of a rubber tree, in the first 5 years it establishes itself, the following 20 years is for harvesting, the output will reach a record high at the 10th year of exploitation and then gradually drop. Exploitation is not necessarily based on the age of the tree. In favourable conditions, when the perimeter reaches 45 cm latex tapping can be started. The Company uses new varieties and apply modern cultivation, thus reducing the planting and nurturing time from 6 years to 4-5 years. At present, the trees planted in 2007, 2008 (equivalent to 4-5 years of age) in Laos are ready for the first tapping. Average latex output reached 2.5 tons/ha due to climate and soil, compatible with this kind of tree.

Chart 5: Process of producing and processing rubber latex

SVR 3L latex processing:

Liquid latex harvested at plantations and transported to factory by tank truck	Dumped into tank and coagulated with Acid Formic 1%	Coagulated latex going through roller and chopping machine	Through leaching tank going onto vibrating floor, drained, fed into kiln	Dried at 100 – 150°C for 4-5 hours	bales of 33.33kg packed in PE bags placed on pallets and stored
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SVR 10 latex processing:

Harvested and coagulated at site	Loaded onto conveying belt to the cutting machine in the factory	Through leaching tank, rolled and washed and mixed	Drained, fed into kiln	Classified	Weighed, pressed into bales of 35kg or 33.3kgs	Packed and stored
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c) Production facilities

On 25 February 2013 HAGL Agrico inaugurated SVR 10 coagulated latex factory with a capacity of 25,000 tons/year in Laos. In addition, the Company also works out a plan for building 02 latex factories in Gia Lai and Cambodia, increasing the number of latex factories to 03.

d) Key products:

SVR 3L latex: from liquid latex. Finished products are used to make tires, industrial rollers and other applications requiring high quality rubber of light colour. SVR 3L is also used as alternative to a number of natural rubbers due to low viscosity reducing processing time.

SVR 10 latex: from coagulated latex, impure latex. Finished products are used in the making of tires, water pipes and high quality shoes

e) By-products:

Rubber wood: at liquidation of the plantations, 1 ha of rubber provides about 58.8 m³ of wood, and 1m³ of rubber wood is priced at VND 5.25 million/m³.

Rubber seed: no plan for revenue from this product due to its low value.

f) Investment costs

Investment costs of rubber planting include land and reclamation, procurement of varieties, labour wages. Costs for the first year are typically higher mainly due to land and reclamation, planting. For the following years, costs go to nurturing.

g) Operating expenses:

Apart from expenses of tapping materials, fertilizers, and depreciation apportionment, labour expenses account for a high proportion of the cost. HAGL Agrico's flat rate remuneration to workers was made on a monthly basis of around VND 11,150/kg of dry latex. A worker will be assigned managing, caring and exploiting two (02) to three (03) ha

Besides the periodically incurred expenses, another element of the cost is plantation depreciation which, however, has arisen in the year when the plantations were designed. The Company expends on average USD 7,000 in investment expenses per hectare of rubber trees. On exploitation, the incurred expenses will be allocated as in the schedule below:

Year of exploitation	Depreciation rate (%)
Year 1	2.50
Year 2	2.80
Year 3	3.50
Year 4	4.40
Year 5	4.80
Year 6	5.40
Year 7	5.40
Year 8	5.10
Year 9	5.10
Year 10	5.00
Year 11	7.00
Year 12	6.60
Year 13	6.20
Year 14	5.90
Year 15	5.50
Year 16	5.40
Year 17	5.00
Year 18	5.50
Year 19	5.20
Year 20	Remaining value

h) Plantation exploitation

In 2013 and 2014, the Company started tapping 3,021 and 6,072 ha of rubber, harvesting 3,956 and 7,464 tons of latex respectively. Consumption in 2013 and 2014 reached 3,956 and 6,625 tons respectively.

Though there was an increase of 89% in the rubber output in 2014 as compared with that of 2013, revenue fell by 6% due to a global sharp decline in the price of rubber against that in the same period of the previous year. Average price in 2013 was VND 60.9 million/ton, down to 34.2 million/ton in 2014. The rate of gross profit for 2013 and 2014 was 67% and 49% respectively.

Tapping area in 2015 – 2019	2015	2016	2017	2018	2019
Exploitation area (ha)	7,524	13,826	21,180	28,892	38,528

i) Consumption market

HAGL Agrico will process the field latex into coagulated latex by Vietnam standard (SVR) for consumption. Rubber business is at an advantage as Vietnam is in the vicinity of major rubber markets. China and Malaysia are two importers of natural rubber in the world with an import of 470,339 tons and 202,095 tons in 2014 respectively; the next is India with 90,000 tons, other importers of Vietnamese rubber include developing countries like the US, Taiwan, Germany, South Korea. In 2014, Vietnamese rubber was exported to 86 different markets (72 markets in 2013). There are 250 Vietnamese exporters of rubber latex representing 60% of quantity and 61.5% of value.

As a big company with a well-known brand and lucrative financial source, the Company can guarantee a large and stable supply of latex, thus gaining more competitive advantage in the consumption market.

6.1.2 Sugarcane and thermal power

HAGL Agrico had completed its investment in the sugar complex located in districts of Samakhixay and Phouvong, Attapeu province with the total investment capital of approximately USD 70 million and put it into operation since February 2013. The project covers a material area of 8,000 hectares, with a sugar factory with a pressing capacity of 7,000 tons/day and a 30MW thermal power plant to make use of bagasse.

Up to 31 December 2014, HAGL Agrico's exploitation area of sugarcane was 8,000 ha in Attapeu, Laos People's Democratic Republic. The Company plans to cut down the sugarcane area to 6,000 ha to suit the capacity of the factory. The spare 2,000 ha will serve the cow farms.

2013 witnessed the Company's exploitation of 6,140 hectares of sugarcane and production of 65,577 tons of commercial sugar and consumption of 60,472 tons. The Company's selling price of sugar in 2013 was VND 13.7 million/ton. The rate of gross profit for 2013 for sugar business was 64%.

2014 witnessed the Company's exploitation of 7,682 ha of sugarcane and production of 97,222 tons of commercial sugar and consumption of 83,346 tons. The Company's selling price of sugar in 2014 was VND 12.5 million/ton, which decreased by 9% as compared with that in 2013. The rate of gross profit for 2014 for sugar business was 49%

a) Sugar factory

On 25 February 2013, HAGL Agrico inaugurated and put into operation a sugar factory with a pressing capacity of 7,000 tons/day and a 30MW thermal power plant. Currently the factories are in normal operation and in 2013 and 2014 HAGL Agrico's first RS sugar was produced and consumed in Laos. In 2015, HAGL Agrico is likely to import sugar to Vietnam for consumption by the quota granted for 50,000 tons, at an import tariff of 2.5%.

The thermal power plant makes the most of bagasse during the pressing process, generating electricity to serve production and sell it for further income. The module is equipped with electric generation system based on steam boiler technology turning a turbine and generating electricity. This module is installed next to the sugar factory over an area of 30,950 m². The capacity of this module will meet all the power demand of the sugar production process and serve the irrigation for rubber, palm oil, and sell the excess to Laos Electricity Company, but most of which is for internal need.

The microbiological fertilizer factory with the capacity of 50,000 tons/year started operation at the beginning of 2015. Bagasse serves as input for electricity generation; after incineration, it is used as microbiological fertilizers for current cultivation work.

b) Process of sugar production and electricity generation

❖ *Process of planting and harvesting sugarcane*

The stages of planting, caring, and harvesting are fully mechanized. Drip irrigation system is employed for high harvesting productivity. Sugarcane output in the recent harvest reached an average of 110 tons/ha, a far higher output as compared with that of other domestic sugar companies.

Planted for 10 - 12 months, sugarcane will be harvested and transported to the factory. Harvesting is mechanized. With the successive method when harvest time comes, every day the Company will gather an average of 60 ha, and 7,000 tons of canes needs transporting. The distance between the material area and the factory is 40-60 km. On average, each truck can do 4 trips/day (a round trip taking 3 hours, and loading time lag 1 hour).

❖ *Product*

RS white sugar: main ingredient for everyday consumption as well as confectionery and dairy industries.

By-product: electricity from bagasse and microbiological fertilizer.




❖ *Sugar production process*

The factory will yield two types of sugar (RS white and RE refined sugar). In immediate future, Hoang Anh Gia Lai's sugar factory will produce RS white sugar then come RE refined sugar.

Sulfite combined with syrup osmosis method is adopted in the production of sugar at the factory, with equipment imported from China (100% brand-new). This method has some advantages over Sulfite thanks to syrup osmosis system to remove coloured foreign matters with lower density than sugarcane juice, decreasing syrup's colour and opacity leading to a considerable improvement in the sugar quality. In the meantime, most of the sugar mills in Vietnam adopt sulfite method with equipment imported from China. This is just average sort of technology in the world.

Chart 6: Process of producing sugar from sugarcane

The process includes the 2 key stages of pressing canes and producing sugar

<p>Prepare and press sugarcanes</p> <ul style="list-style-type: none"> - Sugarcanes are moved from the truck to the balance by crane. Then they are transferred to roller table and to the main conveyor. - When running on the conveyor, sugarcanes are shredded by cutters to prepare for extraction. Processed sugarcanes are transported to 		<p>Purify and condense sugarcane juice</p> <ul style="list-style-type: none"> - Sugarcane juice which is received from the 1st and 2nd pressers in the extraction stage, called mixed juice, is moved to bagasse filter, then pumped to thermal addition device - Escaping from the thermal addition device, purified juice is put into vacuum evaporation system. The evaporation ends 		<p>Purify syrup</p> <ul style="list-style-type: none"> - Raw syrup is moved to the thermal addition device before put into the deposition and floating device - Syrup received after the deposition and floating process is steamed with SO₂ 		<p>Crystallize sugar, use centrifugal machine and package</p> <ul style="list-style-type: none"> - There are 3 kinds of sugar: massecnite A is crystallized after cooked, then put under centrifugal power to get granulated sugar A which is finished sugar. The molasses A received from such centrifugal process is put back to the line for processing. - After cooked, massecnite B and C are crystallized and
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presser by the conveyor.		and syrup.	provides			put under centrifugal power to get granulated sugar B and C which are intermediate products and put back to the line for processing.
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With the output of 110 - 120 tons/ha in the crop 2013-2014, HAGL Agrico gains a higher productivity than the typical level in this sector for the following reasons:

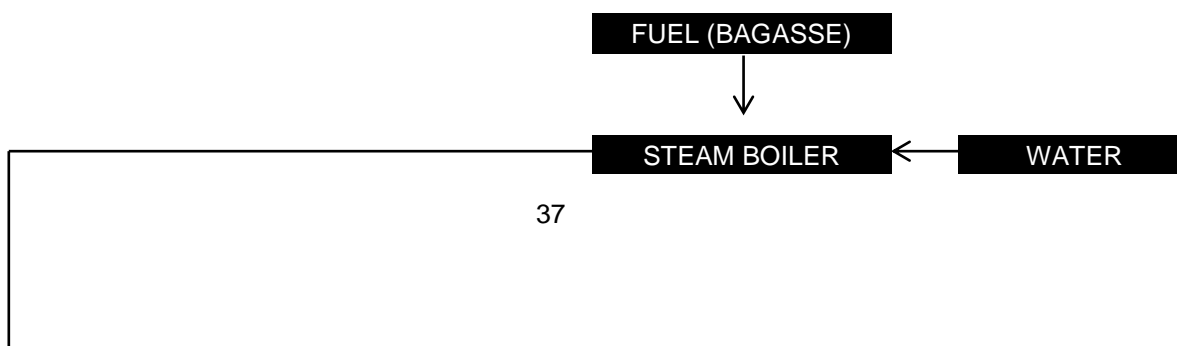
- Results from the soil analysis show the main composition of soil is clay or mixed clay, with a high proportion, granular, non-cohesive, good draining, useful layer more than 1m deep, suitable for sugarcane growing.
- Drip irrigation system: HAGL Agrico’s sugarcane area is surrounded by Sekong tributaries, thus enabling easy installation of Israeli drip irrigation, stimulating the growth of the plants and minimizing the loss of fertilizers.
- Scientific and strict management mechanism: unlike other counterparts in the same sector assigning the major part of planting and caring to the workers, HAGL Agrico is structured with boards of executives, supervisors, experts and workers directly taking part in planting, caring for the plants. Strict supervision of the sugarcane growth and application of cutting-edge technology allow the Company to promptly correct any flaw and create optimal conditions for the growth of the plants.
- Besides, a large portion of the Company’s sugarcane area located behind the factory provide favourable conditions for saving costs of transport as well as reducing loss of commercial cane sugar.

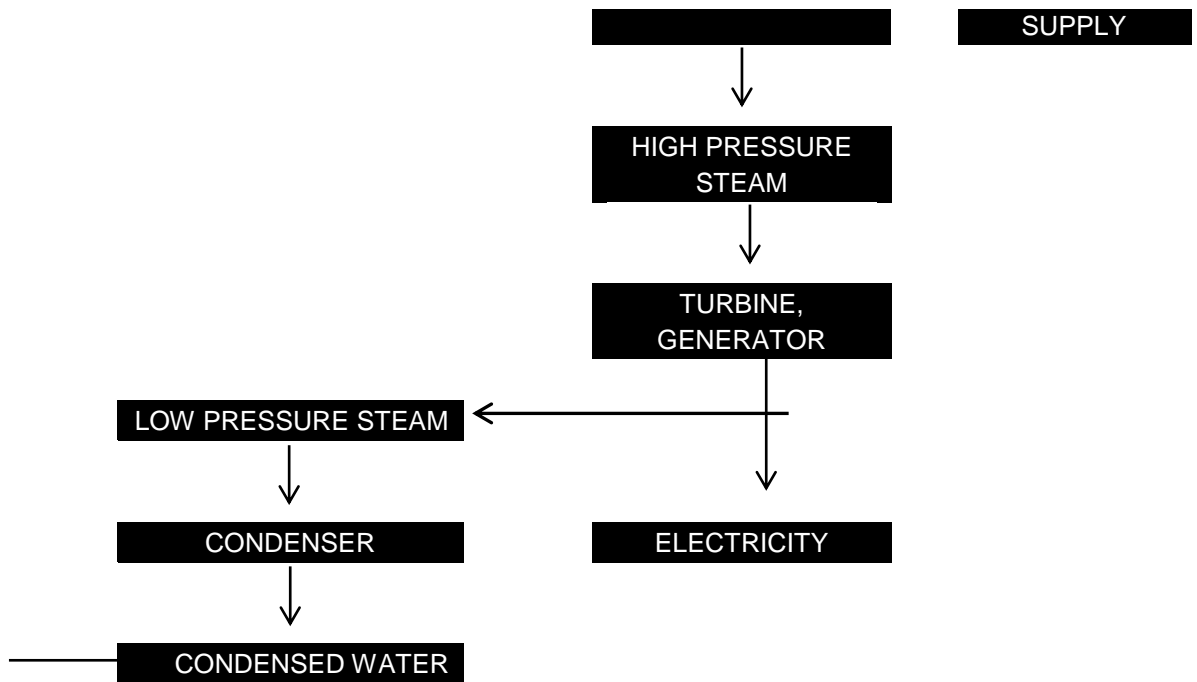
The Company’s excess of sugarcane productivity and commercial cane sugar reduce the cost of one ton of sugarcane, much lower than that purchased by other companies from their workers by 70 – 80%. The self-supply of low cost input materials keeps HAGL Agrico’s sugar highly profitable and competitive with that of the rivals. The average cost of planting and nurturing on one ton of HAGL Agrico’s sugarcane comes around VND 400,000.

❖ *Power generating process*

After the step of sugarcane pressing, the juice moves to sugar processing and the bagasse is fed into the steam boiler for burning through the bagasse convey belt. The burning process generates an amount of overheat steam at 3.82 MPa. This amount of steam will turn the turbine and generate electricity.

Chart 7: Power generating process





c) Materials

Besides labour, fertilizers and plant varieties account for nearly 30% of the cost .

- Fertilizers: the Company proactively provides supply of fertilizers to the plants, most of which come from Hoang Anh Gia Lai Group's fertilizer factory at Ham Rong, Gia Lai province including microbiological fertilizer and NPK fertilizer.
- Varieties: selection of varieties is made originating from Vietnam and Thailand with high yield, compatible with climate and soil including K.84-200, MY, Sufan, R579, K2000-89, Khong Kaen 3, 88-92.

d) Customers

Customers for the Company's sugar products are:

- In Vietnam: the Company has been granted a quota for importing 50,000 tons of sugar into Vietnam in 2015 with the import duty of 2.5%.
- In Laos: the Company will distribute to sugar dealers in Laos.

Instead of setting up a retail network, the Company will make direct sale to sugar buyers in the following mode:

- In Vietnam: delivery made directly from the base depot in Gia Lai to buyers.
- In Laos: delivery made directly from the factory depot to buyers.

6.1.3 Oil palm

Up to 31 December 2014, HAGL Agrico has planted 17,303 ha of oil palm, of which 3,380 ha in Attapeu, Laos and 13,923 ha in Rattanakiri, Cambodia. In the forthcoming plan, the Company will expand the oil palm planting area mainly in Cambodia to over 30,000 ha. The land bank for palm oil is the adjacent region in Koun Mom district, Rattanakiri. Planned exploitation will start in 30 months after planting. Fruit yields are all year round. Therefore, the Company will harvest oil palm in 2015 from the trees planted in 2012.

Below is an overview of HAGL Agrico's palm oil projects at 31 Dec. 2015:

No.	Location	Area (ha)
1	Saysettha district, Attapeu province, Laos	3,380
2	Koun Mom district, Rattanakiri province, Cambodia	26,620
	Total	30,000

Table 5: Progress of oil palm planting

No.	Company	Location	Accumulated to 2013	Planting 2014	Accumulated to 2014
1	LAOS				
	Hoang Anh Attapeu Agriculture Development Co., Ltd.	Attapeu	2,371.1	1,009.6	3,380.7
2	CAMBODIA				

No.	Company	Location	Accumulated to 2013	Planting 2014	Accumulated to 2014
	Hoang Anh Andong Meas Co., Ltd.	Rattakiri	3,459.3	1,064.7	4,524.0
3	COOPERATION				
	Companies in Cambodia	Tỉnh Rattakiri	1.525,1	7.873,6	9.398,7
	Total		7.355,5	9.947,9	17.303,4

The Company will complete the oil palm planting in 2015.

Oil palm is an industrial tree which starts to bear fruit after only 3 years of planting. In the first 3 months, the seedling is planted in a small plant setter; in the next 9 months, it is moved to a larger setter and then planted in the earth. After 3 years, harvest is possible. The yield increases substantially from the 5th year. Harvest life is 25 - 30 years.

Compared with rubber, besides earlier economic benefit, the oil palm needs smaller investment expenses, around USD 3,000 per hectare, thus alleviating the pressure on the Company's annual investment cash flow.

a) Operating expenses

Currently the oil palm is still under basic planning stage. According to the business plan, expenses of harvesting and processing include these items:

b) Estimated yield

Similar to rubber, oil palms gradually increase their yield when exploited, and reach record at the age of 9 – 10 years with a productivity of up to 27 tons of fruit bunch per hectare (FFB – Fresh Fruit Bunches).

Tree ages	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25
Fruit yield	9	15	23	23	25	30	30	30	30	28	26	26	24	22	22	20	20	18	18	18	18	16	16

Source: Selda Malaysia's research

Reception of fresh fruit bunches from the plantations is followed by extraction of oil from the palm kernels and pulp with a content of 22% and 2.5% of fresh fruit bunch yield.

c) Palm oil processing factory

The Company's palm oil processing factory was built in 2014 under the supervision of experts from Malaysia during the construction. A part of machinery and equipment is imported from Malaysia and China and the others are manufactured in Vietnam. Capacity of the first stage is 45 tons of fresh fruit bunch/hour, meeting the demand for processing for the 10,000 ha area of oil palms. The area for exploitation up to 2017 is estimated for 7,356 ha. The Company will enhance the capacity of the factory to 60 tons/hour and 90 tons/hour in 2019 and 2020 respectively to meet the demand for fresh fruit bunch.

When the exploitation area reaches 25,000 ha, the Company will invest in a second processing factory with a designed capacity 15 - 30 tons of fresh fruit /hour

d) Finished products

Of the oil-bearing trees, oil palm has the highest oil content, oil composition diversity, high nutritional value, and a variety of products. Usefulness of palm oil and the world increasing demand for it have

drawn intense interests from more and more people. Especially, the oil palm is now an optional replacement for trees giving low economic benefit. In future, oil palm can be viewed as a high-valued and stable economically-efficient tree. Below are oil palm products:

❖ *Main products:*

- Crude palm oil (CPO) will make up 22%/fresh fruit bunch. Palm oil serves as a primary ingredient for processing palm oil essence in daily use and food industry.
- Palm kernel oil (PKO) makes up 2.5%/fresh fruit bunch.

❖ *By-products:*

- Fruit roughage after oil extraction is used in making soap, oilcakes, etc.
- Kernel residues is used as fodder or materials for thermal power plant.
- Empty fruit bunches of oil palm can be used to manufacture a kind of detergent or making raw paper, or mixing 30% with wood pulp of tropical trees to make commercial paper. Empty fruit bunches are also used as covering substance for nurseries. Being fermented, it is converted into a good fertilizer for the oil palms.
- When economic life of oil palms end, The Company will liquidate the plantation. Empty fruit bunches can be used to make paper pulp, bark used in furniture making, and the rest chopped to serve as fertilizer.

e) Customers/Distribution system

Transport and consumption of products come under three main plans:

- Temporary import and export (temporarily imported into Vietnam and exported to other countries by sea at Da Nang, Quy Nhon, Hochiminh city ports dependent on contracts).
- Trucked to the base depot in Gia Lai and then exported.
- In Vietnam market.

For exports, the Company will direct its products at major palm oil consuming countries like India, China, etc.

Based on specific conditions, the Company will adopt flexible approaches in trading. Transactions will be based on contracts to be signed with its partners.

Domestic revenue from edible oil reaches approximately VND 30,000 billion per year. HAGL Agrico plans to take part in supplying input materials to this highly potential and thriving market, instead of focusing on exports. According to the statistics from the Ministry of Industry and Trade, there are now around 40 edible oil manufacturing and trading companies. Vegetable oil accounts for 70% of market share, soya oil 23% and the others 7%. The supply of input materials is mostly imported from Southeast Asian countries, travelling over a considerable distance to the marketplaces in Vietnam as compared with that from HAGL Agrico oil palm plantations. Competitive cost of cultivation and low cost of transport give HAGL Agrico more competitive advantages in terms of pricing when its palm oil hits the Vietnam market.

6.1.4 Corn

2014 was the Company's first year of having revenue from corn. Corn consumption started from June 2014, explaining why revenue has been generated since the 2nd quarter. As at 30 June 2014, the Company has consumed 22,860 tons, revenue reaching VND 113.8 billion, accounting for 7% of the Company's total revenue. In 2014, the revenue from corn of VND 205 billion was recorded.

- Successful experimental corn planting at the end of 2013 was followed by the Company's large-scale cultivation of corn on an area of 5,000 ha at the beginning of 2014 Laos and Cambodia. The first crop was harvested at the end of March 2014 with an average yield of 10 tons/ha.
- The Company expects in 2015 to sustain an area of 3,000 ha, growing 2 crops/year and achieving the yield target of 10 tons/ha/crop; however, corn is not featured in the Company's profit plan as it will serve as cattle fodder.

6.1.5 Livestock farming

BEEF CATTLE

The Company started its operation in livestock farming in mid-2014, and decided to select Australian breeds as the Company's flagship product for the initial stage. The Company imported beef cattle for fattening and cattle for breeding from Australia after the Company and its slaughter partners had met the standards of the Exporter Supply Chain Assurance System (or ESCAS) in order to supervise Australian exported animals receive humane treatment to abattoirs. ESCAS is applicable to exports of animals for fattening or slaughtering, not to exports of animals for breeding.

The ESCAS regulatory framework requires four key principles:

- Animal right: Animal handling, transport and slaughter must comply with welfare standards of World Organization for Animal Health (OIE).
- Control under ESCAS: exporters must be able to demonstrate control of all supply chain arrangements for livestock transport, handling and slaughter.
- Traceability: All exporters must be able to trace or account for livestock through the supply chain
- Independent auditing: supply chains in the importing country must be independently audited.

In order to import cattle for fattening from an Australian exporter, the Company and its partner under the Supply Chain must comply with the requirements, which are assessed by an independent Australian organization. From the independent auditor's initial report, Australian government will decide whether or not to grant an export permit to the exporter. After acquiring the export permit, all the process of transport, loading the animals onto, unloading them off the ship, to the farms, fattening, and the final slaughter will be supervised by Australian government through communication from a third party. In case of breach of ESCAS by the Company and partners without measures in response to problems with ESCAS, then Australian government is entitled to revoke the export permit from the cattle exporter or take legal action against any company for breach of animal welfare of World Organization for Animal Health.

An instance of non-compliance is Indonesia. At the beginning of 2014, Australian government lifted the sanction on export of cattle to Indonesia after 6 years' suspension for its breach of ESCAS regulations.

HAGL Agrico has completed all the procedures for approval to legally import cattle from four (04) Australian suppliers. The Company will have over 10,000 ha of its land bank to start growing Pakchong 1 grass, meeting roughage-rich food for the cattle. Besides, The Company will also make the most of agricultural sub products such as sugarcane shoots, molasses, corn seeds, dry corn plants, oil palm branches and residue to get ready the food supply for the cattle, enhancing the self-contained agribusiness.

HAGL Agrico plans for the beef cattle fattening to generate revenue and profit right from 2015, and the calves born on the Company's farms will yield economic gain as from 2017.

a) Livestock Infrastructure investment

HAGL Agrico imports 270 – 300kg cattle and starts fattening for 6 – 8 months dependent on individual rate of weight gain, and sells them on the market when they reach over 500kg. Farming and fattening calves born in the farms lasts 25 months. The herd feed on fiber-rich foodstuff like grass, bagasse, dry corn plants, palm oil residue, etc., an average of 10% of a cow's weight, of which grass is the key food. The Company plans to grow 10,300 ha of grass and 1,684 ha of corn around the farming area.

The grass variety selected is Pakchong 1, looking like ivory bamboo, a kind of herbaceous plant, tall, straight, high yielding, excellent quality, broad soft leaves, highly nutritious, juicy, pleasant taste, high feed conversion ratio, and the best feed for livestock. Pakchong 1 can resist to coldness, drought, with vigorously growing roots, 3-4m long, the longest 5m, growing in bundles. Its diameter is 2 – 3cm, the largest 4cm, good wind and erosion-resisting, also an idea plant to grow on steep slopes, including even slopes of over 250.

Pakchong 1 is compatible with a variety of soils. The foot can survive 8-10 years. Each hectare of grass costs VND 350 thousand to invest, of which 60% is the expense of long-term land lease for 25 - 50 years. Grass variety and installation of the drip irrigation system cost around 12% of the expenses, allocated over 8 years. The drip irrigation system enable better grass growth, bearing 6 crops a year with a total yield of 400 – 500 tons/ha/year. 60 day-old grass harvest will provide a Protein content of 14%, suitable for beef cattle feeding. At harvest time, it grows about 160-200cm. On cutting the grass, leave the remainder 10 cm from the ground. Leaving the remainder too short will adversely affect the reproduction. Grass cutting on rainy days may cause insect pestilence.

Harvested grass is fed onto machines to be finely chopped at the farms, and loaded into mixing system to be blended with other concentrates. Mixed feed is carried on specialized vehicles to each cluster of sheds.

With an enormous land bank and competitive annual rent, the Company can immediately start building the facilities with a density of 300 heads/shed covering an area of 3,000m², of which 600m² is for treatment section. A cowshed cost approximately VND 2.7 billion, equivalent to the construction unit price of VND 897,000 /m². Costs of farm entrance system and fences are not considerable, around 1% of shed building cost. The sheds are arranged symmetrically with a pathway in the middle for easy vehicle access supplying feed and drinking water to the cattle. Each farm has a reservoir and a complete water treatment system to supply drinking water to the cattle, waste water treatment and water for grass irrigation.

For breeding cows and calves, the Company plans no concentration of cattle farming in sheds; instead, part of the rubber and oil palm plantation area will be allocated for grazing. When reaching a certain weight, the calves will be moved to the feedlots. Consequently, the cost of calf farming is rather low as no investment in infrastructure farming facilities is made.

Other infrastructure facilities include office block, internal access roads, drainage and waste water treatment system electricity grid, feed processing area at a moderate investment cost, totaling about VND 80 billion on a farm of over 60,000 cattle heads.

b) Water source

A large amount of water is used every day at the farms mainly for: (i) drinking water for the cattle (ii) the drip irrigation system and (iii) shed cleaning work. The Company uses underground water and the river net surrounding the farms for everyday water need. On average, a cow needs 60 liters of water/day.

c) Cost structure

HAGL Agrico just started the livestock business a year ago, so most of the herd is imported. From the third year onward, the Company will have a herd of cattle born from the first herd.

▪ Cost structure of beef cattle purchased for farming:

i. Purchase:	74%
ii. Food:	16%
iii. Shed depreciation:	7%
iv. Labour, insurance, others:	3%

▪ Cost structure of beef cattle fattened for sale:

i. Food:	47%
ii. Gestation depreciation:	24%
iii. Shed depreciation:	11%
iv. Direct labour:	7%
v. Breeding:	6%
vi. Insurance:	1%
vii. Others:	4%

The cost of a beef cow purchased for fattening until reaching the weight of 500kg, meeting standards for consumption is around VND 23 billion. The corresponding cost of a beef cow raised for sale is VND 15.2 million, lower by 34%. The total cost of purchase and transport to the farms is around 17 million/head.

d) Cattle fodder

Besides the cost of purchasing cattle, food accounts for 16% and 47% of the costs of purchased beef cattle and raised beef cattle respectively. Cattle fodder falls into 03 types:

No.	Food ration (kg/head/day)	Caring stage			Fattening stage		Calving stage
		0-6 months old	7-10 months old	11-14 months old	15-24 months old	Imported for raising	Gestation period
1	Roughage		10.00	20.00	30.00	35.00	40.00
2	Concentrates		0.80	1.00	1.20	1.50	-

3	Supplements (5%)	-	0.50	1.00	1.50	1.75	2.00
	Total (kg/head/day)	-	11.30	22.00	32.70	38.25	42.00

Source: HAGL Agrico

Roughage comes from grass, sugarcane shoots, corn plants and cobs after harvest accounting for over 90% of daily food amount. Unit prices of roughage, refined food, supplements are VND 160, VND 3,900 and VND 1,000 per kilogram respectively.

To meet food need, the Company allocates 13,645 ha of land to grassland with drip irrigation system. After 2-month care, one hectare may produce 500 tons of grass each crop, and the Company expects to cultivate 5-6 crops a year. The preliminary investments including land acquiring, reclaiming, soil preparing, grass growing, drip irrigation system, grass variety purchase, etc. are estimated to cost VND 255.4 million/ha. Depreciation of these investment items is allocated in 8 years; the expenses of land acquirement accounts for 75% of the initial design is allocated in 25 years. Operation expenses are estimated at VND 66 million/ha/crop, of which the highest cost go to fertilizers, fuel, and labour, accounting for 70% operation expenses.

Other foodstuffs like molasses, palm oil residue, and dry corn plants will be allocated and transported from the production facilities to each cattle farming facility.

The Company has employed foreign experts to research, analyze, and work out formulas for TMR (total-mixed ration) for each group of cows. TMR is complete mixed food blended with machinery providing full rations ensuring sufficient nutrients necessary for the cow's fast growth. TMR eliminates the imbalance of other mixed foodstuffs, for example, mixed concentrates is short of fiber and premixed food short of concentrates and roughage in the ration.

TMR helps make full use of a variety of materials for production: hay, fermented grass, cereals, etc. especially the byproducts of the food industry. If fed on separate foodstuffs, cows may not enjoy the taste of their diet (due to the odors or tough food; if fed on a well-mixed ration, they may not be able make a choice of any single kind of material. Then they eat a variety of foodstuffs.

e) Cattle importing and farming

The Company imports Brahman breed from Australia by sea via Quy Nhon Port and then transports them to the farms by road. A small vessel can carry 2,500 – 4,000 cows, and a big vessel 15,000 – 20,000 heads each shipment. For the initial years, the Company will also import calves and breeding cows. And the following year, the cows are bred for herds of calves for fattening up.

Due to load limit, a truck can carry only 20 young cows or 40 beef calves of 250kg each. The truck body is divided into 3 – 4 compartments for appropriate packing, avoiding shocks and impacts on the trip. Trucks always keep their speed less than 50km/h for the safety and health of the cows.

By June 2015, the Company has imported 86,700 heads to the farms of which the number of cows for breeding, providing beef in the future accounts for only 10%. The rest are beef cattle for fattening and expected to be sold out within 2015. The growth rate of calves and gestative cows in the first two years is nearly insignificant. The number of calves born at the farms is expected to increase by 67% and 130% against the first year from 3rd and 4th year, which is 2017 and 2018.

Calves need raising and fattening for 25 months to reach 450 - 550kg and enter the market for consumption, therefore the first generation of calves can generate substantial income from 2016, a 2- year delay.

The cost price of the cows raised from birth is 34% lower than purchased cows for fattening. So, supposing the selling price remains unchanged, the Company's rate of profitability will gradually increase when there is a rise in the calf proportion.

Plan for developing the herd of beef cattle in 2015:

- Vietnam: 145,000 heads
- Laos: 54,000 heads
- Cambodia: 17,000 heads

Besides, the Company will import 15,000 heads and 20,000 heads of gestative cows into Laos and Cambodia in turn for farming within the area of oil palm and rubber plantations.

Plan for buying and developing cattle :

Items	2015	2016	2017
Imported cows for fattening	216,000	81,000	150,000
Gestative cows	35,000	155,000	20,000
Calves raising for sale	-	-	16,625
Total	251,000	236,000	186,625

Finished products

Most of the breeds expected to be fed up in Vietnam are imported from Australia. The herd expected to be imported are over 18 months (young steer), gaining daily 1-1.4kg. After 7 months a weight of over 500kg can be reached and delivered to Vissan and other abattoirs. From the Company's survey, the price of beef imported from Australia is USD 3.2/kg live weight, retail price of VND 300,000 /kg of beef. The Company expects to sell live cows at about VND 70,000 – 75,000/kg for live weight.

Land bank is advantageous to the Company who is proactive in providing part of fodder for the cattle. Due to particular climate and soil in Vietnam, dairy cattle will be raised in sheds instead of grazing. HF breed is an option with average yield of 6-9 tons/milk cycle (300 days).

Apart from beef, there is another considerable income from cow manure. This source of manure will be used for cultivation activities, reducing expenses on external service rendered and increasing the Company's productivity in cultivation.

f) Customers/Distribution system

Based on the business co-operation signing ceremony of Hoang Anh Gia Lai, Vissan and Nutifood on 09 June 2014, this associated project by the three parties can be described as follows: (1) Hoang Anh Gia Lai provides beef cattle to Vissan for slaughtering, processing and consuming, (2) Hoang Anh Gia Lai provides raw milk to Nutifood for producing fresh milk.

DAIRY CATTLE

The project of farming dairy cattle of the Company is implemented at Ia Grai district, Gia Lai, Vietnam. At the present, the Company does not develop any dairy cattle projects in Laos and Cambodia since the local climates there are fairly hot and the transportation of fresh milk to the factory of the partner – Nutifood - takes a lot of time that the fresh quality of milk is not ensured.

Livestock infrastructure, fibre and starch fodder, water sources, barns, etc. of the dairy cattle project are the same as those of the beef cattle project. However, the main product of the project is milk. Thus, some investments in functional areas such as the area of crossing cattle to get pregnant, the area of milking and the area of semi-automatic milking should be added to the project.

a) Dairy cattle import and farming

The Company selected Holstein Friesian cattle (often called Holstein – shortened as HF) which is the main breed to develop the heir of dairy cows in Vietnam. There are many breeds of dairy cows, but the best and most popular one comes to Holstein Friesian (HF). Originating in Holland, Netherland, the cattle is called Holland cattle. This breed is well adapted in many different climates all over the world. Originating in temperate climate, though, this breed was crossbred to create new breeds being possibly raised in tropical countries. HF cattle is white and black in large size (cows weigh 500-600 kgs).

The Company buys cattle from suppliers in Australia and New Zealand which are countries of livestock strengths in the world.

- For gestative dairy cows: the Company imports by air to Da Nang International Airport and then transports on 1A Nation Road to the Company's farms. Each time is estimated to transport around 200 gestative dairy cows.
- For young cows: the Company imports by sea. Each vessel is estimated to carry about 2,500 cows to 4,000 cows (by small ship) and 15,000 cows – 20,000 cows (by big ship). After the vessel arrives at the harbor, the Company's drivers will transport these cows to the farms.

In June 2015, the Company has imported 5,382 dairy cows. According to the plan, the Company is to buy 10,700 heads in 2015 and 10,000 heads in 2016. The cost of buying dairy cows is as follows:

- Young cows: the cost of a young dairy cow imported from Australia to the Company's farm is VND 57 million. This cost includes custom cost, import duty, transport cost, etc.
- Gestative dairy cows: the cost of a gestative dairy cow imported from Australia to the Company's farm is VND 75 million. This cost includes custom cost, import duty, transport cost, etc.

b) Preparation of barns

The housing style that gives the most comfortable feeling to cows is “freedom within the barn”, of which there are cells for cows to lie on. Within a limited area, cows can freely walk around. This such limited area is set between troughs and cells. Such design makes cows move between resting cells and troughs. In the cells, sand is used as a bedding material. Barns for young cows will be built near barns for dairy cows in order to stimulate dairy cows to give more milk, getting better productivity.

The milking barn is an area installed with an automatic milking system, arranged close to barns for dairy cows so that they do not need to move too far. The milking system sized 2x30 may, at the same time, milk 60 cows each time.

c) Process of dairy cattle raising and milk harvest

The Company imported gestative dairy cows and young cows which are carried by sea or by air. First-gestation dairy cows yield milk for only 90 days after calving with low productivity. After this period, they undergo artificial insemination for the second calving. The gestation period lasts 276 - 295 days, and the Company expects a 240-day period of milk yielding.

Artificial insemination with gender selection reaches a desirable rate of 90%. Dependent on actual demand, the Company will conduct appropriate insemination methods. Ordinary insemination costs around VND 100,000 while gender selection is 10 times higher.

As for imported gestative cows, the Company will start milking at milking barns daily. Each cow is milked 3 times/day yielding 8 liters each.

Dairy cows will be liquidated after 6 years and consumed as common beef cows through the domestic abattoirs at the prices for beef cows.

After calving, young calves will be separated from mothers (no breast feeding). The advantages of this process include:

- Calves are raised economically
- Accurate estimate of the cows' amount of milk is possible
- Feeding calves on a fixed amount of milk with other foodstuffs
- Dairy cows can yield milk regularly in the absence of the calves

Mother cows not busy with their young calves will quickly join the herd and get pregnant and continue reproduction.

14 month-old calves, weighing 220 kgs (60% of mature cows) will be crossed. During the gestation period, young cows need good caring as it affects their subsequent productivity.

d) Fodder

Like fodder for beef cows, the Company uses TMR system for blending foodstuffs suitable for each group of cows, milking group, non-lactating group and young cows for suitable food ration. The Company has designed convenient sheds, raceways to make sure that on separation, they will not suffer stress affecting milk productivity. Food rations for each cow group are computerized and applied to the total mixed ration machinery system.

e) Products

As for fresh milk, the Company will seek partners underwriting all the products. The Company opts for companies requiring an annual enormous amount of fresh milk in manufacturing products using dairy ingredients such as Nutifood, Vinamilk, etc. Currently, the Company is supplying milk material to Nutifood.

For beef cow products, the Company will consume them through beef cow raising partners. Live cows will be transported from the farms on specialized trucks to the abattoirs. Expected selling price: VND 70,000 per kg of live cow.

6.1.6 Construction activities

The Company undertakes construction activities only seasonally as, the Company, in the initial stage, needs to build basic facilities as well as aid a number of projects in the funding plan for the governments of the countries where the Company has been making investments in cultivation and cattle farming – the Company's main business sector.

The year 2013 witnessed the Company's first revenue of VND 453.9 billion, from the construction of the airport in Laos which is the construction contract between Laos Civil Airway Department and Hoang Anh Gia Lai Joint Stock Company's agent that is Hoang Anh Attapeu Agriculture Development Co., Ltd. as the contractor. The revenue was recorded by each construction work completed.

Apart from that, the Company had apartments built for sale, i.e. Hoang Anh Daklak Apartment Building located right in Buon Me Thuoc whose owner is Hoang Anh Daklak Joint Stock Company, a subsidiary of Hoang Anh Gia Lai Agricultural JSC, with a total value of inventory as at 31 December 2014 reaching around VND 170.5 billion.

6.2 Revenue and profit of the Company

Activities contributing to the Company's revenue in 2014 include: building up the airport in Laos in accordance with the commitment to Laos Government, tapping for and processing rubber latex, producing sugar and growing corn. The corn sector, in particular, has just started to be exploited since the second quarter of 2014. Therefore, the Company has not gained any revenue from the corn export in 2013. The cattle raising will contribute to the Company's revenue and profit from 2015.

<i>(unit: VND million)</i>	Year 2013	Year 2014	1 st quarter of 2015
1. Revenues from sale of goods and rendering of services	1,630,381	2,212,251	506,096
2. Deductions			
3. Net revenues from sale of goods and rendering of services	1,630,381	2,212,251	506,096
4. Costs of goods sold and services rendered	-715,292	-1,184,493	-299,230
5. Gross profit from sale of goods and rendering of services	915,089	1,027,758	206,866
6. Financial income	74,134	38,082	13,744
7. Financial expenses	-237,400	-269,882	-82,164
<i>In which: Interest expenses</i>	-202,338	-254,600	-80,383
8. Selling expenses	-14,004	-15,753	-6,241
9. Administrative overheads	-57,169	-87,275	-23,915
10. Net operating profit	680,650	692,929	108,290
11. Other income	22,892	349,608	1,692
12. Other expenses	-24,602	-272,028	-2,714
13. Other profit (loss)	-1,710	77,580	-1,022
14. Profit before tax	678,940	770,510	107,268
15. Current corporate income tax expenses	-1,572	-23,035	-99
16. Deferred income tax (expense) benefit	7,957	11,601	-1,096
17. Profit after tax	685,326	759,075	106,073
<i>Attributable to:</i>			
- <i>Minority interests</i>	82,570	387	175

(unit: VND million)	Year 2013	Year 2014	1 st quarter of 2015
- Shareholders of the parent company	602,756	758,688	105,898
18. Earnings per share (VND)	1,574	1,901	265

Table 6: HAGL Agrico's revenue structure in the period from 2013 – 2014

(unit: VND million)	2013	Proportion	2014	Proportion	1 st quarter of 2015	Proportion
Revenues	1,630,381	100%	2,212,251	100%	506,096	100%
Construction	453,908	28%	482,056	22%	132,320	26%
Sale of latex	240,924	15%	226,691	10%	30,697	6%
Sale of goods	69,801	4%	200,039	9%	23,228	5%
Sugarcane	830,853	51%	1,042,102	47%	298,170	59%
Apartment trading	24,294	1%	35,079	2%	11,180	2%
Service provision	10,600	1%	21,771	1%	1,219	0%
Corn	-	0%	204,514	9%	9,283	2%

Table 7: HAGL Agrico's gross profit structure in the period from 2013 – 2014

(unit: VND million)	2013	Proportion	2014	Proportion	1 st quarter of 2015	Proportion
Gross profit	915,089	100%	1,027,758	100%	206,866	100%
Construction	208,772	23%	205,723	20%	52,207	25%
Sale of latex	162,007	18%	117,363	11%	8,176	4%
Sale of goods	10,424	1%	12,869	1%	-8,173	-4%
Sugarcane	530,894	58%	560,244	55%	149,683	72%
Apartment trading	1,269	0%	-46	0%	132	0%
Service provision	1,724	0%	3,343	0%	-17	0%
Corn	-	0%	128,262	12%	4,857	2%

In 2014, HAGL Agrico's revenue increased by 36%, from VND 1,630 billion in 2013 to VND 2,212 billion. Revenue from sale of sugar and corn which were first put into exploitation took the major parts in such increase as mentioned above. Besides, the revenue from airport construction in Laos contributed about VND 482 billion to the revenue structure at the rate of 20%.

The Company's gross profit in 2014 rose from VND 915 billion to VND 1,028 billion, equivalent to 12%. The gross profit ratio was down from 56% in 2013 to 46% in 2014 due to the following main reasons:

- Sugarcane was a significant contributor to the Company's revenue structure in 2014 and 2013 with the proportions of 47% and 51% respectively. In 2014, the price of sugar decreased by about 9% as compared to that in 2013, which made the gross profit ratio of sugarcane in 2014 reach only 54% as compared with 64% of the previous year. In 2014, the Company consumed 83,346 tons of sugar, approximately 38% higher as compared with 60,472 tons in 2013.
- In the same situation as sugarcane, the average price of rubber in 2014 was VND 34,2 million/ton, down by 44% as compared with that in 2013. Therefore, the gross profit ratio reduced from 67% to 52%. The rubber consumption output in 2014 increased to 6,625 tons from 3,956 tons in 2013.

In general, the gross profit ratio of major fields all went down but the total gross profit went up since the Company commenced its corn business and the sugarcane output also increased that made up the decrease of the average selling price.

The Company's net operating profit went up to VND 693 billion from VND 681 billion in 2013, equivalent to an increase of 6%. The expenses on loan interests and administration expenses or selling expenses all increased, so the growth rate of net operating profit reduced as compared with that of the gross profit at 12% .

In 2014, other income was VND 349.6 billion mainly from the project transfer including the transfer of DakYa rubber plantation, the transfer of Kon Thup rubber plantation, the transfer of Lo Pang rubber plantation, the transfer of expenses on growing grass, the transfer of DakBo project and the transfer of Ham Rong pepper plantation project. Besides, other expenses were VND 272 billion, mainly including the expenses on such transferred projects as said above. Thus, the Company's other profit in 2014 reached VND 78 billion, while in 2013, the Company recorded a loss of VND 1.7 billion. The loss was mainly due to the execution of power line work for Electricity of Cambodia which cost VND 8 billion as compared with the gain of VND 6.8 billion from this activity.

Thanks to the profit from such asset liquidation as said above, the Company's profit after tax ratio reached the growth rate of 14% as compared with that in the previous year, from VND 685 billion to VND 759 billion.

6.3 Expenses

Table 8: Expense structure in the recent years of the Company

Unit: VND million

No.	Items	Year 2013			Year 2014			1 st quarter of 2015		
		Value	% of Total expenses	% of Total revenue	Value	% of Total expenses	% of Total revenue	Value	% of Total expenses	% of Total revenue
1	Costs of goods sold	715,292	68.22%	41.41%	1,184,493	64.75%	45.56%	299,230	72%	57%
2	Administrative overheads	57,169	5.45%	3.31%	87,275	4.77%	3.36%	23,915	6%	5%
3	Selling expenses	14,004	1.34%	0.81%	15,753	0.86%	0.61%	6,241	2%	1%
4	Financial expenses	237,400	22.64%	13.74%	269,882	14.75%	10.38%	82,164	20%	16%
5	Other expenses	24,602	2.35%	1.42%	272,028	14.87%	10.46%	2,714	1%	1%
Total expenses		1,048,466	100.00%	60.70%	1,829,432	100.00%	70.36%	414,264	100.00%	79%

Unit: VND million

No.	Items	Year 2013			Year 2014			1 st quarter of 2015		
		Value	% of Total expenses	% of Total revenue	Value	% of Total expenses	% of Total revenue	Value	% of Total expenses	% of Total revenue
	Total revenue (*)	1,727,406			2,599,941			521,532		

(*) **Total revenue includes: Net operating revenue, financial income and other revenue**

Source: The audited consolidated financial statements for the year 2014 and The consolidated financial statements for the first quarter of 2015

The profit margin of the Company in 2014 slightly reduced since the expenses increased higher than the revenue in speed. The total expenses in 2014 made up 70.36% of the total revenue as compared with 60.7% in 2013, approximately 9.67% higher.

In the expense structure of HAGL Agrico, the costs of goods sold took a large proportion (in 2014: 64.75%, in 2013: 68.22%). In addition to the slight fluctuations in selling expenses and administrative overheads, financial expenses that had the 2nd highest proportion in the Company's expense structure tended to go down in the total expenses. In particular, the rate of financial expenses over total expenses decreased from 22.64% in 2013 down to 14.75% in 2014.

6.4 The situation of examination in goods and service quality

For livestock: being strictly supervised by the Company's partners and related departments of Australia government to ensure the Company's compliance with ESCAS.

For cultivation of short-term and long-term industrial trees:

- HAGL Agrico applies a strict and scientific management regime in planting and nursing trees. In reality, the Company has a team of supervisors and experts who join and monitor the process of planting and nursing trees directly and strictly. At the same time, the Company focuses on investing in the application of advanced technology, helping handle errors timely and create the best conditions for tree growth.
- Nurseries within the project area are always developed under a strict supervision of leading experts from Thailand. Therefore, all seeds are carefully selected and checked to ensure high productivity and good match with the conditions of climate and soil at each region. In recent years, the number of seeds has met the Company's demand for growing new trees.

6.5 Marketing activity

After 5 years of operation, HAGL Agrico widely promoted its brand and image through the development of marketing policy, using the mass media such as television, newspaper, online newspaper, information on agricultural forums, etc.

Besides, HAGL Agrico's image was more strengthened thanks to the activities of the parent company - Hoang Anh Gia Lai Joint Stock Company, including several social activities in and outside the country: the grand opening of Attapeu airport in Laos on 30 May 2015; the construction of 2,000 houses in Attapeu Province- Laos, Gia Lai, Daklak for the Group's rubber workers; the direct support to flood-affected people in Central provinces, the donation of VND 1.5 billion to people in Truong Sa island district, the voluntary affectionate fund in Daklak province; the support for Gong Culture Festival in Gia Lai province; and the strategy of young football development.

The Company’s new website is put into use with modern, convenient interface and features, especially the Shareholder Relation page with the structure built in accordance with the international standards that enables investors to find information on and interact with the Company easily.

Moreover, the Company’s marketing strategy concentrates on the product quality in order to make a difference. Though the Company has just joined the sector of Australia beef products, typically, it has bravely applied the advanced technology to production and has produced products satisfying quality standards at a competitive price..

6.6 Trademarks, registration of patents and copyrights

- **Trademark** **Hoang Anh Gia Lai Agricultural Joint Stock Company**
- **Abbreviation:** HAGL AGRICO
- **Company’s Logo:**



- **Trademark meaning:** The image of a shield with a sun rising above the peak of mountains is a familiar image of Hoang Anh Gia Lai Group (“HAGL Group”) which represents a mountain town corporate in Pleiku, where the headquarters of HAGL Group and HAGL Agrico are located. The gear represents the agricultural development strategy that HAGL Agrico applied during the past years. The strategy is to apply advanced technology worldwide to the agricultural production, helping improve capacity, reduce cost and strengthen the Company’s competitive ability.

Being an international group expanding its operation in many countries, the Company chooses HAGL Agrico as its trademark, an abbreviation of Hoang Anh Gia Lai Agricultural Joint Stock Company, to facilitate its transactions and to be easily recognized through the eyes of investors, customers and business partners.

6.7 Large contracts signed and currently being performed

Table 9: List of service contracts with big values

No.	Customers	Date of signing contract	Content	Contract value (VND)	Status
1.	Khamkuong Agricultural Development Limited Liability Company	20 June 2014	Sale of latex	113,658,606,000	Done

2.	Mittaphap Import - Export Company	25 June 2014	Sale of latex	88,401,138,000	Done
3.	Laman - Sekong Import Export Trading Company	25 June 2014	Sale of latex	113,658,606,000	Done
4.	Department of Civil Aviation of Laos	15 June 2013	Construction of Nongkhang airport	1,554,132,720,000	In progress

Source: HAGL Agrico

7. Report on business results

7.1 Summary of several business indicators

- Business results

Table 10: The Company's business results

Unit: VND thousand

No.	Items	Year 2013	Year 2014	% Increase/Decrease	1 st quarter of 2015
1	Total assets	13,241,306,555	16,970,617,689	28.16%	18,237,428,375
2	Owner's equity	6,182,275,227	6,868,396,998 (*)	11.10%	7,022,462,281
3	Net revenues	1,630,380,865	2,212,251,019	35.69%	506,096,161
4	Operating profit	680,650,310	692,929,421	1.80%	108,289,838
5	Other profit	(1,710,175)	77,580,170	-4.636.39%	(1,021,747) (**)
6	Profit before tax	678,940,135	770,509,591	13.49%	107,268,091
7	Profit after tax	685,325,895	759,075,133	10.76%	106,073,044
8	Earnings per share (VND/share)	1,574	1,901	20.78%	265
9	Dividend distribution rate	0.26%	2%		0%
10	Average ratio of profit after tax over owner's equity	11.09%	11.05%		

Source: Audited consolidated financial statements for the year 2014 and the consolidated financial statements for the 1st quarter of 2015

(*) According to the Circular No. 202/2014/TT-BTC of the Ministry of Finance issued on 22 December 2014 on guidance of the presentation of the consolidated financial statements, the item "Interest of non-controlling shareholders" is no longer a separate item but included into the item "Owner's equity". Thus, in the consolidated financial statements for the first quarter of 2015, the beginning balance (as of 31 December 2014) of the item

“Owner’s equity” was VND 6,890,123,693 thousand (increasing by VND 21,902,080 thousand due to the inclusion of Interest of non-controlling shareholders).

(**) In the 1st quarter of 2015, other profit was VND (1.02) billion because the item “other income” was VND 1.1 billion and the item “other expenses” was VND 2.1 billion.

- Other indicators: N/A
- Auditor’s opinion, treatments and solutions up to the date of listing registration: N/A

7.2 Factors associated with the Company’s business

7.2.1 Advantages

HAGL Agrico’s main products are from farming sector which is developed on a large scale, modernized and industrialized, helping minimize the dependence on changes of climates and natural conditions. However, these elements still have some certain influences on the Company’s operations.

- The Company’s cattle farms are located in Gia Lai, which enjoys a cool weather throughout the year. This fact gives the Company a big advantage to develop the raising of beef cattle and dairy cattle.
- The land is flat with reasonable slopes that enables the Company to implement the cultivation of short-day and long-day industrial trees including rubber, oil palm, corn, sugarcane and grass for livestock.
- The Company was granted land with a large scale and contiguous lots for long-term lease by the governments of three Indochina countries that enables the Company to implement the project at a large scale, creating a big advantage on scale and application of many advanced agricultural industry technology.
- The Company’s land bank is surrounded by the system of large rivers with steady water discharge, satisfying the drip irrigation system in cultivation and ensuring the water supply for cattle farms.
- Supporting policies of the State such as leasing land for long-term period, granting quotas on importing sugar for domestic consumption, granting tax incentives, etc. giving a higher competitive ability to the Company.

7.2.2 Disadvantages

The global fluctuations in commodity price may have a significant impact on HAGL Agrico’s operations, affecting the profit and investment plans of the Company. Products such as rubber, oil palm and sugar are traded on the international commodity exchanges, of which the prices change regularly. The Company should prepare its appropriate strategies timely and a regime of competitive production cost to promptly cope with these fluctuations.

Neither the global economy nor the demand for goods consumption has picked up yet, especially rubber. This fact may have a significant impact on HAGL Agrico’s operations that has received a great number of investment in rubber since 2007.

The Company’s operations require both a great deal of investment capital and all levels of human resource from experts to unskilled workers. Currently, the Company’s debt ratio is relatively high that becomes an obstruction in raising more capital to expand the Company’s business. The sectors of rubber and oil palm also need a large number of workers harvesting products while HAGL Agrico’s

plantations are developed in sparsely populated areas. Therefore, the attraction of human resource for plantations is not an easy issue to be solved.

8. Position of the Company as compared with other companies in the same industry

8.1 Position of the Company in the industry

The best advantage of the Company is the expansive land bank on which the drip irrigation system was widely installed, helping the cultivation get a high yield as compared with the average rate in the industry. Being a member of Hoang Anh Gia Lai Group, the beginning of Agrico is fairly good as compared with other agriculture companies upon the investment in big projects. Companies that have just joined the industry may face some difficulties in raising capital. However, Agrico, through its parent company, can get access to a number of different credit sources, or borrow capital from banks via the parent company. Besides, the parent company's contributed capital and the support for subsidiaries to purchase machines and equipment gradually increase over years, satisfying the demand for investment and expansion of Agrico's business.

8.1.1 Rubber

HAGL Agrico started to join the rubber industry just in 2007, however, it had a highly experienced technical staff in agribusiness. Therefore, HAGL Agrico did not face many obstacles when entering into such industry which was considered a new field of the Group. HAGL Agrico prepared many steps to obtain enough competitive power against other long-term experienced enterprises in this industry.

The large land bank with favorable natural conditions: HAGL Agrico with lots of contributions to the society – community in Vietnam, Laos and Cambodia was authorized by the local authorities to use roughly 100,000 hectares of contiguous land lots that was at a convenient location and surrounded by the river system, suitable for the development of cultivation. Having the land bank advantage, the Company has competitive advantages against other enterprises in capacity and production of agricultural products. The Company's land bank is flat with appropriate height for long-term industrial trees.

In comparison with other listed natural rubber companies in Vietnam, HAGL Agrico obtains much larger plantation area.

	PHR	DPR	TRC	HRC	TNC
Area	16,200	9,600	7,300	5,000	2,000
Exploitation area	10,700	7,400	5,000	1,800	1,350
Capacity (ton/ha)	2	2.3	2.15	1	1.1

The land in Laos, which was formerly primary forest land, is very fat. In the first 4 to 5 years of cultivation, no diseases could be found on any trees. Being favored by nature since this area is near the rivers, the irrigation work gets a big advantage. Besides, the dry and hot climate in this area is convenient for HAGL Agrico's industrial trees. The application of science and technology might help increase the growing ability of the plants, however, the climate and natural conditions give significant advantages and are elements that human being cannot create .

In spite of being less favored by nature than the land in Laos because the river system is not as large as that in Laos, the land in Cambodia has fairly good elevation above sea level, topography and soil quality that help rubber trees and oil palm in this area grow well. Thanks to the excellent soil quality, favorable natural conditions and large cultivated area in addition, the Company has a great advantage over other enterprises in the industry in reducing expenses and costs while getting outstanding harvest yield. These features are especially meaningful in the situation that the land bank leaves no more space for rubber plantation in Vietnam, the agricultural land in Laos is licensed in limit, and the legal procedures for land license in Laos and Cambodia are very complicated. The Company may get trouble in being granted land concession unless it has good relationship with the authorities and local community.

The application of technology helps plants get higher yield. Apart from planting trees at a deeper level than the old planting method to form a deeper set of roots so that trees could take more water and minerals from soil, the Company invested in the drip irrigation system for almost all of farms. The pipe system is set to each tree and regularly provides 2 litres of water every hour. HAGL Agrico's land is surrounded by large rivers ensuring the water source for irrigation. In addition to water, the Company dissolves many kinds of fertilizer into water so that trees can absorb easily. This method is more effective than the traditional fertilization since it minimizes the loss of fertilizer.

Labor cost is competitive as compared with other regional countries. HAGL Agrico and Vietnam rubber companies have a great advantage in labor cost over big latex exporting countries such as Thailand, Malaysia and Indonesia. With the current latex price level, Vietnam companies get a very big advantage in the cost and their profit will improve when the rubber price recovers.

8.1.2 Sugarcane

HAGL Agrico determines its sugarcane company to be an agribusiness company with agricultural advantages over a processing and distributing unit. The largest expense in the cost structure of Vietnam sugar production industry is on material sugarcane, accounting for two-thirds of the cost.

In spite of entering the sugarcane field much later than other domestic enterprises, the Company had lots of specific competitive advantages, especially since 2015 when the Company was officially allowed to import sugar back to Vietnam.

Agricultural advantage

Apart from the advantage of large land bank, the Company also has another one of cultivated capacity. Other companies in the industry have the sugarcane output of around 60 tons per hectare and the Commercial Cane Sugar (CCS) is at about 8.2 to 10.2. HAGL Agrico is capable of gaining higher sugarcane yield by twice than the average industry rate and CCS can reach 12. due to:

- Good soil conditions: HAGL Agrico's sugarcane material area was formerly a primary forest, of which the level of soil was raised over hundreds of years, therefore, the plants could grow well and show few signs of disease.
- Drip irrigation system: HAGL Agrico's sugarcane cultivated area is surrounded by the Sekong river system of Laos, thereby, the Company can easily install the Israeli drip irrigation system to help speed up the growth of plants and minimize the loss of fertilizer.
- A strict and scientific management regime: It is not like any other companies in the same industry that the majority of planting and nursing work is assigned to farmers, HAGL Agrico has teamed up the leaders, supervisors, experts and employees who directly enter into the cultivation and nursing. Thanks to the close monitoring on the development process of sugarcane together with the

application of advanced technology, the Company could handle errors timely and give the best conditions for plants to grow.

The best performance of sugarcane yield and high CCS helps the Company keep the cost on each ton of sugarcane lower than that of other companies purchasing sugarcane from farmers by 70 – 80%. Thanks to the self-provision of input material sources at a low cost, HAGL Agrico Sugarcane will probably generate good profit and competitive advantages against other domestic companies and imported sugar. For imported sugar, mainly from Thailand, in addition to the advantage of competitive material costs and popularly recognized trademark by domestic consumers, HAGL Agrico enjoys another advantage of lower transport costs since the distance from Attapeu to the biggest markets in Vietnam including Ho Chi Minh City, Da Nang, Ha Noi, etc. is shorter than that from Thailand.

HAGL Agrico Sugarcane in comparison with other companies in the same industry

Overview of sugarcane companies with the equivalent scale in Vietnam

No.	Factories	Active area (ha)	Productivity (ton/ha)	CCS	Pressing capacity (ton/day)	Pressed output (ton/year)	Sugar output (ton/year)
1	Lam Son	17,000	71	10.0	10,500	1,200,000	125,000
2	An Khe	16,000	50	10.0	10,000	800,000	80,000
3	Bourbon TN	15,176	66	8.7	9,800	1,000,000	85,000
4	N.An Tate&Lyle	19,950	52	10.0	8,400	1,040,000	102,500
5	Khanh Hoa	15,194	50	10.5	8,000	760,000	76,000
6	KCP Phu Yen	19,000	52	9.0	7,200	995,000	88,000
7	Can Tho	12,867	93	9.5	6,500	1,200,000	105,000
8	Vietnam Taiwan	12,340	61	10.0	6,000	750,000	75,000
9	Ninh Hoa	12,400	54	10.0	5,200	670,000	67,000
10	Binh Dinh	8,500	60	10.0	5,000	510,000	51,000

Source: The Ministry of Agriculture and Rural Development

HAGL Agrico Sugarcane has a smaller material area than that of other 10 companies as listed above (only 6,000 ha since 2015 as compared with 8,500 ha of the 10th company in the list - Binh Dinh Sugar). Gaining the productivity of 110 – 120 tons per hectare, as compared with the average industrial rate of 60.9 ha, the Company’s sugarcane output might be higher than that of Ninh Hoa Sugar and Binh Dinh Sugar.

Not like other companies as listed above that they cooperate with farmers and re-purchase sugarcane at the end of the crop, HAGL Agrico owns the whole material area and cultivates themselves applying the advanced technology. Because of owning the material area, the Company gets some advantages as follows:

- The sugarcane cost is more competitive than that of farmer households since the production on each hectare is twice as much as the average industrial rate. Besides, HAGL Agrico’s unit price of each ton of sugarcane is far much cheaper than the buying price of sugar factories that do not own the material area. Moreover, the entire mechanization helps highly increase the productivity and minimize the labor cost.
- The factory cluster is built right within the material area, thereby, the transportation cost and time are optimized. The expense for vehicles, mainly the trucks, is very competitive since the

Company's vehicles run within the internal area only, and almost they do not join the indigenous transport system. Therefore, the Company can purchase vehicles at a fair price, satisfying the main demand of transporting material sugarcane to the factory .

In 2014, the Company started to implement the project of raising cattle and make use of all by-products from processing sugar, thereby increasing the efficiency of utilizing materials.

8.1.3 Oil palm

Currently, there have been no Vietnam companies that plant oil palm trees at a scale of up to thousands of hectares other than HAGL Agrico. Countries leading the world in planting and providing palm oil are Malaysia and Indonesia.

As well as rubber and sugarcane, HAGL Agrico's biggest strengths are the expansive and contiguous land bank, the fat soil conditions and the application of reasonable technology, helping plants grow well and get high productivity.

Due to the less utilization of human resource than in rubber sector, the labor cost in oil palm sector is around 30% of the total cost, as compared with 60 – 70% of rubber sector. HAGL Agrico mainly plants oil palm in Cambodia, where the labor cost is very competitive, helping the Company keep the cost lower than that of oil palm produced in other regional countries.

The revenue from cooking oil sector in the country is estimated at VND 30,000 billion per year. Agrico is planning to join the supply of input materials to this market of great potential and large scale instead of focusing on export. According to the statistics of the Ministry of Trade and Industry, currently, there are totally about 40 enterprises producing and trading cooking oil, in which, palm oil is the main kind of vegetable oil accounting for 70% of the market share, soy oil is 23%, and the remaining 7% belongs to other vegetable oil. Currently, the supply of input palm oil material is mainly imported from Southeast Asian countries, of which the transport distance to big markets in Vietnam is fairly further than that from the palm plantations of Agrico. The competitive cost of cultivation and the low transport cost help HAGL Agrico get more competitive advantages in its price policy offered for the consumption market of palm oil in Vietnam.

8.1.4 Cattle raising

HAGL Agrico started to join this field just in 2014, however, the Company quickly carried out various forms of new product promotion to ensure its consumption market. Being a listed company with the obligation of transparent information declaration is a supportive element helping provide information on the Company's operation fields and new products to investors who are also potential customers using HAGL Agrico's products in the future.

The Company's main consumption market is Vietnam, where the beef imported from Australia is dominating, estimated at up to 70% of the consumption market share due to its good quality at a price that is not much different from beef raised in Vietnam. In order to level up the competitive position, HAGL Agrico also imports heifers from Australia after satisfying all strict regulations provided by Australia laws, and focuses on the cost and product quality. Domestic companies are at a small scale and have not applied the advanced technology to production, so their competitive ability over HAGL Agrico is not high. Besides, the advantage of expansive land bank enables HAGL Agrico to import 14 – 18 month cows for fattening, helping the Company have a more competitive cost than companies import adult cattle for slaughtering and distributing. The cattle farming requires livestock entities to have a large land bank to grow grass which is the most important feed ingredient for ruminant animals.

The Company takes the initiative in the fresh feed for cattle, including grass and corn and makes use of all by-products in the sugarcane production in addition, so the cost of feed is very competitive

In order to ensure the output of livestock sector, HAGL Agrico cooperated with Vissan, a leading company in Vietnam providing all kinds of products from meat with the distribution network formed many years ago. Besides, the Company distributes cattle to processing facilities in many regions.

8.2 Prospects of the industry and assessment on the match between the Company’s development orientation and the industry’s, the State’s policies and the general worldwide trend

8.2.1 Rubber

According to the Trade Promotion Center, the Ministry of Agriculture and Rural Development, Vietnam is to join in the Southeast Asian rubber trading network, together with Thailand and some large rubber producers in the region. This integration aims to prevent rubber price from decreasing, bringing reasonable profit to domestic rubber planters. The Ministry of Agriculture and Rural Development, Thailand Cooperatives Petipong Pungbun Na Ayudhya and other regional countries are going to establish a network of member countries, proceeding to shape the market, and set up a general price level for rubber products. This action will minimize the current dependence on rubber price of countries outside the region. Vietnam will make a close cooperation with Thailand, Indonesia and Malaysia to give out specific actions. Besides Vietnam, the three countries above have agreed to invite Laos, Cambodia and Myanmar to join them and control rubber price in a fair way.

Many judgements show that the current international rubber price is hardly in a great decline since the labor cost of the largest rubber production country which is Thailand tends to increase and the behavior of Thailand government to buy rubber for reserve has a partitive impact . In 2013 and 2014, Thailand’s rubber output made up 35% and 36%, respectively, of the global output. However, the rubber price is not expected to sharply increase again in a short time though the supply and the demand are getting balanced.

China’s car revenue growth, which is currently the strongest growing market in the world, in 2014, was half as high as that in 2013. Besides, China’s tyre export has been impacted much by the anti-dumping tax in Europe and America. The high increase in inventory and the weak recovery of demand have continued to put pressure on the natural rubber price. Moreover, the tax on importing Chinese tyres into India is currently 5%, while the tax on importing rubber is up to 20%. The India Tyre Production Association is proposing an increase in import duty on China tyres. In the case that India reduces the China tyre import, this kind of product will spill over into other markets in Europe and drag the price level of the entire region down to a lower rate. In order to keep the profit, tyre producers might think of an option to purchase materials at the lowest price.

Forecasts about the rubber demand from the International Rubber Study Group (IRSG):

<i>(unit: thousand tons)</i>	2013	2014	2015E
Output	12,079	12,020	12,394
<i>Growth rate</i>		-0.5%	3.1%
Consumption	11,347	11,994	12,317
<i>Growth rate</i>		5.7%	2.7%
Supply-demand	732	26	77

Elements supporting the rubber price:

- Thailand government supports farmers with preferential loans to plant other trees instead of rubber trees.
- Thailand continues to buy latex to support the domestic consumption price. The government implements the purchase by offering high price in the auctions. However, this method might result in a reverse impact. The government's support may push farmers to increase the exploited output, making the supply continuously higher than the demand. Additionally, the high inventory might push the government to sell out a part of reserve to the market, affecting the latex price.
- The labor cost highly increases.

Elements resisting the recovery of the rubber price:

- Being an industry creating lots of jobs in leading rubber exporting countries, its sharp cut in rubber output leading to the decrease in jobs is unlikely to happen. Not like other mineral resources of which the exploited output could easily be reduced based on the supply-demand, if the latex is not exploited for a day, that amount of latex will not affect the output of rubber trees in the following days. Therefore, farmer households exploiting latex have almost no reasons to stop exploiting latex.
- In Indonesia or Malaysia, farmers usually plant some other plants within the rubber plantation. When the rubber price falls down, they can change to harvest other kinds of plants. This will not happen in Thailand, therefore, it is hardly expected for a great decrease in the output of the largest rubber exporting country in the world.
- The cultivation time for rubber trees accounted to the harvest usually lasts for 6 – 7 years, and the rubber output will gradually go up to the age of 25. With the fact that rubber trees planted before 2008 and 2011 have been in the period of giving good output, then the chop of a large number of rubber trees down to plant another trees is unlikely to happen.
- The rubber area of China and Vietnam located in Laos, Cambodia and Vietnam also tends to increase.

Therefore, the rubber price is expected to be at the bottom at the present, but the hope of a high bounce as in the period 2009 – 2012 is not high.

8.2.2 Sugarcane

According to the Ministry of Industry and Trade, since being basically established as the present, the Vietnam sugarcane industry has been always taken care of by the State in planning, investing, supporting the development and protecting by high tariff barriers. As of the date when Vietnam negotiated to join in WTO, Vietnam was still resolute in putting sugar item out of the list of items committed to enjoy tax reduction within the first period. Only at the end of 2006, upon the final negotiations right before joining in WTO, Vietnam accepted to loosen up a part of the protection through the commitment to grant limited tariff quotas to the annual sugar import at a lower tax rate than the normal tax rate and to gradually increase the quantity each year. In accordance with that route, however, only up to 2015 that Vietnam has to grant tariff quotas for about 81,000 tons of sugar at a preferential tax rate to WTO members which are 25% for raw sugar and 40% for white sugar, while the normal outside quota tariff rates are 80% for raw sugar and 85% for white sugar. In conformity with ASEAN general integration commitment, the preferential inside quota tariff rate applied to ASEAN members is at 5% for

both raw sugar and white sugar and the sugar import of ASEAN countries is to be liberalized in 2018. For the agreement with Laos, in particular, which is made based on the special friendship and the strategic relationship in politics, economics and other relationships, from 2011 to now, Vietnam has let Laos enjoy the tax incentive on import duty rate at 2.5% for sugar products imported from Laos within the general quota in accordance with Vietnam's commitment with WTO via the border of the two countries. In general, the sugarcane industry is enjoying more protection policies than other significant manufacturing industries of Vietnam such as textiles, footwear, rice, coffee, etc.

In spite of being protected for a long time, Vietnam's sugarcane industry has not been able to develop and improve its competitive power. According to the Ministry of Industry and Trade, Vietnam's sugarcane industry has the 4 following existing shortcomings:

- Too high cost: Sugarcane enterprises have not put the development of material area in a focal point, but they have mainly purchased from farmers who have spent a fairly high cost in cultivation due to their utilization of old sugarcane seeds, outdated farming with low productivity. The outdated technology and small scale have made many sugarcane enterprises enjoy no advantages of production scale, leading to the higher cost.
- Material source is not actively controlled: "good harvest, low price" is a relatively popular phenomenon in many cultivation fields in Vietnam. The relationship between farmers – sugarcane factories has not changed for many years, of which the weak position has come to farmers. When the sugar price goes down, factories usually reduce the buying price of sugarcane, making farmers change to plant another kinds of trees since they feel insecure about planting sugarcane, and making factories unlikely to actively control the material source.
- On the business method, for confectionary producers, beverage producers or big consumers, the association between the sugarcane producers and these customers is not sustainable since the sugar quality is not stable. In the domestic market, producers do not actively establish distribution channels but often through intermediaries, and the price is mainly decided by these intermediaries.
- The association among members of the Sugarcane Associate is not really tight and well supportive for each other.

Chairing the meeting of Inter-Ministry Committee on macro-economic management in the first quarter of 2015 on 30 March 2015, Vietnam's Prime Minister Nguyen Tan Dung especially emphasized the elimination of protection regime on sugarcane and steel industries to enhance the business efficiency. The elimination of protection puts enterprises into a more competitive market than the efficient method, pushing them to make innovations in order to survive, as well as opening opportunities for new producers which are established later but focusing on developing technology, production procedures and controlling the cost well.

8.2.3 Oil palm

Among 10 kinds of trees providing materials for cooking oil production industry, the oil palm made up 5.5% of the total land area, but contributing up to 32% to the total oil and fat output in 2012, followed by soy oil at the rate of 22.4%. Oil palm is a kind of producing the most effective oil in the world when each hectare of oil palm can produce 10 times as much oil amount as other material trees. In 2012, the world consumed approximately 52.1 million tons of palm oil, therefore, the additional supply from Vietnam was not significant.

Malaysia and Indonesia are the two countries leading the world in raw palm oil provision with the market share up to 85%. Other oil palm providing countries include Thailand, Columbia, Nigeria, Papua New Guinea and Ecuador.

The relatively easy expansion of land bank and the high rise of palm oil price in the period 2008 – 2011 have made the oil palm area in Indonesia and Malaysia increase by 700,000 ha. However, the pressure from non-government organizations together with the shrinking of new land bank has made the new cultivated area decrease since 2012. The oil palm trees can only be put into exploitation after the cultivation period of three-four years. The average yield growth rate of 7.4%/year within the last 10 years might decline to 4% in 2016, according to the CLSA. However, the demand for palm oil is still expected to maintain the average growth rate of 6.7% in the last three years due to the developing biofuel production filed in Asia and the positive food consumption growth rate in China and India. Thus, CLSA hopes that in 2016, the demand will exceed the supply and the price will get a slight rise.

Currently, Vietnam is still importing palm oil from neighboring countries. In 2013, Vietnam imported 76 thousand tons of raw vegetable oil, in which, palm oil accounted for 10 thousand tons. HAGL Agrico is planning to import oil back into Vietnam for consumption.

8.2.4 Cattle raising

Vietnam is an agricultural country having a great deal of favorable conditions for cultivation and livestock, however, foreign beef is wildly flooding into the domestic market, which is mainly beef imported from Australia. In 2013, Vietnam became the third largest customer of Australia upon the import of 70,000 cattle. Such number in 2013 was quickly beaten when Vietnam continued to import 72,000 Australian cattle just only in the first 6 months in 2014. The estimation was over 150,000 cattle imported for the whole year, which made Vietnam become the second largest customer in importing Australian beef, following Indonesia. According to the Department of Livestock Production, living cattle imported into Vietnam from Australia has reached a big amount and will expectedly get a progressive increase in the following years, very firstly because of a sharp increase in domestic demand for beef consumption.

In spite of being subject to the import duty rate at 5% applied to cattle and 8% applied to processed beef, Australian beef is still popular in the market since the selling price is nearly equal to that of beef raised domestically.

Due to the low raising cost, the advanced technology, the large scale and the high productivity, the cost of Australian beef, after adding import duty, transport cost and other business expenses, is still at a competitive selling price as compared with that of Vietnamese beef.

The beef cattle raising industry in Vietnam has not currently developed at an industrial scale, leading to the low yield and efficiency, the uneven quality and the high cost. The domination involving in this field belongs to farmer households. In a comparison, Vietnam cattle weighs 50% as heavy as Australian cattle and there is a lack of Vietnam cattle supply. In order not to lose the competitive position against imported beef right in the domestic playground, there is a need for big enterprises applying modern livestock production technology to enhance the livestock quality and efficiency.

HAGL Agrico is applying a strategy of “industrialization – mechanization” to the beef cattle raising in the same way that the Company did implement the sugarcane project. When the output is twice as high as the average rate, and the labor cost reduces, the product cost will significantly go down. That is the reason why HAGL Agrico’s sugarcane cost is lower than the buying price on farmers’ sugarcane offered by the sugar factories by 50% to 60%.

Upon a low cost, enhanced beef quality as well as a lower transport cost and import duty-free beef, domestic enterprises will get more advantages to compete with imported beef.

The scale of beef consumption in the market of 90 million Vietnamese people is estimated up to 1.8 million cows per year, and tends to increase in direct proportion to quality of life, economic conditions and population growth rate. Currently, Vietnam still imports buffaloes and cattle from Australia, Thailand, and India. Thus, there is a fairly high potential for HAGL Agrico to penetrate the market.

9. Human resource policy

9.1 Number of employees in the Company

The total number of employees of the Company as of 31 December 2014 is 14,355.

Employee structure of the Company:

No.	Qualifications	Number of employees (people)	Rate (%)
1	Graduate and post-graduate	528	3.68%
2	College, vocational education	2,054	14.31%
3	Unskilled labor	11,823	82.01%
Total		14,355	100.00%

Source: HAGL Agrico

9.2 Human resource policy

9.2.1 Working hours, annual leave and holidays

- HAGL Agrico's employees work 5.5 to 6 days per week and 8 hours per day. The working time can be adjusted based on the deliverables, but it should be remained within the standard working hours in accordance with the subsidiaries' policy. Overtime may be required from time to time to meet the deadline.
- Employees are entitled to 1 to 1.5 days off per week. Employees who have worked for 12 months are entitled to 12, 14 or 16 days of annual leave per year depending on working requirements. If an employee has worked less than 12 months, the annual leave entitlement will be pro-rated according to the number of working months. Besides, employees are entitled to national holidays annually in line with the laws of Vietnam and of other countries where HAGL Agrico is having its operations.

9.2.2 Training policy

- The recruitment of new employees is in accordance with the Company's policy in order to ensure that new employees possess adequate qualifications, skills, experience for their positions and good work ethics and long-term commitment. In the long run, the Company prefers employing local personnel due to high commitment and qualification.
- The Company ensures that all employees receive adequate supports and training to gain skills that enable them to optimize their performance. The training of skills and other necessary techniques is conducted both internally and externally, in accordance with the Group's training

plans prepared at the beginning of each year. In order to implement effective training programs, the Company and its employees sign agreements to reinforce their commitments to duties and benefits of each party during the training period, and the number of working years required after the training.

10. Dividend policy

The Company pays dividends to shareholders in accordance with the business results once it has completed tax and other financial obligations in full under the provisions of laws. While paying the regulated dividend amount, the Company also ensures a full payment for debts and other asset obligations that are due.

The dividend distribution rate is compliant with the Decision of the General Meeting of Shareholders (GMS) and the provisions of laws. The dividends shall be declared and paid from the retaining earnings of the Company but not exceeding the amount proposed by the Board of Directors after its submission to the GMS for shareholders' consultancy.

Table 11: The dividend distribution rate over years

Year	2012	2013	2014
Dividend distribution rate	0%	0.26%	2%
Payment method	-	Cash	Cash

Source: HAGL Agrico

11. Financial position

The Company's fiscal year starts on 01 January and ends on 31 December annually. The Company's financial statements are presented in conformity with the Vietnamese accounting standards issued by the Ministry of Finance.

Accounting currency: Vietnam Dong.

11.1 Key indicators in recent years

11.1.1 Depreciation and amortisation of fixed assets

Depreciation of tangible fixed assets and amortisation of intangible fixed assets are calculated on a straight-line basis over the estimated useful life of each asset as follows:

Buildings and structures:	10 - 50 years
Machinery and equipment	5 - 20 years
Motor vehicles	8 - 20 years
Office equipment	3 - 10 years
Livestock	6 years
Computer software	5 years
Other assets	8 - 15 years

Land use right with indefinite useful life is not amortised.

Depreciation of rubber plantations is calculated in accordance with Official Letter No. 1937/BTC-TCDN issued on 9 February 2010 by Department of Business Finance - Ministry of Finance providing guidance on depreciation of rubber plantations and Decision No. 221/QD-CSVN issued on 27 April 2010 by Vietnam Rubber Group providing guidance on the depreciation rates applicable to rubber plantations within 20 years as follows:

Year	Rate (%)
First year	2.50
Second year	2.80
Third year	3.50
Fourth year	4.40
Fifth year	4.80
Sixth year	5.40
Seventh year	5.40
Eighth year	5.10
Ninth year	5.10
Tenth year	5.00
Eleventh year	7.00
Twelfth year	6.60
Thirteenth year	6.20
Fourteenth year	5.90
Fifteenth year	5.50
Sixteenth year	5.40
Seventeenth year	5.00
Eighteenth year	5.50
Nineteenth year	5.20
Twentieth year	Remaining carrying value

11.1.2 Average income

The average income of the Company's employees in 2014 is VND 7,500,000/person/month and expected to be VND 8,200,000/person/month in 2015.

11.1.3 Payment for debts on due date

The payment for debts on due date is made in line with the schedule and in full. There are not any outstanding debts. Amounts payable are made in accordance with the laws.

11.1.4 Amounts payable in accordance with provisions

The Company always makes payments in full and accordance with the schedule for value added tax, corporate income tax and other tax amounts as stipulated by the State.

Table 12: Statutory obligations

Unit: VND thousand

Statutory obligations	31 December 2013	31 December 2014
Value added tax	110,177,207	250,852,246
Corporate income tax	2,309,178	4,464,177
Personal income tax	1,383,815	1,136,926
Others	15,872	361,486
TOTAL	113,886,072	256,814,835

Source: Audited consolidated financial statements for the year 2014

11.1.5 Appropriation for funds as regulated

The Company has made the appropriations for and used funds in accordance with the regulations applied to joint stock companies and the Company's Charter. The exact appropriation rate for each year shall be decided by the GMS upon the proposal of the Board of Directors.

Since the establishment date to 2014, the Company has not made any appropriations for funds because the GMS had agreed to retain the profit to supplement the Company's capital .

11.1.6 Total loan balance

Table 13: Total loan balance of the Company

Unit: VND thousand

Items	31 December 2013	31 December 2014
I. Short-term loans and borrowings	689,521,789	3,739,373,145
1. Short-term loans from banks	351,019,744	828,650,337
2. Current portion of long-term bonds	-	2,000,000,000
3. Current portion of long-term loans from related parties	249,278,400	640,151,353
4. Current portion of long-term loans from banks	89,223,645	270,571,455
II. Long-term loans and borrowings	4,779,359,713	3,620,745,061
1. Long-term loans	4,779,359,713	3,620,745,061
In which:		
(*) Long-term loans from banks	2,061,637,405	2,659,318,516
Total loan balance (I+II)	5,468,881,502	7,360,118,206

Source: Audited consolidated financial statements for the year 2014

❖ Details of "Short-term loans from banks" Item I.1, Table 14 above

Table 14: Details of short-term loans from banks

Unit: VND thousand

Name of banks	31 December 2014	Term and maturity date	Interest rate	Collateral
<i>Vietcombank, Gia Lai Branch</i>				
Loan contract No. 101/14/NHNT, 10 April 2014, annex No. 02/101/14/NHNT, 18 June 2014	257,978,770	From 5 January 2015 to 17 June 2015	10%p.a.	Unsecured
<i>Laos – Viet Bank, Attapeu Branch</i>				
Loan contract No. 028/LVB. NVKD/2012, 19 October 2012, annex No. 03-028/2012, 12 December 2014	102,573,256	26 June 2015	Floating rate, from 8.5% to 11.5% p.a. in 2014	A part of Hoang Anh Attapeu Hotel - owned by Hoang Anh Attapeu
Loan contract No. 088/NHLVATP/2014, 2 October 2014	106,547,691	From 6 October 2015 to 11 December 2015	8.5% p.a.	The entire building and constructions, machinery and equipment relating to the cattle breeding project and the entire cows of Hoang Anh - Quang Minh Rubber Industrial and Agricultural Co., Ltd. imported after the investment
Loan contract No. 089/LVB. ATP/2014, 2 October 2014	21,312,720	31 December 2015	5.5%p.a.	Assets formed from the loan (i.e. the cows in cattle breeding project)
<i>BIDV, Gia Lai Branch</i>				
Loan contract No. 01/2014/5331375/HDTD, 25 June 2014	273,860,292	From 29 February 2015 to 30 June 2015	Floating rate, ranging from 5.5% to 9% p.a.	Unsecured
TOTAL	828,650,337			

Source: Audited consolidated financial statements for the year 2014

❖ Details of “Current portion of long-term bonds” Item I.2, Table 14 above

On 5 December 2012, the Company announced the issuance of new bonds with a total value of VND 2,000 billion (the par value per bond is VND 100 million) which was arranged by VPBS. These bonds will be repaid after three (3) years and one year grace period. Interest rate is paid for every quarter at the rate of 11.37% per annum for the first three quarters and the ceiling interest rate of deposit as disclosed by the State Bank of Vietnam (“SBV”) in Vietnam dong with the term from one to twelve (12) months plus margin of 3% per annum for subsequent years. Should SBV remove the ceiling interest rate of savings deposit in Vietnam dong with the term from one to twelve (12) months, the interest rate of individual savings deposit in Vietnam dong

with the term of twelve (12) months announced by VPBS plus margin of 3% per annum will be applied for subsequent years. The Company has issued the bonds to EuroCapital Securities Company (“ECS”) in accordance with the contracts dated 7 December 2012, 25 December 2012 and 27 December 2012 with total proceeds of VND 750 billion, VND 450 billion and VND 800 billion respectively. Accordingly, total proceeds from these bond issuances were VND 2,000 billion. The purpose of this bond issuance is to finance investment projects of the group of companies including the project of planting 28,173 ha of rubber trees in Rattanakiri Province, Cambodia; projects of planting 9,470 ha palm oil in Rattanakiri Province, Cambodia; projects of planting 25,000 ha rubber trees and palm oil in Attapeu and Sekong, Laos; projects of planting 5,000 ha rubber trees in Attapeu and Sekong, Laos; projects of planting 3,000 ha sugarcane trees in Attapeu and Sekong, Laos; to restructure existing debts of the Group of companies and finance working capital and finance other investment projects of the Group of companies. These bonds are secured by 143 million shares of the Company held by Hoang Anh Gia Lai Joint Stock Company, the parent company.

In addition, a warrant was granted for every bond issued and the warrants will be considered independent securities with bond after being granted. Each warrant grants the holder the right to purchase a number of shares of the Company equivalent to 0.000775% of actual contributed share capital of the Company right after all warrants are exercised. Should all warrants be exercised, the Company committed that warrant holders will own at least 15.5% ownership in the Company. The exercisable year of the warrant is four (4) years from the date of issuance of the warrant.

As at 31 December 2014, these bonds were reclassified as current portion and presented in consolidated financial statement as long-term loan.

- ❖ Details of “*Current portion of long-term loans from banks*” Item I.4, and details of “*Long-term loans from banks*” item II.1, Table 14 above

<i>Name of banks</i>	<i>31 December 2014</i>	<i>Term and maturity date</i>	<i>Interest rate</i>	<i>Collateral</i>
<i>VND thousand</i>				
<i>BIDV, Binh Dinh Branch</i>				
Loan Agreement No. 01/2012/BIDVH AGL_Attapeu, 22 March 2012	623,871,717	72 months from the first drawdown date (i.e. 23 April 2012)	12-month savings deposit interest rate paid in arrears of BIDV in US\$ plus 3.5% p.a. (7% to 8% p.a. in 2014)	Assets formed from the loans and self-funded capital relating to Hoang Anh Gia Lai – Attapeu Industrial Zone Project
Loan Agreement No. 01/2013/BIDVAttapeu, 18	555,372,761	120 months from the first drawdown date (i.e. 18 April	12-month savings deposit interest rate paid in arrears	A part of 7,950 ha rubber and 2,000 ha palm oil project at Attapeu Province, Laos

Name of banks	31 December 2014	Term and maturity date	Interest rate	Collateral
February 2013	VND thousand	2013)	of BIDV in US\$ plus 5% p.a. (7% p.a. in 2014)	and all investment capital in Hoang Anh Attapeu

TOTAL **1,179,244,478**

In which:

Current
portion of
long-term
loans 202,471,608

BIDV, Gia Lai Branch

Loan Agreement No. 01/2010/HD- TD, 1 April 2010	<u>694,183,233</u>	130 months from the first drawdown date (i.e. 28 April 2010)	12-month savings deposit interest rate paid in arrears of BIDV in US\$ plus 4.7% p.a. (7.5% to 8% p.a. in 2014)	10,000 ha rubber in Attapeu Province, Laos
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In which:

Current
portion of
long-term
loans 8,549,600

Sacombank, Da Nang Branch

Loan Agreement No. LD1400300153, 3 January 2014	<u>262,454,605</u>	60 months from the first drawdown date (i.e. 3 January 2014)	1.125%/month for the first 3 months; and will be determined at the 13-month deposit rate plus 0.3333% per month for the followings months, adjusted four times p.a. (12% to 13% p.a. in 2014)	Land use right and attached assets in Binh Hien, Binh Thuan, Da Nang City of Hoang Anh Construction and Housing Development JSC; 200 apartments and land use right in Bau Thac Gian, Thac Gian, Da Nang City of Hoang Anh Gia Lai Joint Stock Company
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Sacombank, Thu Duc Branch

<i>Name of banks</i>	<i>31 December 2014</i>	<i>Term and maturity date</i>	<i>Interest rate</i>	<i>Collateral</i>
	<i>VND thousand</i>			
Loan contract No. LD1333200419, 29 November 2013	<u>250,000,000</u>	66 months from the first drawdown date (i.e. 6 December 2013)	Floating rate ranging from 8% to 13% p.a.	Land use rights in Hoa Hai, Ngu Hanh Son, Da Nang City; land use right in Nam Duong, Hai Chau, Da Nang City of Hoang Anh Gia Lai Joint Stock Company
<i>ACB, Gia Lai Branch</i>				
Loan Agreement No. GILDN0204111 0, 4 November 2010	<u>147,455,793</u>	120 months from the first drawdown date (i.e. 4 November 2010)	Floating rate ranging from 11.4% to 12% p.a.	19 million shares of the Company and term deposit of Hoang Anh Gia Lai JSC of VND 74 billion
<i>In which:</i>				
<i>Current portion of long-term loans</i>	<i>24,617,765</i>			
<i>Laos - Viet Bank, Attapeu Branch</i>				
Loan Agreement No. 025/LVB.NVKD/ 2012, 10 September 2012	61,113,649	48 months from the first drawdown date (i.e. 10 September 2012)	13.5% p.a. for the first year; and will be determined at the 12-month saving deposit rate plus 3% per annum, adjusted twice p.a. (13.5% to 13.75% p.a. in 2014)	A part of Hoang Anh Attapeu Hotel and Rubber Latex Processing Factory - owned by Hoang Anh Attapeu

Name of banks	31 December 2014	Term and maturity date	Interest rate	Collateral
	<i>VND thousand</i>			
Loan Agreement No. 010/2013/LVB- ATTAPEU, 15 March 2013	64,866,758	120 months from the first drawdown date (i.e. 21 March 2013)	12.5% p.a. for the first twelve months, and will be determined at the interest rate of individual saving deposit with the term of 13 months plus 3% p.a. for subsequent years and adjusted twice p.a. (13.5% to 13.75% p.a. in 2014)	A part of 7,950 ha rubber and 2,000 ha palm oil project in Attapeu Province, Laos
TOTAL	125.980.407			
<i>In which:</i>				
Current portion of long-term loans	34,932,482			

11.1.7 Receivables and payables

a. Receivables

Receivables are presented in the consolidated financial statements at the carrying amounts due from customers and other debtors, after provision for doubtful debts .

The provision for doubtful debts represents amounts of outstanding receivables at the balance sheet date which are doubtful of being recovered. Increases and decreases to the provision balance are recorded as general and administrative expenses in the consolidated income statement.

Table 15: Details of receivables

Unit: VND thousand

No.	Items	31 December 2013	31 December 2014	31 March 2015
I	Current accounts receivable	2,283,017,339	3,716,204,578	4,056,654,878
1	Receivables from customers	772,886,447	1,429,634,589	1,546,132,123
2	Advances to suppliers	1,011,925,475	1,661,487,304	1,647,720,545
3	Other receivables	498,522,472	626,979,445	864,698,970
4	Provision for doubtful debts	(317,055)	(1,896,760)	(1,896,760)
II	Long-term receivables	-	280,000,000	289,474,381

No.	Items	31 December 2013	31 December 2014	31 March 2015
1	Other long-term receivables	-	280,000,000	289,474,381
@	Total	2,283,017,339	3,996,204,578	4,346,129,259

Source: Audited consolidated financial statements for the year 2014 and the consolidated financial statements for the 1st quarter of 2015.

- ❖ Details of “Receivables from customers” Item I.1, Table 15 above

Table 16: Details of receivables from customers

Unit: VND thousand

Items	31 December 2013	31 December 2014
Receivables from sales of goods and rendering of services (i)	441,147,015	958,028,240
Receivables from construction services (ii)	330,421,720	470,501,762
Receivables from sale of apartments	1,317,712	1,104,587
TOTAL	772,886,447	1,429,634,589

Source: Audited consolidated financial statements for the year 2014

- (i) This mainly represents receivables from sale of goods to Laman - Sekong Import Export Trading Company, Huu Nghi Import - Export Company and Khamkuong Agricultural Development Limited Liability Company amounting to VND 329,864,299 thousand, VND 425,462,663 thousand and VND 122,455,129 thousand, respectively.
- (ii) This mainly represents receivable from the Laos Government for construction of airport

b. Payables

Table 17: Details of payables

Unit: VND thousand

No.	Items	31 December 2013	31 December 2014	31 March 2015
I	CURRENT LIABILITIES	2,115,045,468	6,293,225,751	6,746,322,180
1	Short-term loans and borrowings	689,521,789	3,739,373,145	3,717,950,085
2	Payables to suppliers	326,743,202	247,166,661	377,452,320
3	Advances from customers	102,293,662	126,467,449	122,320,699
4	Statutory obligations	113,886,072	256,814,835	282,248,844
5	Payables to employees	33,271,336	27,209,734	28,827,829
6	Accrued expenses	24,813,660	34,999,733	54,193,954
7	Other payables	824,515,747	1,861,194,194	2,163,328,449
II	NON-CURRENT	4,922,391,142	3,787,268,245	4,468,643,914

No.	Items	31 December 2013	31 December 2014	31 March 2015
	LIABILITIES			
1	Other long-term liabilities	143,031,429	166,523,184	69,814,266
2	Long-term loans and debts	4,779,359,713	3,620,745,061	4,398,829,648
@	LIABILITIES (I+II)	7,037,436,610	10,080,493,996	11,214,966,094

Source: Audited consolidated financial statements for the year 2014 and the consolidated financial statements for the 1st quarter of 2015

For debts falling due in 2015, according to the Company's payment schedule, the Company uses the gain from sale to partly pay the following items: *Payable to suppliers, Payable to employees, Accrued expenses, Taxes and statutory obligations*. For another part of debts, the Company offsets against receivable from Laos government; and extends the bond term of VPBS with a total value of VND 2,000 billion.

11.2 Financial ratios

Table 18: Financial ratios of the Company

No.	Items	Unit	Year 2013	Year 2014	1 st quarter of 2015
1	Liquidity ratios				
	Current ratio (Current assets/ Current liabilities)	Time	1.6	0.8	0.8
	Quick ratio (Current assets – Inventories)/Current liabilities)	Time	1.2	0.6	0.6
2	Capital structure ratios				
	Debt/Total Asset ratio	%	53	59	61
	Debt/Owner's Equity ratio	%	113.8	146.8	159.7
3	Operating capacity ratios				
	Inventory turnover ratio (Costs of goods sold/ Turnover inventories)	Turnover	1.1	1.2	0.37
	Net turnover/ Total Assets	Turnover	0.14	0.15	0.03
4	Profitability ratios				
	Profit after tax/ Net turnover	%	42	34.3	21
	Profit after tax/ Owner's equity	%	12	11.6	2

No.	Items	Unit	Year 2013	Year 2014	1 st quarter of 2015
	Profit after tax/ Total Assets	%	5.8	5	1
	Profit from business activities/ Net Turnover	%	41.7	31.3	21

Source: Audited consolidated financial statements for the years 2013, 2014 and consolidated financial statements for the 1st quarter of 2015

Liquidity ratios:

From the year 2013, the Company has begun to speed up investment, leading to the increases of loans and accounts payable and the corresponding decreases of liquidity ratios. In the year 2014, the current ratio has fallen down to below 1 due to the increase by 198% of short-term loans. The reason of this sharp increase is that the Company's long-term loans fall due, so the short-term loans and debts increase by 443%, especially the bonds of VND 2,000 billion. The items have no fluctuations in the first quarter of 2015.

Capital structure ratios:

Since the Company's assets have not been exploited and made cash flows, the Company mainly based on the capital additionally contributed by the shareholders and the credits, bonds. In the year 2013, the Company has invested in developing projects in accordance with the loan capital - contributed capital rate of around 50 – 50. In the year 2014, the bank interest rates of Vietnam fell down because the macro-economic conditions were more favourable and the liquidity of banking system was improved. The Company has used the loan from bank to continue completing its investment plans, leading to the increase by 146.8% of Debt/Owner's Equity ratio (in comparison with 113.8% in the year 2013). In the first quarter of 2015, the Company continued getting loans from bank to finance the livestock sector, resulting in the slight growth in loan structure.

Operating capacity ratios:

The rubber area has expanded from 2013. In addition, the Company has finished the investment in the sugarcane industrial complex in 2012, which has been put into operation since 2013. Sugarcane sector brings good economic efficiency and helps the revenue of Agrico increase significantly, the Net turnover/ Total Assets ratio regularly increase over years and expected to keep on rising when the construction period comes to an end.

Costs of goods sold have steadily increased together with the revenue. Inventories have been put into consumption, helping the inventory turnover ratio of the Company increase gradually.

Profitability ratios:

In 2013, the area of rubber trees that can be tapped remarkably rose, leading to the increase by 419% of revenue from latex. The latex price reached the top in 2011 and has gradually fallen down until these days. In 2013, the price was still good, so the profit margin of rubber sector was quite satisfactory. Besides, the sugarcane industrial complex has produced the first crop with good economic efficiency, helping improve profitability ratios.

In 2014, the rubber price reduced while the sugarcane output kept on rising, the short-term crops (corn) achieved high efficiency, the revenue and profit continued upward trend. However, the downward trend of prices of rubber and sugar has caused certain effects on Agrico's general profit margin.

In the first quarter of 2015, the prices of merchandises including sugar and rubber slightly went down, resulting in the drop of the Company's profit margin. Moreover, the liquidation of some merchandises at low prices, low profit margin of the Company has partly caused certain effects on the Company's profit margin.

12. The Board of Directors; the Board of Management; the Board of Supervision; Financial Director; Chief Accountant

Table 19: List of the Board of Directors; the Board of Management; the Board of Supervision and Chief Accountant

No.	Full names	Position	Year of birth	ID Card No.
I.	Board of Directors			
1.	Mr. Doan Nguyen Duc	Chairman	1963	230046495
2.	Mr. Vo Truong Son	Member	1973	024786987
3.	Mr. Doan Nguyen Thu	Member	1977	230511800
4.	Mr. Nguyen Xuan Thang	Member	1977	230527099
5.	Ms. Vo Thi Huyen Lan	Member	1971	024334410
6.	Mr. Nguyen Ngoc Anh	Member	1961	230026262
7.	Mr. Nguyen Quan Anh	Member	1969	230940923
II.	Board of Management			
1.	Mr. Nguyen Xuan Thang	General Director	1977	230527099
2.	Mr. Trinh Xuan Nhan	Deputy General Director	1960	230282812
3.	Mr. Phan Thanh Thu	Deputy General Director	1963	230046771
4.	Mr. Hoang Dinh Quy	Deputy General Director	1963	230468424
5.	Mr. Nguyen Ngoc Anh	Deputy General Director	1961	230026262
6.	Mr. Nguyen Quan Anh	Deputy General Director	1969	230940923
7.	Ms. Vo Thi My Hanh	Deputy General Director	1977	230513786
III.	Board of Supervision			
1.	Mr. Le Hong Phong	Chief of the Board	1980	025268052
2.	Mr. Pham Ngoc Chau	Member	1975	025347705
3.	Ms. Dao Dinh Phuong	Member	1988	025864361
IV.	Chief Accountant			
1.	Mr. Do Van Hai	Chief Accountant	1984	230592196

12.1 The Board of Directors (“BOD”)

12.1.1 Mr. Doan Nguyen Duc – Chairman of BOD

- Full name: Doan Nguyen Duc
- Gender: Male
- Year of birth: 1963
- Place of birth: Binh Dinh
- ID Card No.: 230046495
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 143 Tran Phu, Pleiku City, Gia Lai
- Professional qualification: Overall management
- Working experience:
 - 1992 - present: Working at Hoang Anh Gia Lai JSC
- Current position at HAGL Agrico: Chairman of BOD
- Positions at other organizations: Chairman of BOD – Hoang Anh Gia Lai JSC (HAG: HOSE)
- Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Hoang Thi Ngoc Bich	Wife	0	0%
2.	Doan Hoang Anh	Daughter	0	0%
3.	Doan Hoang Nam	Son	0	0%
4.	Doan Hoang Nam Anh	Son	0	0%
5.	Doan Nguyen Loc	Elder brother	0	0%
6.	Doan Thi Nguyen Dung	Younger sister	0	0%
7.	Doan Nguyen Ngon	Younger brother	0	0%
8.	Doan Thi Nguyen Vinh	Younger sister	0	0%
9.	Doan Nguyen Thinh	Younger brother	0	0%
10.	Doan Thi Nguyen Xuan	Younger sister	0	0%
11.	Doan Nguyen Thu	Younger brother	0	0%
12.	Doan Thi Nguyen Thao	Younger sister	0	0%
13.	Doan Thi Nguyen Nguyen	Younger sister	0	0%
14.	Doan Tien Quyet	Father	0	0%
15.	Nguyen Thi Thom	Mother	0	0%
16.	Hoang Anh Gia Lai JSC	Major shareholder cum related person	563,106,700	79.52%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.1.2 Mr. Vo Truong Son – Member of BOD

- Full name: Vo Truong Son
- Gender: Male
- Year of birth: 1973
- Place of birth: An Giang
- ID Card No.: 024786987
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 158/55 Pham Van Chieu, Ward 9, Go Vap District, Ho Chi Minh City

- Professional qualification: Master of Finance, Bachelor of Law, Member of the Association Chartered Certified Accountants (ACCA), Member of Vietnam Association of Certified Public Accountants (VACPA).
- Working experience:
 - August 1996 - November 2003: Working at Auditing and Consulting Co., Ltd. (A&C).
 - November 2003 - October 2008: Senior Audit Manager at Ernst & Young Vietnam Limited
- October 2008 - present Working at Hoang Anh Gia Lai JSC
- Current position at HAGL Agrico: Member of BOD
- Positions at other organizations: CEO – Hoang Anh Gia Lai JSC (HAG: HOSE)
- Number of shares owned and represented: 563,106,700 shares, representing 79.52% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 563,106,700 shares, representing 79.52% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Lam Hoang Yen	Wife	0	0%
2.	Vo Hoang Long	Son	0	0%
3.	Vo Hoang Yen Nhi	Daughter	0	0%
4.	Vo Thanh Loc	Younger brother	0	0%
5.	Vo Thi Kim Phuong	Younger sister	0	0%
6.	Vo Thi Tham Thuy Hang	Younger sister	0	0%
7.	Vo Thi Be Sau	Younger sister	0	0%
8.	Vo Thanh Tung	Younger brother	0	0%
9.	Vo Ngoc Du	Father	0	0%
10.	Tran Thi Tham	Mother	0	0%
11.	Hoang Anh Gia Lai JSC	Major shareholder cum related person	563,106,700	79.52%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.1.3 Mr. Doan Nguyen Thu – Member of BOD

- Full name: Doan Nguyen Thu
- Gender: Male
- Year of birth: 1977
- Place of birth: Binh Dinh
- ID Card No.: 230511800
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 143 Tran Phu, Pleiku City, Gia Lai.
- Professional qualification: Bachelor of Economics - HCM City University of Economics, Master of Business Administration - Fullerton University, USA.
- Working experience:
 - 1999 - 2000 Working at Hoang Anh Sai Gon Co., Ltd.
 - 2003 - 2004 Working at Viet May Co., Ltd.
 - 2004 - 2006 Working at Hoang Anh Gia Lai Enterprise
 - 2006 - present: Working at the Group - Hoang Anh Gia Lai JSC
- Current position at HAGL Agrico: Member of BOD
- Positions at other organizations:
 - Chairman of BOD - Hoang Anh Gia Lai Furniture JSC
 - Deputy General Director - Hoang Anh Gia Lai JSC
- Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Nguyen Thi Huynh Le	Wife	0	0%
2.	Doan Nguyen Le Khanh	Daughter	0	0%
3.	Doan Nguyen Khoi	Son	0	0%
4.	Doan Nguyen Le Khanh	Daughter	0	0%
5.	Doan Nguyen Loc	Elder brother	0	0%
6.	Doan Nguyen Duc	Elder brother	0	0%
7.	Doan Thi Nguyen Dung	Elder sister	0	0%
8.	Doan Nguyen Ngon	Elder brother	0	0%
9.	Doan Thi Nguyen Vinh	Elder sister	0	0%
10.	Doan Nguyen Thinh	Elder brother	0	0%
11.	Doan Thi Nguyen Xuan	Elder sister	0	0%
12.	Doan Thi Nguyen Thao	Younger sister	0	0%
13.	Doan Thi Nguyen Nguyen	Younger sister	0	0%
14.	Doan Tien Quyet	Father	0	0%
15.	Nguyen Thi Thom	Mother	0	0%
16.	Hoang Anh Gia Lai JSC	Major shareholder cum related person	563,106,700	79.52%
17.	Hoang Anh Gia Lai Furniture JSC	Related person	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.1.4 Mr. Nguyen Xuan Thang - Member of BOD cum General Director

- Full name: Nguyen Xuan Thang
- Gender: Male
- Year of birth: 1977
- Place of birth: Nam Dinh
- ID Card No.: 230527099
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 118 Nguyen Thai Binh, Iakring Ward, Pleiku City, Gia Lai
- Professional qualification: University – Corporate finance
- Working experience:
 - 1999 - 2000; Working at Coffee 15 Company – 15th Army Corps, Gia Lai Province
 - 2000 - 2003: Working at Hung Binh Co., Ltd., Pleiku City, Gia Lai Province
 - 2003 - 2004: Working at Trung Hieu Co., Ltd., Pleiku City, Gia Lai Province
 - 2004 - 2005: Working at Viettel - Gia Lai
 - 2005 - 2007: Working at Highland Forestry High School
 - 2007 - present: Working at Hoang Anh Gia Lai JSC
- Current position at HAGL Agrico: Member of BOD cum General Director
- Positions at other organizations: Deputy General Director of Hoang Anh Gia Lai JSC
- Number of shares owned and represented: 5.000 shares, representing 0,0007% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 5.000 shares, representing 0,0007% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Phan Thi Thom	Wife	0	0%
2.	Nguyen Thi Xuan Thao	Daughter	0	0%
3.	Nguyen Thi Huyen Chi	Daughter	0	0%
4.	Nguyen Thang Dat	Son	0	0%
5.	Nguyen Thi Thu Thuy	Elder sister	0	0%
6.	Nguyen Thi Kim Thinh	Younger sister	0	0%
7.	Nguyen Xuan Thanh	Father	0	0%
8.	Nguyen Thi Hong	Mother	0	0%
9.	Hoang Anh Gia Lai JSC	Major shareholder cum related person	563,106,700	79.52%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.1.5 Ms. Vo Thi Huyen Lan - Member of BOD

- Full name: Vo Thi Huyen Lan
- Gender: Female
- Year of birth: 1971
- Place of birth: Tien Giang
- ID Card No.: 024334410
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 285/192 Cach Mang Thang 8, District 10, Ho Chi Minh City
- Professional qualification: Bachelor of Economics - HCM City University of Economics, HEC - Paris MBA, Master in Finance - Dauphine University - France
- Working experience:
 - 1996 - 1998: Chief Accountant at Prezioso Company

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- 1998 - 2002: Chief Accountant at Escape Bourbon An Lac (BigC) Vietnam
 - 2002 - 2006: Deputy General Director - Financial Director of BigC Vietnam
 - 2006 - 2013: Member of BOD - Dien Quang Lamp JSC
 - 2010 - present. Member of BOD - Hoang Anh Gia Lai JSC
 - Present:
 - General Director at Jaccar Holdings.
 - Member of BOD – Long Hau JSC cum member of BOD – Hiep Phuoc Industrial Park JSC.
 - Member of BOD – Agrex Saigon Foodstuff JSC.
 - Member of BOD – Au Viet JSC
-
- Current position at HAGL Agrico: Member of BOD
 - Positions at other organizations:
 - General Director – Jaccar Holdings
 - Member of BOD – Long Hau JSC (LHC: HOSE)
 - Member of BOD – Hiep Phuoc Industrial Park JSC
 - Member of BOD – Agrex Saigon Foodstuff JSC
 - Member of BOD – Viet Au JSC
 - Member of BOD Hoang Anh Gia Lai JSC
 - Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
 - Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Ngo Long Binh	Husband	0	0%
2.	Ngo Quy Ha Giang	Daughter	0	0%
3.	Ngo Hoang Khanh Duong	Son	0	0%
4.	Vo Thi Huyen Phuong	Elder sister	0	0%
5.	Vo Thi Huyen Linh	Elder sister	0	0%
6.	Vo Thi Huyen Chau	Younger sister	0	0%
7.	Vo Thi Huyen Tran	Younger sister	0	0%
8.	Vo Van Giai	Father	0	0%
9.	Pham Thi To	Mother	0	0%
10.	Hoang Anh Gia Lai JSC	Major shareholder cum related person	563,106,700	79.52%
11.	Long Hau JSC	Related person	0	0%
12.	Hiep Phuoc Industrial Park JSC	Related person	0	0%
13.	Agrex Saigon Foodstuff JSC	Related person	0	0%
14.	Viet Au JSC	Related person	0	0%
15.	Jaccar Holdings	Related person	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.1.6 Mr. Nguyen Ngoc Anh – Member of BOD

- Full name: Nguyen Ngoc Anh
- Gender: Male
- Year of birth: 1961
- Place of birth: Binh Dinh
- ID Card No.: 230026262
- Nationality: Vietnam
- Ethnic group: Kinh

-
- Permanent address: 367 Truong Chinh, Tra Ba Ward, Pleiku City, Gia Lai
 - Professional qualification: Bachelor of Economics, Mechanical engineer
 - Working experience:
 - 1984 - 1989: Working at Dak Lak Mechanical Factory
 - 1989 - 1993: Working at 17-3 Mechanical Factory in Pleiku City
 - 1995 - 1997: Working at Gia Lai Sugarcane Company
 - 1997 - 2002: Director at Bourbon Gia Lai Sugarcane Factory
 - 2002 - 2007: Deputy General Director at Bourbon Gia Lai Sugarcane Co., Ltd.
 - 2007 - 2009: General Director at Gia Lai Cane Sugar Thermoelectricity JSC
 - 2009 - 2011: Chairman of BOD at Gia Lai Cane Sugar Thermoelectricity JSC cum Deputy General Director at Gia Lai Electricity JSC
 - Present: Director - Hoang Anh Gia Lai Sugarcane JSC
Director - Hoang Anh Attapeu Sugarcane JSC
 - Current position at HAGL Agrico: Member of BOD cum Deputy General Director
 - Positions at other organizations: Director - Hoang Anh Gia Lai Sugarcane JSC
Director - Hoang Anh Attapeu Sugarcane JSC
 - Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
 - Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Nguyen Thi Hieu Thao	Wife	0	0%
2.	Nguyen Thi Hieu Thuong	Daughter	0	0%
3.	Nguyen Quoc An Chinh	Son	0	0%
4.	Nguyen Thi Hieu Thuy	Daughter	0	0%
5.	Nguyen Ngoc Chau	Father	0	0%
6.	Nguyen Thi Dung	Mother	0	0%
7.	Nguyen Thi Hong	Elder sister	0	0%
8.	Nguyen Thi Hiep	Younger sister	0	0%
9.	Nguyen Thi Tuyet	Younger sister	0	0%
10.	Hoang Anh Gia Lai Sugarcane JSC	Related person	0	0%
11.	Hoang Anh Attapeu Sugarcane JSC	Related person	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.1.7 Mr. Nguyen Quan Anh – Member of BOD

- Full name: Nguyen Quan Anh
- Gender: Male
- Year of birth: 1969
- Place of birth: Binh Dinh
- ID Card No.: 230940923
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: Hamlet 2, An Phu Commune, Pleiku City, Gia Lai
- Professional qualification:
- Working experience:
 - 1993 - 2005: Working at Hoang Anh Gia Lai Enterprise, then becoming Director since 2002

- 2006 - 2009: Director - Hoang Anh Gia Lai Export Furniture Company
Director - Gia Lai Mining JSC
- 2010 - June 2012: Deputy General Director - Hoang Anh Gia Lai Mining JSC cum Director - Hoang Anh GL - Kon Tum Mining Co., Ltd.
- September 2013 - present: Current position at HAGL Agrico
- Current position at HAGL Agrico: Member of BOD cum Deputy General Director
- Positions at other organizations: None
- Number of shares owned and represented: 5000 shares, representing 0.0007% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 5000 shares, representing 0.0007% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Ho Thi Viet	Wife	0	0%
2.	Nguyen Thi Le Vi	Daughter	0	0%
3.	Nguyen Trung Nguyen	Son	0	0%
4.	Nguyen Ho Trung Kien	Son	0	0%
5.	Nguyen Hong Phuong	Elder brother	0	0%
6.	Nguyen Van Chan	Elder brother	0	0%
7.	Nguyen Thi Lan	Elder sister	0	0%
8.	Nguyen Thi Can	Elder sister	0	0%
9.	Nguyen Bay	Father	0	0%
10.	Huynh Thi Yen	Mother	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.2 The Board of Management (“BOM”)

12.2.1 Mr. Nguyen Xuan Thang – General Director

Please refer to Item 12.1.4

12.2.2 Mr. Trinh Xuan Nhan – Deputy General Director

-
- Full name: Trinh Xuan Nhan
 - Gender: Male
 - Year of birth: 1960
 - Place of birth: Quang Ngai
 - ID Card No.: 230282812
 - Nationality: Vietnam
 - Ethnic group: Kinh
 - Permanent address: 63B Hung Vuong, Pleiku City, Gia Lai
 - Professional qualification: Bachelor of Economics
 - Working experience:
 - 2010 - April 2015: Working at Hoang Anh Gia Lai Rubber JSC
 - April 2015 - present: Working at Hoang Anh Gia Lai Agricultural JSC (HAGL Agrico)
 - Current position at HAGL Agrico: Deputy General Director
 - Positions at other organizations: None
 - Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
 - Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Nguyen Thi Kim Cuc	Wife	0	0%
2.	Trinh Nu Linh Giang	Daughter	0	0%
3.	Trinh Nu Thi Nguyen	Daughter	0	0%
4.	Trinh Xuan Van	Younger brother	0	0%
5.	Trinh Thi Ngoc Han	Younger sister	0	0%
6.	Trinh Thi Kieu Hanh	Younger sister	0	0%
7.	Trinh Thi Thu Ha	Younger sister	0	0%
8.	Trinh Thi Thanh Hoa	Younger sister	0	0%
9.	Trinh Xuan Anh	Younger brother	0	0%
10.	Trinh Ngan	Father	0	0%
11.	Doan Thi Thoa	Mother	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.2.3 Mr. Phan Thanh Thu - Deputy General Director

- Full name: Phan Thanh Thu
- Gender: Male
- Year of birth: 1963
- Place of birth: Gia Lai
- ID Card No.: 230046771
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 545A Truong Chinh, Chi Lang Ward, Pleiku City, Gia Lai
- Professional qualification: Hue Music Arts
- Working experience:
 - 1984 - 1992: Working at Dam San Art Company
 - 1993 - 2003: Working at Hoang Anh Gia Lai Enterprise

- Present: Member of BOD - Hoang Anh Gia Lai JSC
Director - Hoang Anh Attapeu Agriculture Development Co., Ltd.
- Current position at HAGL Agrico: Deputy General Director
- Positions at other organizations: Member of BOD – Hoang Anh Gia Lai JSC
Director - Hoang Anh Attapeu Agriculture Development Co., Ltd.
- Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Nguyen Thi Hoa	Wife	0	0%
2.	Phan Thi Lieu Thi	Daughter	0	0%
3.	Phan Duy	Son	0	0%
4.	Phan Vu	Elder brother	0	0%
5.	Phan Thanh Hieu	Younger brother	0	0%
6.	Phan Thi Anh Nguyet	Younger sister	0	0%
7.	Phan Thanh Phong	Younger brother	0	0%
8.	Phan Thanh Son	Younger brother	0	0%
9.	Phan Thanh Thuy	Younger sister	0	0%
10.	Phan Thanh Long	Younger brother	0	0%
11.	Phan Bieu	Father	0	0%
12.	Tran Thi Sau	Mother	0	0%
13.	Hoang Anh Gia Lai JSC	Major shareholder cum related person	563,106,700	79.52%
14.	Hoang Anh Attapeu Agriculture Development Co., Ltd.	Related person	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None

-
- Interests contradictory with the Company: None

12.2.4 Mr. Hoang Dinh Quy - Deputy General Director

- Full name: Hoang Dinh Quy
- Gender: Male
- Year of birth: 1963
- Place of birth: Gia Lai
- ID Card No.: 230468424
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 89/48 Nguyen Dinh Chieu, Tay Son Ward, Pleiku City, Gia Lai
- Professional qualification: Bachelor of laws
- Working experience:
 - 1983 - 1987: Joining the army in C6E546-F473 Unit – 12th Army Corps
 - 1988 - 2007: Working at Chu Pah Rubber Co., Ltd.
 - 2008 - present: Director at Hoang Anh Quang Minh Rubber JSC.
- Current position at HAGL Agrico: Deputy General Director
- Positions at other organizations: Director at Hoang Anh Quang Minh Rubber JSC
- Number of shares owned and represented: 1000 shares, representing 0.00014% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 1000 shares, representing 0.00014% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Pham Thi Hong Van	Wife	0	0%
2.	Hoang Dinh Nam	Son	0	0%
3.	Hoang Dinh Hai	Son	0	0%
4.	Hoang Dinh Cuu	Elder brother	0	0%
5.	Hoang Dinh Hong	Elder brother	0	0%
6.	Hoang Khai	Father	0	0%
7.	Tran Thi Chut	Mother	0	0%
8.	Hoang Anh Quang Minh Rubber JSC.	Related person	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.2.5 Mr. Nguyen Ngoc Anh - Deputy General Director

Please refer to Item 12.1.6

12.2.6 Mr. Nguyen Quan Anh - Deputy General Director

Please refer to Item 12.1.7

12.2.7 Ms. Vo Thi My Hanh – Deputy General Director

- Full name: Vo Thi My Hanh
- Gender: Female
- Year of birth: 1977
- Place of birth: Gia Lai
- ID Card No.: 230513786
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 09 Tang Bat Ho, Pleiku City, Gia Lai
- Professional qualification: Bachelor of laws, Bachelor of business administration
- Working experience:

-
- 2001 - 2006: Sales Manager - Hoang Anh Gia Lai Enterprise (2004).
 - 2006 - 2008: Branch Deputy Director - Hoang Anh Gia Lai Furniture JSC - Hoang Anh Gia Lai JSC.
 - 2009: Vice Manager of Planning Investment and Project Department from January to April 2009. Deputy Director of Hoang Anh Gia Lai Hydropower JSC from April 2009.
 - 2009 - present: Deputy Director - Hoang Anh Gia Lai Furniture JSC, then becoming Director since September 2013.
Deputy Director - Hoang Anh Gia Lai Rubber JSC since December 2014.
Deputy Financial Director at Medical University - HAGL Hospital since February 2015.
Secretary of BOD - Hoang Anh Gia Lai JSC
- Current position at HAGL Agrico: Deputy General Director
 - Positions at other organizations:
 - Director - Hoang Anh Gia Lai Furniture JSC
 - Deputy Financial Director at Medical University - HAGL Hospital.
 - Secretary of BOD - Hoang Anh Gia Lai JSC
 - Number of shares owned and represented: 5.000 shares, representing 0,0007% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 5.000 shares, representing 0,0007% of charter capital
 - Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Le Dai Quang	Husband	0	0%
2.	Vo Dinh Phuc	Younger brother	0	0%
3.	Vo Thi Kim Thuy	Younger sister	0	0%
4.	Vo Van Dung	Father	0	0%
5.	Huynh Thi Hong	Mother	0	0%
6.	Hoang Anh Gia Lai Furniture JSC	Related person	0	0%
7.	Medical University - HAGL Hospital.	Related person	0	0%
8.	Hoang Anh Gia Lai Rubber JSC	Related person	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.3 The Board of Supervision (“BOS”)

12.3.1 Mr. Le Hong Phong– Chief of BOS

- Full name: Le Hong Phong
- Gender: Male
- Year of birth: 1980
- Place of birth: Buon Ma Thuot
- ID Card No.: 025268052
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 82F Cuu Long Housing Estate, Ngo Tat To Str., Ward 22, Binh Thanh District, Ho Chi Minh City
- Professional qualification: Bachelor of Economics
- Working experience:
 - 2003 - 2004 Audit Assistant - Sai Gon Financial, Accounting Consulting and Auditing Company (AFC Sai Gon)

- 2004 - 2010 Audit Assistant, and then Team Leader - Auditing and Consulting Co., Ltd. (A&C)
- 2010 - 2011 Internal Controller in charge of finance - Dat Xanh Group
- 2011 - present Vice Manager of Internal Audit Department - Hoang Anh Gia Lai Group
- Current position at HAGL Agrico: Chief of BOS
- Positions at other organizations: Vice Manager of Internal Audit Department - Hoang Anh Gia Lai JSC
- Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Bui Thi Ngoc Anh	Wife	0	0%
2.	Le Hong Ngoc	Daughter	0	0%
3.	Le Phuc Binh	Daughter	0	0%
4.	Le Hong Anh	Elder brother	0	0%
5.	Le Hong Thuy	Father	0	0%
6.	Do Thi Tuyet Nhung	Mother	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

12.3.2 Mr. Pham Ngoc Chau – Member of BOS

- Full name: Pham Ngoc Chau
- Gender: Male
- Year of birth: 1975
- Place of birth: Tay Ninh
- ID Card No.: 025347705

- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 132/20A Tan My, Tan Thuan Tay Ward, District 7, Ho Chi Minh City
- Professional qualification: Bachelor of Economics
- Working experience:
 - 2001 - 2003: Working at Sai Gon Trade and Production Development Corporation (SADACO)
 - 2004 - 2007: Working at Au A Co., Ltd.
 - 2008 - 2012: Working at Hoang Anh Real Estate Administrative Services Corporation
 - 2012 - present: Working at Hoang Anh Gia Lai JSC
- Current position at HAGL Agrico: Member of BOS
- Positions at other organizations: None
- Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Nguyen Thi Thu Lan	Wife	0	0%
2.	Pham Nhat Duy	Son	0	0%
3.	Pham Phuc Duy	Son	0	0%
4.	Pham Van Hung	Elder brother	0	0%
5.	Pham Thi Nhu Hoa	Elder sister	0	0%
6.	Pham Phuong Thao	Younger brother	0	0%
7.	Pham Phuong Nam	Younger brother	0	0%
8.	Pham Van Net	Father	0	0%
9.	Nguyen Thi Canh	Mother	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None

- Interests contradictory with the Company: None

12.3.3 Ms. Dao Dinh Phuong – Member of BOS

- Full name: Dao Dinh Phuong
- Gender: Female
- Year of birth: 1988
- Place of birth: Phu Yen
- ID Card No.: 025 864 361
- Nationality: Vietnam
- Ethnic group: Kinh
- Permanent address: 66/16F Le Hong Phong, Ward 2, District 5, Ho Chi Minh City
- Professional qualification: Master of Economics
- Working experience:
 - 2010 - 2012 Auditing and Consulting Co., Ltd. (A&C)
 - 2013 - present Hoang Anh Gia Lai JSC
- Current position at HAGL Agrico: Member of BOS
- Positions at other organizations: Internal Auditor - Hoang Anh Gia Lai JSC
- Number of shares owned and represented: 0 share, representing 0% of charter capital
 - Number of shares representative of capital of Hoang Anh Gia Lai JSC: 0 share, representing 0% of charter capital
 - Number of shares owned: 0 share, representing 0% of charter capital
- Number of shares of related persons:

STT	Full names	Relationship	Number of shares	Ownership rate of charter capital
1.	Dao Ninh	Father	0	0%
2.	Phan Thi Thuy	Mother	0	0%
3.	Dao Duc Minh	Younger brother	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the: None

Company:

12.4 Chief Accountant

12.4.1 Mr. Do Van Hai – Chief Accountant

- | | |
|---|---|
| - Full name: | Do Van Hai |
| - Gender: | Male |
| - Year of birth: | 1984 |
| - Place of birth: | Gia Lai |
| - ID Card No.: | 230592196 |
| - Nationality: | Vietnam |
| - Ethnic group: | Kinh |
| - Permanent address: | An Loc 1 Building, An Phu Ward, District 2 |
| - Professional qualification: | HCM City University of Economics -
accounting and auditing faculty |
| - Working experience: | |
| ▪ 2006 - 2007: | Working at Branch of Hanoi Company
Profession of Auditing and Accounting Ltd.
(CPA HANOI) |
| ▪ 2007 - 2008: | Working at SCS Global (Vietnam) Co., Ltd. |
| ▪ 2008 - 2015: | Working at Hoang Anh Gia Lai JSC |
| - Current position at HAGL Agrico: | Chief Accountant |
| - Positions at other organizations: | None |
| - Number of shares owned and represented: | 0 share, representing 0% of charter capital |
| ▪ Number of shares representative of capital of
Hoang Anh Gia Lai JSC: | 0 share, representing 0% of charter capital |
| ▪ Number of shares owned: | 0 share, representing 0% of charter capital |
| - Number of shares of related persons: | |

No.	Full names	Relationship	Number of shares	Ownership rate of charter capital
1	Pham Thi Ngoc Linh	Wife	0	0%
2	Do Phan Anh	Son	0	0%
3	Do Van Phong	Elder brother	0	0%
4	Do Thi Bach Tuyet	Elder sister	0	0%
5	Do Van Hoa	Elder brother	0	0%
6	Do Van Thuan	Elder brother	0	0%
7	Do No	Father	0	0%
8	Nguyen Thi Hong Ky	Mother	0	0%

- Liabilities to the Company: None
- Interests related to the listed company: None
- Interests contradictory with the Company: None

13. Assets under the Company's ownership

Table 20: Inventories

Unit: VND thousand

Inventories	31 December 2013	31 December 2014
Finished goods	26,140,286	114,732,141
Merchandises	1,214,122	316,840
Work-in-process	421,770,021	703,075,370
<i>In which:</i>		
<i>Manufacturing activity</i>	209,288,475	346,900,219
<i>Value of apartments under construction for sale</i>	204,631,945	170,579,766
<i>Construction contracts</i>	7,849,601	44,311,866
<i>Beef cattle</i>	-	141,250,534
<i>Service provision</i>	-	32,985
Materials	282,577,717	305,221,847
Tools	65,817,380	17,290,299
TOTAL	797,519,526	1,140,636,497

Source: Audited consolidated financial statements for the year 2014

Table 21: Fixed assets of the Company

Unit: VND thousand

No	Assets	31 December 2013		31 December 2014	
		Historical costs	Net book values	Historical costs	Net book values
1.	Buildings and structures	1,138,850,970	1,079,479,587	1,221,103,529	1,107,872,740
2.	Machinery and equipment	1,066,810,582	994,699,048	1,202,083,826	1,048,256,690
3.	Vehicles	308,661,250	259,813,315	947,311,879	865,963,552
4.	Office equipment	1,193,612	577,552	1,145,439	334,791
5.	Long-lived trees, livestock working and making products	490,754,240	482,407,896	1,135,705,300	1,104,065,107
6.	Other assets	9,195,150	8,048,393	11,870,016	9,386,975
	Total	3,015,465,804	2,825,025,791	4,519,219,989	4,135,879,855

B

Source: Audited consolidated financial statements for the year 2014

In addition to the fixed assets mentioned above, the Company has been granted long-term lease of the land of over 88,000 hectares in total to develop agricultural projects in accordance with the land using purposes assigned with the leasing periods of 50 years in Vietnam, Laos and 70 years in Cambodia by the competent authorities of 3 Indochinese countries. The land leasing contracts in Laos will expire in the period between 2056 and 2061, while the land leasing contracts in Cambodia will expire in the period between 2079 and 2081.

<i>(unit: hectare)</i>	Rubber	Oil palm	Sugarcane	Livestock
Laos	24,563	3,380	6,165	5,080
Cambodia	11,471	26,620		4,600
Vietnam	2,394			3,965
Total	38,428	30,000	6,165	13,645

With a long land leasing period, the Company has many favourable conditions to pursue long-term investment strategy, to grow long-term industrial-agricultural crops, ensuring the stable revenue in the future.

14. Profit and dividend plan in 2015 and 2016

14.1 Plan

Table 22: Profit and dividend plan in 2015 and 2016

No.	Items	Unit	Year 2014	Expectation in 2015		Expectation in 2016	
				Value	(+/-) in comparison with 2014	Value	(+/-) in comparison with 2014
1	Net revenue	VND billion	2,212	6,174	179%	9,685	57%
2	Profit before tax	VND billion	771	1,500	95%	3,100	107%
3	Owner's equity	VND billion	6,868	10,323	50%	13,323	29%
4	Profit before tax / Net sales	%	35%	24%		32%	
5	Profit after tax / Owner's equity	%	11%	17%		25%	
6	Dividend	%	2%	10%		15%	

Source: HAGL Agrico

14.2 Basis of achieving the profit and dividend plans in 2015 and 2016

In addition to the stable profit from sugarcane project since 2013, the Company's revenue and profit growth originates from the following projects:

- The area of rubber trees that can be tapped rises and the tapping productivity is directly proportional to the age of trees. Consequently, the latex outputs of the years 2015 and 2016 are expected to increase by 37% and 189% respectively (equivalent to 9,705 tons and 20,504 tons respectively) respectively in comparison with those of 2014. The current price of rubber latex is quite low without any obvious sign of recovery; thus, the Company has made the business plan of this sector considerably with the proportion of 3% and 6% of the gross profit of the years 2015 and 2016 respectively, based on the assumption that the latex prices range from VND 29 – 30 million/ton.
- The beef cattle raising project developed from 2014 will begin to be exploited in 2015. The Company expects that about 80,000 heads will be consumed in 2015 and the output will be doubled in 2016. With the estimated price of VND 75,000/ kilogram of meat when the cattle reach the weight of 500 kg each, the Company can collect around VND 3,000 billion and 6,000 billion of sales from cattle in the years 2015 and 2016 respectively, equivalent to the proportion of 50% and 63% respectively in the revenue structure. The gross profit of dairy cattle raising sector ranges from 35% to 37%, contributing 54% and 60% to the Company's profit plan of the years 2015 and 2016 respectively. Since the Vietnamese market consumes approximately 1.8 million cattle per year, the supply of the Company is not large and may be absorbed very soon.

- The dairy cattle raising project is developed simultaneously with the beef cattle raising project; however, the number of dairy cattle equals only 10% of the number of beef cattle. Dairy cattle can also make revenue and profit from 2015. According to the plan, dairy cattle will contribute about 7% and 13% of profit in the years 2015 and 2016 respectively.
- The oil palm planting project from 2012 will begin to earn revenue from 2016. However, due to small exploitation area, the proportion of revenue from oil palm is merely 1%.
- The sugarcane section will operate stably with the annual revenue of VND 800 billion and the gross profit margin of 57%.

14.3 Investment plans and projects approved by the Board of Directors and the General Shareholders' Meeting

The Company has finished the cultivation of rubber, sugarcane and oil palm trees according to the plan already reported to the General Shareholders' Meeting of 2015. In 2015 and 2016, the Company will focus on developing the number of cattle with the following expected scope:

- Year 2015: 251,000 beef cattle and 10,700 dairy cattle
- Year 2016: 231,000 beef cattle and 10,000 dairy cattle
- Auxiliary facilities: grassland on existing land, breeding facilities, fodder processing system.

Total cost of buying cattle is around VND 5,000 billion per year. However, the Company can recover capital and make profit after 6 months from the date of importing beef cattle in Vietnam because the Company imports from 16 to 18-month-old cattle to fatten for 6 months, and then supply to the market when they reach 500 – 550 kg in weight.

14.4 Plan of increasing charter capital:

The Company will develop the projects by profit from the current business sectors and loan capital, and has no plan to increase charter capital in the period 2015 – 2016.

15. Evaluation on the profit and dividend plan of advisory organization

As a professional consulting institution, Saigon Securities Inc. has collected information, conducted research and analysis on business activities of Hoang Anh Gia Lai Agricultural Joint Stock Company, as well as the business sectors that the Company is operating.

HAGL Agrico now owns the high-valued assets including a land area of 100,000 hectares fully planted with industrial and agricultural crops which have gradually been in exploitation period, bringing revenue and profit to the Company.

In the cultivation sector, the sugarcane section is now efficient, has high productivity and is able to make stable profit and cash flow for the Company. The rise of area of rubber trees that can be tapped helps the Company improve the cash flows from operating and investing activities, making the Company's profit increase regularly since the tapping area and the productivity of rubber trees will increase in at least the next five (05) years. Similarly to rubber trees, oil palm trees planted since 2012 will also begin to earn profit from 2016. Despite remarkable reduction of

prices of these 3 crops recently, HAGL Agrico may still gain good profit because the Company has reasonable expenses on leasing - buying land, competitive manufacturing costs thanks to the application of modern technology into production, then the Company can get better productivity than the average productivity of all sectors.

From 2015, the Company can make a huge jump in revenue from raising beef and dairy cattle. At first, dairy cattle are raised just on a small scale. The Company focuses on raising beef cattle with the consumption scales in the years 2015 and 2016 of 80,000 and 150,000 heads respectively. The Company buys 16-month-old cattle from Australia to fatten in the farms in Vietnam for 6 to 7 months, and then consumes in local market when they reach 500 kg and over in weight/head. This sector has a high barrier to participation as the companies must meet the standards of Exporter Supply Chain Assurance System (ESCAS), have an adequate land area and financial resources to plant grass, to develop the area for livestock feed as well as readily available and abundant source of water. The Vietnamese market consumes approximately 1.8 million cattle/year, so the increasing supply of HAGL Agrico is not significant and will not cause much effects on the prices of this kind of products. After the importation of cattle in Vietnam, the major concern is feed. With the advantage in cultivation, HAGL Agrico can supply livestock feed to farms at competitive prices, helping reduce the costs of livestock sector and ensure the profitability of livestock projects.

The Company is now in investment period. The annual cash flow gained will be re-invested and used to fulfill the obligations to the debtors as priorities. Therefore, the Company has prudently set the dividend sharing plans for the years 2015 and 2016 at the rates of 10% và 15% of face value respectively and will ask for approval of the above dividend sharing rates in the coming General Shareholders' Meetings.

Note: All the above evaluation is used for reference only, not implying a guarantee of any securities values.

16. Information on the listing registration organization's commitments that are not executed:

The Resolution of the Annual General Shareholders' Meeting of 2015 approved the amendment of some articles of the Company's Charter according to the amended contents of the Enterprise Law of the year 2014 which come into effect from 01 July 2015. Besides, the General Shareholders' Meeting gave the authorization to the BOD to amend and disclose the information that the Company's Charter has been amended according to the contents passed by the General Shareholders' Meeting. The amended contents will take effect from 01 July 2015.

17. All information, all conflicts and lawsuits involved in the Company that may influence on listing securities price:

None.

V. SHARES LISTED

1. Type of share:

❖ Type of share: Ordinary share

2. Par value of share:

❖ Par value: VND 10,000 /share

3. Total number of shares listed:

❖ Total number of shares listed: 708,143,895 shares

4. Number of shares limited to be transferred:

❖ Number of shares limited to be transferred in accordance with law: **563,122,700 shares**. 100% of these shares are committed to be held for 6 months after the listing date and 50% of these shares are committed to be held for 6 subsequent months, including:

- Number of shares held by the Board of Directors : 10,000 shares;
- Number of shares held by the Board of Supervision : 0 share;
- Number of shares held by the Board of Management: 6,000 shares;
- Number of shares held by the Financial Director : 0 share;
- Number of shares held by the Chief Accountant : 0 share; and
- Number of shares held by major shareholders who are related to members of the Board of Directors, the Board of Management, the Board of Supervision : 563,106,700 shares.

❖ List of the Company's shareholders being members of the Board of Directors, the Board of Management, the Board of Supervision, the Financial Director, the Chief Accountant and major shareholders being related persons:

No.	Full names	Position	Number of shares held	ID Card/ Business registration certificate No.
I Board of Directors ("BOD")				
1.	Mr. Doan Nguyen Duc	Chairman of BOD	-	230046495
2.	Mr. Vo Truong Son	Member of BOD	-	024786987
3.	Mr. Doan Nguyen Thu	Member of BOD	-	230511800
4.	Mr. Nguyen Xuan Thang	Member of BOD	5.000	230527099
5.	Ms. Vo Thi Huyen Lan	Member of BOD	-	024334410
6.	Mr. Nguyen Ngoc Anh	Member of BOD	-	230026262
7.	Mr. Nguyen Quan Anh	Member of BOD	5.000	230940923
II Board of Management ("BOM")				
1.	Mr. Nguyen Xuan Thang	General Director	See Item I.4	230527099
2.	Mr. Trinh Xuan Nhan	Deputy General Director	-	230282812

No.	Full names	Position	Number of shares held	ID Card/ Business registration certificate No.
3.	Mr. Phan Thanh Thu	Deputy General Director	-	230046771
4.	Mr. Hoang Dinh Quy	Deputy General Director	1,000	230468424
5.	Mr. Nguyen Ngoc Anh	Deputy General Director	-	230026262
6.	Mr. Nguyen Quan Anh	Deputy General Director	See Item I.7	230940923
7.	Ms. Vo Thi My Hanh	Deputy General Director	5,000	230513786
III Board of Supervision (“BOS”)				
8.	Mr. Le Hong Phong	Chief of the Board	-	025268052
9.	Mr. Pham Ngoc Chau	Member of BOS	-	025347705
10.	Ms. Dao Dinh Phuong	Member of BOS	-	025864361
IV Chief Accountant				
11.	Mr. Do Van Hai	Chief Accountant	-	230592196
V Major shareholders being persons related to Members of BOD, BOM, BOS				
12.	Hoang Anh Gia Lai JSC	Major shareholders	563,106,700	5900377720

Source: HAGL Agrico

5. Pricing method

Reference price of shares of HAGL AGRICO is calculated based on the comparison between the ratios of the Company and those of other companies listed on Ho Chi Minh City Stock Exchange (“HSX”). The comparative ratios:

- Price/Earnings Ratio (P/E); and
- Price-to-Book Ratio (P/B).

Note: This is only 2 of the pricing methods that investors can refer to. In addition, price of shares of HAGL AGRICO may depend on the supply and demand of the market.

Information on P/E and P/B ratios of shares listed on HSX at the end of the trading session on 8 July 2015 according to the statistics of SSI:

- Average P/E: 13.9
- Average P/B: 2.7

5.1 Price/Earnings Ratio (P/E) comparison method

P/E ratio is calculated, based on the market price of shares and earning per share (“EPS”) of listed companies. And then:

Value of shares of HAGL AGRICO = Average P/E x EPS (HAGL Agrico)

The company’s estimated profit as in the plan of 2015 is around VND 1,500 billion. The total outstanding shares is 708,143,895. Estimated EPS of the year 2015 of HAGL Agrico is VND 2,118 /share;

Average P/E ratio of shares listed on HSX is 13,9 time. Estimated price of shares of HAGL AGRICO in line with P/E comparison method is calculated as follows:

$$\begin{aligned}
 \text{Estimated listed price} &= \text{Adjusted average P/E x EPS of the year 2015 of HAGL AGRICO} \\
 &= 13.9 \times 2,118 \\
 &= \text{VND 29,440/ share}
 \end{aligned}$$

5.2 Price-to-Book Ratio (P/B or PB) comparison method:

- Book value of the Company’s share is calculated as follows:

$$\text{Book value of 01 share} = \frac{\text{Total assets} - (\text{Intangible assets} + \text{Debt})}{\text{Total outstanding shares}}$$

- Book value of 01 share of HAGL AGRICO in specific time is as follows:

Items	Unit	31 December 2012	31 December 2013	31 December 2014	31 December 2015 (as planned)
Total assets – (Intangible assets + Debts)	VND million	5.268.021	6.203.669	6.847.610	10.323.000
Total outstanding shares	million shares	365	399	399	708
Book value of 01 share	VND/share	14.445	15.545	17.159	14.578

Value of shares of HAGL AGRICO = Average P/B x Book value (HAGL Agrico)

Average P/B ratio of shares listed on HSX is 2,7 time. Estimated price of shares of HAGL AGRICO in line with P/B comparison method is calculated as follows:

Estimated listed price = Average P/B x Book value
= 2.7 x 14,578
= **VND 39,360 /share**

5.3 Summary of reference price of shares of HAGL AGRICO:

Method/Ratio used	Value (VND/share)	Proportion	Corresponding price (VND/share)
P/E	29,440	50%	14,720
Book value	39,360	50%	19,680
Total			34,400

With the 2 pricing methods mentioned above, the fair value of each share of HAGL Agrico ranges from VND 29,440 to VND 39,360.

In summary of 2 comparison methods, with the proportion of 50% per method, the fair value of each share of HAGL Agrico in comparison with the shares listed on HSX is VND 34,400.

However, since the cultivation and livestock sectors are quite new among current sectors of other listed companies, the BOD has prudently decided the price in the first trading day of shares of Hoang Anh Gia Lai Agricultural Joint Stock Company of VND 28,000/share.

6. Share holding limit applicable to foreign investors

The Company's Charter does not provide the share holding limit applicable to foreign investors. Foreign investors are allowed to purchase the Company's shares in accordance with the regulation of Investment Law and other guiding documents;

The holding rates applicable to foreign investors are in compliance with the Decision No. 55/2009/QĐ-TTg dated 15 April 2009 of the Prime Minister on holding rates of foreign investors on the Vietnamese securities market, which stipulates that foreign investors that purchase and sell securities on the Vietnamese securities market are allowed to hold up to 49% of total number of shares of a public joint-stock company. As soon as the Company's shares are listed on HOSE, foreign shareholders may purchase and sell shares in compliance with the prevailing regulation of Vietnamese law;

At present, the foreign holding rate in the Company is 0,73% of charter capital.

7. Types of taxes involved

7.1 For the Company

a. Corporate income tax

The Company is responsible to pay corporate income tax at the rate of 22% on taxable income. According to the Decree No. 218/2013/NĐ-CP dated 26 December 2013 of the Government, the organizations subject to the tax rate of 22% shall be subject to the tax rate of 20%.

The Company's subsidiaries in Lao People's Democratic Republic and Kingdom of Cambodia are responsible to pay corporate income tax at the rates of 24% and 20% on taxable incomes respectively. These subsidiaries can enjoy corporate income tax exemption and reduction according to their relevant Business Registration Certificates, Investment Licenses and prevailing tax laws.

The tax reports of the Company and its subsidiaries will be assessed by the tax authority. Since the applications of tax laws and regulations on various types of transactions can be explained in many different ways, the tax amounts shown in the consolidated financial statements may be changed in line with the final decision of the tax authority.

Current income tax is the tax amount computed based on the taxable income of the current year. Taxable income is different from the income specified in the Consolidated Income Statement because taxable income does not include the items of taxable incomes or deductible expenses for tax calculation purpose in other years and does not include the items of non-taxable incomes or non-deductible expenses for tax calculation purpose. Current income tax of the Company and its subsidiaries is computed based on the tax rates stipulated until the balance sheet date.

b. Value added tax (VAT):

VAT has been applied to the Company's operation in accordance with the regulation of *the Law on VAT 2008 and the Law on amendment and supplementation of some articles of the Law on VAT 2013* and guiding documents.

The Company is responsible to pay VAT at the rate of 10%.

c. Corporate income tax incentives

Due to its operation in agricultural sector, the Company can enjoy the following corporate income tax incentives:

- Rubber:
 - i. *Hoang Anh Attapeu Agriculture Development Co., Ltd.: is exempted from corporate income tax from 2014 to 2019, and will have to pay corporate income tax at the rate of 10% from 2020.*
 - ii. *Hoang Anh - Quang Minh Rubber Industrial & Agricultural Co., Ltd.: has to pay corporate income tax at the rate of 20%.*
 - iii. *Business co-operation: is exempted from corporate income tax from 2014 to 2019, and will have to pay corporate income tax at the rate of 10% from 2020.*
 - iv. *Companies planting rubber trees in Rattanakiri: have to pay corporate income tax at the rates of 0% until 2018 and 20% from 2019*

- Sugarcane: The corporate income tax rate of 0% is applied until 2018 and 10% is applied from 2019
- Oil palm: The corporate income tax rate of 0% is applied until 2020 and 10% is applied from 2021.
- Beef cattle: The corporate income tax rate of 0% is applied until 2018. The tax rates applied in the following years will depend on those applied in each area where HAGL Agrico develops cattle raising projects, i.e. 20% in Vietnam, 24% in Laos and 20% in Cambodia, which may be changeable from time to time in compliance with the law and regulation at specific time.
- Dairy cattle: The corporate income tax rate of 0% is applied until 2019 and 20% is applied from.

7.2 For investors

a. Individual investors

- Income from securities transfer:

For local investors: Income from securities transfer is subject to the personal income tax rate of 20% on the annual taxable income during the year or of 0.1% of the securities transfer price upon each time of transfer. The application of the tax rate of 20% on the annual taxable income must satisfy the conditions as guided in Section 4a, Article 2, Circular No. 111/2013/TT-BTC dated 27 June 2013 of the Minister of Finance guiding the Law on Personal Income Tax and pursuant to Section 5, Article 16, Circular No. 156/2013/TT-BTC dated 6 November 2013 of the Minister of Finance guiding some articles of the Law on Tax Administration; the Law on the amendments to the Law on Tax Administration, income from securities transfer is subject to the personal income tax rate of 20% on the annual taxable income during the year or of 0.1% of the securities transfer price upon each time of transfer as for resident individuals.

For foreign investors: Income from securities transfer is subject to the personal income tax rate of 0.1% on the total income from the transfer.

- Income from dividends:

Also pursuant to the Circular No. 111/2013/TT-BTC, income from dividends is considered taxable income subject to the personal income tax rate of 5% according to the Whole Personal Income Tax Tariff.

In case that the investors receive dividends in cash, the personal income tax will be calculated as dividends upon each time of distribution multiplied by the rate of 5%. In case of receiving dividends in stocks or bonus stocks, the investors are not required to pay personal income tax when receiving stocks, but shall fulfil this tax obligation when transferring those stocks at the rate similar to that specified in the securities transfer case.

b. Organization investors

- Income from securities transfer:

Local organization: Pursuant to the Law on Corporate Income Tax No. 14/2008/QH12 dated 03 June 2008 and the Law No. 32/2013/QH13 dated 19 June 2013 amending and supplementing some articles of the Law on Corporate Income Tax No. 14/2008/QH12, the incomes from the transfer of capital, transfer of securities are other incomes which will be subject to the corporate income tax rate of 22%.

As for foreign enterprises, organizations doing business in Vietnam and not complying with the Enterprise Law, Investment Law, income from securities transfer is subject to the corporate income tax rate of 0.1% on taxable income.
- Income from dividends: exempted from corporate income tax pursuant to Section 6, Article 4 of the Law on Corporate Income Tax 2008.

VI. PARTIES INVOLVED IN THE LISTING

1. Listed organization

HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY

Head office: 15 Truong Chinh, Phu Dong Ward, Pleiku City, Gia Lai Province

Tel.: 84 59 2222285

Fax: 84 59 2222218

Website: haagrico.com.vn

2. Advisory organization

SAIGON SECURITIES INCORPORATION (SSI)

Head office

Address: 72 Nguyen Hue, Ben Nghe Ward, District 1, Ho Chi Minh City

Tel.: (84.8) 3824 2897

Fax: (84.8) 3824 2997

Email: ssi@ssi.com.vn

Website: www.ssi.com.vn

Nguyen Cong Tru Branch

Address: 92-98 Nguyen Cong Tru, Nguyen Thai Binh Ward, District 1, Ho Chi Minh City

Tel.: (84.8) 3821 8567

Fax: (84.8) 3291 0590

Vung Tau Branch

Address: No. 04 Le Loi, Vung Tau City

Tel.: (84.64) 3521 906

Fax: (84.31) 3521 907

Nha Trang Branch

Address: 50 Le Thanh Phuong, Nha Trang City

Tel.: (84.58) 3816 969

Fax: (84.58) 3816 968

Ha Noi Branch

Address: 1C Ngo Quyen, Hoan Kiem District, Ha Noi City.

Tel.: (84.4) 3936 6321

Fax: (84.4) 3936 6311

Tran Binh Trong Branch

Address: 25 Tran Binh Trong, Hoan Kiem District, Ha Noi City.

Tel.: (84.4) 3942 6718 Fax: (84.4) 3942 6719

My Dinh Branch

Address: Floor G, The Manor Building, My Dinh, Me Tri, Tu Liem, Ha Noi City

Tel.: (84.4) 3794 6699 Fax: (84.4) 3794 6677

Hai Phong Branch

Address: 22 Ly Tu Trong, Hong Bang District, Hai Phong City

Tel.: (84.31) 3569 123 Fax: (84.31) 3569 130

3. Auditing organization:

Ernst & Young Vietnam Ltd.

Address: Floor 28 - Bitexco Financial Tower, No. 2 Hai Trieu, District 1, Ho Chi Minh City

Tel.: (84.8) 3824 5252 Fax: (84.8) 3824 5250

Email: eyhcmc@vn.ey.com Website: www.ey.com

VII. APPENDICES

Appendix 1: The latest Business Registration Certificate

Appendix 2: Resolution of General Shareholders' Meeting approving the listing

Appendix 3: Charter of Hoang Anh Gia Lai Agricultural Joint Stock Company

Appendix 4: Audited separate and consolidated financial statements for the year 2013

Appendix 5: Audited separate and consolidated financial statements for the year 2014

Appendix 6: Consolidated financial statements for the 1st quarter of 2015

Appendix 7: Other legal documents

Gia Lai, (date) (month) 2015

REPRESENTATIVE OF LISTED ORGANIZATION
HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY

DOAN NGUYEN DUC
Chairman of the Board of Directors

NGUYEN XUAN THANG
General Director

DO VAN HAI
Chief Accountant

LE HONG PHONG
**Chief of Board of
Supervision**

**REPRESENTATIVE OF CONSULTING PARTY
SAIGON SECURITIES INCORPORATION (SSI)**

**NGUYEN THI HUONG GIANG
Director - Southern Region of Investment Banking Service**