

No: 2403/17/NQ-HĐQT HAGL Agrico

RESOLUTION**Re: Postponement of asking shareholder's opinion in writing
Hoang Anh Gia Lai Agricultural Joint Stock Company****BOARD OF DIRECTORS****HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises passed by National Assembly on 26 November 2014;
- Pursuant to the Charter of Hoang Anh Gia Lai Agricultural Joint Stock Company ("the Company") passed by the General Meeting of Shareholders on 15 September 2016;
- Pursuant to the Resolution of the Board of Directors No.2002/17/NQ-HĐQT HAGL Agrico dated 20 February 2017 for the record date;
- Pursuant to the Minutes of the Board of Directors on 24 March 2017.

RESOLUTION**ARTICLE 1: APPROVAL OF POSTPONEMENT OF ASKING SHAREHOLDER'S OPINION IN WRITING**

Postponement of asking shareholder's opinion in writing as per the shareholder list on 10 March 2017.

Reason: The Board of Directors would like to submit the method of private placement of shares for debt swap and ask shareholder's opinion in direct instead of in writing in the Annual General Meeting of Shareholders in 2017.

ARTICLE 2: VALIDITY AND EXECUTION

This resolution comes into effect from the date of signing. The members of the Board of Directors, the Board of Management and the relevant departments are responsible for implementing this resolution.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN****Recipient:**

- As article 2;
- Member of the BOD;
- The Board of Supervisors;
- Filed in Legal Department.

*(Signed and Sealed)***DOAN NGUYEN DUC**