

Code	HNG
Company name	Hoang Anh Gia Lai Agricultural Joint Stock Company
Date	09/19/2017
Subject	Notice of written resolution of general meeting of shareholders

Content:

Hoang Anh Gia Lai Agricultural Joint Stock Company announces the written resolution of general meeting of shareholders dated September 19, 2017 as follows:

Article 1: To approve not to implement the private placement for debt swap under the written resolution of general meeting of shareholders dated June 07, 2017.

Article 2 To approve a plan for private placement in 2017 as follows:

1. Number of shares:

- Number of shares for private placement: 30,000,000 shares
- Number of shares to be issued via private placement for debt swap: 119,700,000 shares
➔ Total: 149,700,000 shares

2. Plan for stock offering:

2.1. Plan for private placement and plan for capital allocation:

- Stock type: common stock
- Par value: VND10,000/share
- Number of shares for private placement: 30,000,000 shares (3.91% of outstanding shares)
- Offering price: VND10,000/share
- Total offering value: VND300,000,000.
- Restriction period: 01 year from the ending date of private placement and under the laws.
- The shares refused to buy will be offered to other objects by the Board of Directors.
- Time of implementation: in 2017.
- The expected proceeds from private placement (VND300 billion) will be used to pay financial obligations and raise the working capital of the Company. The Board of Directors was authorized to make plans for capital allocation.

2.2. Plan for private placement for debt swap:

- Stock type: common stock
- Par value: VND10,000/share
- Number of outstanding shares: 767,143,895 shares
- Number of shares to be issued: 119,700,000 shares (15.6% of outstanding shares)
- Purpose: to swap debts
- Offering price: VND10,000/share, equivalent to 1:10,000 (01 share – 10,000 dongs of debt)
- Restriction period: 01 year from the ending date of private placement and under the laws.
- The fractional shares (if any) will be cancelled.
- List of investors in this private placement:

Investor	Debt balance at 07/31/2017 (dong)	Value of debts to be swapped (dong)	Number of shares to be issued (share)
Hung Thang Loi Gia Lai JSC	512,091,300,000	500,000,000,000	50,000,000
Nguyen Thanh Quang	232,335,000,000	232,335,000,000	23,233,500
Nguyen Manh Hung	232,330,000,000	232,330,000,000	23,233,000
Vu Thi Thuy Huong	232,335,000,000	232,335,000,000	23,233,500
Total	1,209,091,300,000	1,197,000,000,000	119,700,000

- Time of implementation: in 2017.

3. To approve other relating issues:

- The expected share capital after issuance:
 - Share capital before issuance: 7,671,438,950,000 dongs
 - Increase amount: 1,497,000,000,000 dongs
 - Share capital after issuance: 9,168,438,950,000 dongs

- All of 149,700,000 shares to be issued via private placement 2017 will be listed after completing the issuance.