

Code	HNG
Company name	Hoang Anh Gia Lai Agricultural Joint Stock Company
Date	06/07/2021
Subject	Resolution of Annual General Meeting 2021

Content:

Hoang Anh Gia Lai Agricultural Joint Stock Company announces the resolution of Annual General Meeting 2021, which was convened on June 04, 2021, as follows:

Article 1: Approving the report on business performance in 2020.

- Total investment: 1,474 billion dongs
- Net revenue in 2020: 2,375 billion dongs
- Profit after tax in 2020: 21 billion dongs

Article 2: Approving business plan for 2021.

- Net revenue in 2021: 1,465 billion dongs
- Estimated loss in 2021: 84 billion dongs
- Total investment: 1,024 billion dongs

Article 3: Approving the profit distribution plan, the remuneration of the Board of Directors, the Board of Supervisors, the Company Secretary in 2021.

- Estimated loss in 2021: 84 billion dongs
- Profit distribution plan in 2021: none
- Remuneration of the board of directors, the board of supervisors, the company secretary in 2021: authorizing the Board of Directors.

Article 4: Approving the audited financial statements in 2020.

Article 5: Approving the report of the Board of Directors.

Article 6: Approving the report of the Board of Supervisors.

Article 7: Approving the selection of audit firm for auditing the listed company's financial statements in 2021.

Article 8: Approving agreements, transactions with related parties..

Article 9: Approving a private placement of shares.

- Purpose of private placement: issuing shares via private placement in order to swap debts with Truong Hai Agriculture Joint Stock Company; and pay short-term and long-term payables to banks, suppliers, related parties, etc.
- Plan for private placement:
 - Stock name: Stock of Hoang Anh Gia Lai Agricultural Joint Stock Company
 - Stock type: common stock
 - Par value: 10,000 dongs/share
 - Estimated issue volume: 741,446,105 shares
 - Of which:
 - ✓ Issuing shares for debt swap: 550,000,000 shares
 - ✓ Issuing shares for paying short-term and long-term payables: 191,446,105 shares
 - Estimated issue value at par value: 7,414,461,050,000 dongs
 - Estimated issue value at issue price: 7,414,461,050,000 dongs
 - Issue method: private placement

The detailed plans:

1. Issuing shares for debt swap
 - Stock name: Stock of Hoang Anh Gia Lai Agricultural Joint Stock Company
 - Stock type: common stock
 - Par value: 10,000 dongs/share
 - Purpose of offering: for debt swap
 - Estimated issue volume: 550,000,000 shares
 - List of creditors: Truong Hai Agriculture Joint Stock Company (THAGRICO)
 - Debt value need to be swapped: 5,500,000,000,000 dongs (87.65% of total debts with THAGRICO)
 - Swap ratio and issue price: Swap ratio: 10,000 dongs: 01 share
 - Distribution method: direct distribution to the creditor
2. Issuing shares for paying short-term and long-term payables
 - Stock name: Stock of Hoang Anh Gia Lai Agricultural Joint Stock Company

- Stock type: common stock
- Par value: 10,000 dongs/share
- Estimated issue volume: 191,446,105 shares
- Offering price: 10,000 dongs/share
- Distribution method: direct distribution to professional investors
- Number of investors: 01 investor
- List of investors: Truong Hai Agriculture Joint Stock Company (THAGRICO)

Article 10: Approving the amendment to the Company's Charter.

Article 11: Approving the regulations on the Board of Supervisors' organization.

Article 12: Approving the regulations on the Board of Directors' organization.

Article 13: Approving the internal regulations on corporate governance

Article 14: Authorizing the Board of Directors to implement the issues above.

Article 15: This resolution shall take effect from the date of signing.