

RESOLUTION
THE BOARD OF DIRECTORS
NAFOODS GROUP JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises of the Socialist Republic of Vietnam;
- Pursuant to the Charter of Nafoods Group Joint Stock Company (the “Company”);
- Pursuant to the Meeting Minutes of the Board of Directors No. 05B/2020/NQ-HĐQT dated 26/03/2020,

RESOLVED:

Article 1. Approving the term loan of principal amount of USD 5 million granted by Finnish Fund For Industrial Cooperation Ltd (“Finnfund”) (the “Facility”).

Article 2. Approving the Company to use present and future assets of the Company and/or of the third parties as the security assets to secure for Company’s obligations under or in connection with the Facility and documents related to the Facility, including but not limited to:

- (i) Shares in Nafoods Dry Products Joint Stock Company (the “SubCo”) held by the Company and other shareholders of the SubCo; and
- (ii) Movable assets, account receivables and insurance proceeds of the SubCo.

Article 3. Approving the guarantee granted by Nafoods Southern Joint Stock Company (the “Guarantor”) to secure for Company’s obligations under or in connection with the Facility and documents related to the Facility.

Article 4. Approving the terms of, and the transactions contemplated by, the documents related to the Facility to which the Company is a party (the “Finance Documents”) and resolving that it execute, deliver and perform the Finance Documents to which the Company and Finnfund are parties, including but not limited to:

- (i) the term loan agreement between the Company as the borrower, together with the SubCo and the Guarantor as the obligors and Finnfund as the lender; and
- (ii) the mortgage agreement for shares in the SubCo held by the Company and other shareholders of the Company as the mortgagors and Finnfund as the mortgagee.

Article 5. Approving any transactions contemplated from time to time in connection with Article (1) to (4) above.

Article 6. Approving the authorisation to Mr. Nguyen Manh Hung – the legal representative of the Company, on behalf of the Company, to sign and execute the Finance Documents and all other documents and notices to be signed and executed by it related to the Finance Documents as follows:

- (i) in his capacity as the legal representative of the Company, represents and acts on behalf of the Company, including but not limited to negotiating and working with Finnfund, competent authorities, and related parties on all matters relating the Finance Documents in accordance with the laws;
- (ii) on behalf of the Company, is authorized to sign and execute the Finance Documents and all other relevant agreements (including their amendments and supplements), documents and payment instructions for carrying out this task;
- (iii) may delegate such powers to another person of the Company to perform these tasks and be fully responsible to the Board of Directors in accordance with the laws.

Article 7. This Resolution takes effective from signing date. Board of Directors, Board of Management, and other relevant individuals and departments are responsible for implementation of this Resolution.

Recipients:

- *As Article 7;*
- *Board members, SB, BOM;*
- *For archives.*

ON BEHALF OF BOARD OF DIRECTORS

CHAIRMAN



NGUYEN MANH HUNG