

Code HNG
Company name Hoang Anh Gia Lai Agricultural Joint Stock Company
Date 09/22/2017
Subject Board resolution on private placements

Content:

Hoang Anh Gia Lai Agricultural Joint Stock Company announces the Board resolution dated September 22, 2017. Accordingly, the Board approved implement the plans for private placements in 2017 as follows:

1. To implement the plan for private placement and the use of funds:
 - Number of shares for private placement: 30,000,000 shares
 - Issue price: VND10,000/share
 - Issue date: after the State Securities Commission approves the offering document by HNG.
 - Payment method: by transfer
 - List of investors in private placement:

No.	Full name	Number of shares to be offered	Compared to the number of outstanding shares	Owning ratio before private placement	Owning ratio after private placement (expected)
1	Tran Tien Thanh	10,000,000	1.3%	0	1.25%
2	Nguyen Hoang Vu	5,000,000	0.65%	0	0.63%
3	Nguyen The Nghia	5,000,000	0.65%	0	0.63%
4	Nguyen Trung	5,000,000	0.65%	0	0.63%
5	Nguyen Canh Phuc	5,000,000	0.65%	0	0.63%
	Total	30,000,000	3.91%	0%	3.76%

- Plan for the use of funds:

No.	Item	Expected amount (VND)	The use value from the proceeds (VND)	Expected time of implementation
1	Financial obligation	121,800,000,000	74,400,000,000	In Quarter

				4/2017 and in 2018
2	Working capital	660,000,000,000	225,600,000,000	In Quarter 4/2017 and in 2018
	Total	781,800,000,000	300,000,000,000	

2. To implement the plan for private placement for debt swap:

- Number of shares to be issued via private placement for debt swap: 119,700,000 shares
- Issue price: VND10,000/share. Conversion ratio: 1:10,000 (01 share – 10,000 dong of debt)
- Distribution method: the issuer will directly distribute shares to investors.
- The distributed shares will be rounded down. The fractional parts (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.