

CORPORATE GOVERNANCE REPORT THE FIRST SIX MONTHS OF 2015

To: - **The State Securities Commission**

- **Ho Chi Minh City Stock Exchange**

- Name of the public company: **Hoang Anh Gia Lai Agricultural Joint Stock Company**
- Address: 15 Truong Chinh, Phu Dong Ward, Pleiku City, Gia Lai Province
- Tel: 059.2222285 Fax: 059.2222218
- Charter capital: VND7,081,438,950,000
- Stock code: HNG

I. Board of Director's Activities (BOD)

1. Meetings of BOD:

In the first 6 months of 2015, the Board of Directors of Hoang Anh Gia Lai Agricultural Joint Stock Company held 6 meetings on the following contents:

- 1st meeting: 18 April 2015, appointing the titles of Director and Deputy Director and dismissing Director and Deputy Director of the Company.
- 2nd meeting: 01 May 2015, approving the issue concerning the registration of securities;
- 3rd meeting: 07 May 2015, approving the list of employees allocated privately placed shares in the issuance under the Resolution of the Extraordinary General Meeting of Shareholders on 06 April 2015;
- 4th meeting: 15 June 2015, approving the promulgation of the Regulation on Announcement of the Company Information;
- 5th meeting: 17 June 2015, approving the promulgation of the Corporate Governance Regulations;
- 6th meeting: 18 June 2015, approving the issues concerning the Company's documents of share listing registration.

Attendees:

No	Members of BOD	Position	Attendance	Reasons for not attending
1	Mr.Doan Nguyen Duc	Chairman	06	
2	Mr.Vo Truong Son	Member	06	
3	Mr. Doan Nguyen Thu	Member	06	
4	Mr. Nguyen Xuan Thang	Member	06	
5	Ms. Vo Thi Huyen Lan	Member	06	
6	Mr. Nguyen Ngoc Anh	Member	06	
7	Mr. Nguyen Quan Anh	Member	06	

2. Monitoring activities of the Board of Directors to the Board of Management

In the first 6 months of 2015, BOD made the direction and supervision of the activities of the Board of Management in the following tasks:

- Inaugurating and handing over the Attapeu International Airport to the Government of Lao PDR, with a total investment cost of over USD 36 million;
- Organizing a site visit to the Company's projects in Laos, Cambodia and Vietnam with the participation of over 60 investors, representatives of the investment fund organizations, securities companies and mass media agencies.
- Implementing the listing of 708,143,895 shares on Ho Chi Minh Stock Exchange with HNG as stock code;
- Implementing the required tasks to put the Animal feed analysis laboratory under the Experiment and Analysis Center into operation in 3rd quarter.

II. BOD resolutions

No	Resolution No.	Date	Contents
1	1804/15/NQHĐQT-HAGL Agrico	18 Apr 2015	Appointing and Dismissing the Director and Vice Director
2	0105/15/NQHĐQT-HAGL Agrico	01 May 2015	Approving the issue referring to the registration of securities
3	0705/15/NQHĐQT-NNHAGL	07 May 2015	Approving the list of employees privately placed shares in the issuance under the Resolution of the Extraordinary General Meeting of Shareholders on 06 April 2015

No	Resolution No.	Date	Contents
4	1506/15/NQHĐQT-HAGL Agrico	15 June 2015	Approving the promulgation of the Regulation on Announcement of the Company Information
5	1706/15/NQHĐQT-HAGL Agrico	17 June 2015	Approving the promulgation of Corporate Governance Regulations
6	1806/15/NQHĐQT-HAGL Agrico	18 June 2015	Approving the issues concerning the Company's documents of share listing registration.

III. Change in the list of the Company's related people under section 34 of Article 6 of the Law on Securities:

No	Name	Position	ID Number	Date of Issue	Place of Issue	Address	Time of becoming related individual	Time of no longer being related individual	Reason
1	Vo Truong Son	Member of BOD					4 April 2015		Appointed at AGM on 04 Apr 2015
2	Doan Nguyen Thu	Member of BOD					4 April 2015		Appointed at AGM on 4 April 2015
3	Vo Thi Huyen Lan	Member of BOD					4 April 2015		Appointed at AGM on 4 April 2015
4	Nguyen Ngoc Anh	Member of BOD, cum Deputy Director					4 April 2015		Appointed at AGM on 4 April 2015, cum Deputy Director
5	Nguyen Quan Anh	Member of BOD, cum Deputy Director					4 April 2015		Appointed at AGM on 4 April 2015, cum Deputy Director
6	Nguyen Xuan Thang	Director					19 Apr 2015		Appointed as Director
7	Hoang Dinh Quy	Deputy Director					19 Apr 2015		Appointed as Deputy Director

No	Name	Position	ID Number	Date of Issue	Place of Issue	Address	Time of becoming related individual	Time of no longer being related individual	Reason
8	Vo Thi My Hanh	Deputy Director					19 Apr 2015		Appointed as Deputy Director
9	Le Hong Phong	Chief Supervisor					4 April 2015		Appointed at AGM on 4 April 15
10	Pham Ngoc Chau	Member of Supervision Board					4 April 2015		Appointed at AGM on 4 April 15
11	Dao Dinh Phuong	Member of Supervision Board					4 April 2015		Appointed at AGM on 4 April 15
12	Do Van Hai	Chief Accountant					19 May 2015		Appointed as Chief Accountant
13	Nguyen Van Su						15 June 2010	4 April 2015	Resigned as Member of BOD
14	Nguyen Van Minh						15 June 2010	4 April 2015	Resigned as Member of BOD
15	Truong Ngoc Thanh						15 June 2010	4 April 2015	Resigned as Member of BOD
16	Tran Quoc Huy						15 June 2010	4 April 2015	Resigned as Member of BOD
17	Vo Nguyen Cong Buu						01 June 2010	18 Apr 2015	Resigned as Deputy Director

No	Name	Position	ID Number	Date of Issue	Place of Issue	Address	Time of becoming related individual	Time of no longer being related individual	Reason
18	Mai Dinh Hong						13 Apr 2011	18 Apr 2015	Resigned as Deputy Director
19	Ho Thi Tuyet Loan						01 Mar 2013	19 Apr 2015	Dismissed as Chief Accountant
20	Do Van Hai						15 June 2010	4 April 2015	End of term of Chief Supervisor
21	Truong Thi My Nguyet						15 June 2010	4 April 2015	End of term of Member of Supervisory committee
22	Nguyen Thi Lan Hong						15 June 2010	4 April 2015	End of term of Member of Supervisory committee

IV. Transtraction of insiders and related persons:

1. The list of insiders and related persons: *enclosed list.*
2. Transaction of shares: None
3. Other transactions: None

V. Other issues: None

HOANG ANH GIA LAI AGRICUTURAL JOINT STOCK COMPANY

Chairman of BOD

(Signed and Sealed)

Doan Nguyen Duc

LIST OF INSIDERS AND RELATED PERSONS

(Enclosed to the corporate governance report of first six months of 2015, No.2707 dated 27 July 2015)

No.	Name of Organization/Individual	Securities trading account (if any)	Position at the Company (if any)	ID/Business Registration Certificate No	Date of issue	Place of Issue	Address	Shareholding at the end of term	Percentage of shareholding at the end of term
<i>I.PERSON RELATED TO INSIDER IS MEMBER OF BOD</i>									
1	Doan Nguyen Duc		Chairman						
1.1	Hoang Thi Ngoc Bich		Spouse						
1.2	Doan Hoang Anh		Daughter						
1.3	Doan Hoang Nam		Son						
1.4	Doan Hoang Nam Anh		Son						
1.5	Doan Nguyen Loc		Elder brother						
1.6	Doan Thi Nguyen Dung		Younger sister						
1.7	Doan Nguyen Ngon		Younger brother						
1.8	Doan Thi Nguyen Vinh		Younger sister						
1.9	Doan Nguyen Thinh		Younger brother						
1.10	Doan Thi Nguyen Xuan		Younger sister						
1.11	Doan Nguyen Thu		Younger brother						
1.12	Doan Thi Nguyen Thao		Younger sister						
1.13	Doan Thi Nguyen Nguyen		Younger sister						
1.14	Doan Tien Quyet		Father						
1.15	Nguyen Thi Thom		Mother						

No.	Name of Organization/Individual	Securities trading account (if any)	Position at the Company (if any)	ID/Business Registration Certificate No	Date of issue	Place of Issue	Address	Shareholding at the end of term	Percentage of shareholding at the end of term
1.16	Hoang Anh Gia Lai Joint Stock Company		Related organization					563,106,700	79,52%
2	Vo Trung Son		Member of BOD					563,106,700	79,52%
2.1	Lam Hoang Yen		Spouse						
2.2	Vo Hoang Long		Son						
2.3	Vo Hoang Yen Nhi		Daughter						
2.4	Vo Thanh Loc		Younger brother						
2.5	Vo Thi Kim Phuong		Younger sister						
2.6	Vo Thi Tham Thuy Hang		Younger sister						
2.7	Vo Thi Be Sau		Younger sister						
2.8	Vo Thanh Tung		Younger brother						
2.9	Vo Ngoc Du		Father						
2.10	Tran Thi Tham		Mother						
2.11	Hoang Anh Gia Lai Joint Stock Company		Related organization					563,106,700	79,52%
3	Doan Nguyen Thu		Member of BOD						
3.1	Nguyen Thi Huynh Le		Spouse						
3.2	Doan Nguyen Le Khanh		Daughter						
3.3	Doan Nguyen Khoi		Son						
3.4	Doan Nguyen Le Khanh		Daughter						

No.	Name of Organization/Individual	Securities trading account (if any)	Position at the Company (if any)	ID/Business Registration Certificate No	Date of issue	Place of Issue	Address	Shareholding at the end of term	Percentage of shareholding at the end of term
3.5	Doan Nguyen Loc		Elder brother						
3.6	Doan Nguyen Duc		Elder brother						
3.7	Doan Thi Nguyen Dung		Elder sister						
3.8	Doan Nguyen Ngon		Elder brother						
3.9	Doan Thi Nguyen Vinh		Elder sister						
3.10	Doan Nguyen Thinh		Elder brother						
3.11	Doan Thi Nguyen Xuan		Elder sister						
3.12	Doan Thi Nguyen Thao		Younger sister						
3.13	Doan Thi Nguyen Nguyen		Younger sister						
3.14	Doan Tien Quyet		Father						
3.15	Nguyen Thi Thom		Mother						
3.16	Hoang Anh Gia Lai Joint Stock Company		Related organization					563,106,700	79,52%
3.17	Hoang Anh Gia Lai Wooden Furniture Joint Stock Company		Related organization						
4	Nguyen Xuan Thang		Member of BOD					5,000	0,0007%
4.1	Phan Thi Thom		Spouse						
4.2	Nguyen Thi Xuan Thao		Daughter						
4.3	Nguyen Thi Huyen Chi		Daughter						
4.4	Nguyen Thang Dat		Son						

No.	Name of Organization/Individual	Securities trading account (if any)	Position at the Company (if any)	ID/Business Registration Certificate No	Date of issue	Place of Issue	Address	Shareholding at the end of term	Percentage of shareholding at the end of term
4.5	Nguyen Thi Thu Thuy		Elder sister						
4.6	Nguyen Thi Kim Thinh		Younger sister						
4.7	Nguyen Xuan Thanh		Father						
4.8	Nguyen Thi Hong		Mother						
4.9	Hoang Anh Gia Lai Joint Stock Company		Related organization					563,106,700	79,52%
5	Vo Thi Huyen Lan		Member of BOD						
5.1	Ngo Long Binh		Spouse						
5.2	Ngo Quy Ha Giang		Daughter						
5.3	Ngo Hoang Khanh Duong		Son						
5.4	Vo Thi Huyen Phuong		Elder sister						
5.5	Vo Thi Huyen Linh		Elder sister						
5.6	Vo Thi Huyen Chau		Younger sister						
5.7	Vo Thi Huyen Tran		Younger sister						
5.8	Vo Van Gia		Father						
5.9	Pham Thi To		Mother						
5.10	Hoang Anh Gia Lai Joint Stock Company		Related organization					563,106,700	79,52%
5.11	Long Hau Joint Stock Company		Related						
5.12	Hiep Phuoc Industrial Park Joint Stock Company		Related						

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5.13	Agrex Saigon Foodstuffs Joint Stock Company		Related						
5.14	Viet Au Joint Stock Company		Related						
6	Nguyen Ngoc Anh		Member of BOD						
6.1	Nguyen Thi Hieu Thao		Spouse						
6.2	Nguyen Thi Hieu Thuong		Daughter						
6.3	Nguyen Quoc An Chinh		Son						
6.4	Nguyen Thi Hieu Thuy		Daughter						
6.5	Nguyen Thi Hong		Elder sister						
6.6	Nguyen Thi Tuyet		Younger sister						
6.7	Nguyen Thi Hiep		Younger sister						
6.8	Nguyen Ngoc Chau		Father						
6.9	Nguyen Thi Dung		Mother						
6.10	Hoang Anh Gia Lai Sugarcane Joint Stock Company		Related						
6.11	Hoang Anh Attapeu Sugarcane Limited Company		Related						
7	Nguyễn Quan Anh		Member of BOD					5,000	0,0007%
7.1	Ho Thi Viet		Spouse						
7.2	Nguyen Thi Le Vi		Daughter						
7.3	Nguyen Trung Nguyen		Son						
7.4	Nguyen Ho Trung Kien		Son						

No.	Name of Organization/Individual	Securities trading account (if any)	Position at the Company (if any)	ID/Business Registration Certificate No	Date of issue	Place of Issue	Address	Shareholding at the end of term	Percentage of shareholding at the end of term
7.5	Nguyen Hong Phuong		Elder brother						
7.6	Nguyen Van Chan		Elder brother						
7.7	Nguyen Thi Lan		Elder sister						
7.8	Nguyen Thi Can		Elder sister						
7.9	Nguyen Bay		Father						
7.10	Huynh Thi Yen		Mother						
II. PERSON RELATED TO INSIDER IS MEMBER OF THE BOARD OF MANAGEMENT									
1	Nguyen Xuan Thang		General Director						
	Same as No.1.4								
2	Trinh Xuan Nhan		Deputy Director						
2.1	Nguyen Thi Kim Cuc		Spouse						
2.2	Trinh Nu Linh Giang		Daughter						
2.3	Trinh Nu Thi Nguyen		Daughter						
2.4	Trinh Xuan Van		Younger brother						
2.5	Trinh Thi Ngoc Han		Younger sister						
2.6	Trinh Thi Kieu Hanh		Younger sister						
2.7	Trinh Thi Thu Ha		Younger sister						
2.8	Trinh Thi Thanh Hoa		Younger sister						
2.9	Trinh Xuan Anh		Younger brother						
2.10	Trinh Ngan		Father						
2.11	Doan Thi Thoa		Mother						
3	Phan Thanh Thu		Deputy Director						
3.1	Nguyen Thi Hoa		Spouse						
3.2	Phan Thi Lieu Thi		Daughter						

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3.3	Phan Duy		Son						
3.4	Phan Vu		Elder brother						
3.5	Phan Thanh Hieu		Younger brother						
3.6	Phan Thi Anh Nguyen		Younger sister						
3.7	Phan Thanh Phong		Younger brother						
3.8	Phan Thanh Son		Younger brother						
3.9	Phan Thanh Thuy		Younger sister						
3.10	Phan Thanh Long		Younger brother						
3.11	Phan Bieu		Father						
3.12	Tran Thi Sau		Mother						
3.13	Hoang Anh Gia Lai Joint Stock Company		Related organization					563,106,700	79,52%
4	Hoang Dinh Quy		Deputy Director					1,000	0,000141%
4.1	Pham Thi Hong Van		Spouse						
4.2	Hoang Dinh Nam		Son						
4.3	Hoang Dinh Hai		Son						
4.4	Hoang Dinh Cuu		Elder brother						
4.5	Hoang Dinh Hong		Elder brother						
4.6	Hoang Khai		Father						
4.7	Tran Thi Chut		Mother						
5	Nguyen Ngoc Anh		Deputy Director						
	Same as No I.6								
6	Nguyen Quan Anh		Deputy Director						
	Same as No I.7								
7	Vo Thi My Hanh		Deputy Director					5,000	0,0007%

No.	Name of Organization/Individual	Securities trading account (if any)	Position at the Company (if any)	ID/Business Registration Certificate No	Date of issue	Place of Issue	Address	Shareholding at the end of term	Percentage of shareholding at the end of term
7.1	Le Dai Quang		Spouse						
7.2	Vo Dinh Phuc		Younger brother						
7.3	Vo Thi Kim Thuy		Younger sister						
7.4	Vo Van Dung		Father						
7.5	Huynh Thi Hong		Mother						
7.6	Hoang Anh Gia Lai Wooden Furniture Joint Stock Company		Related organization						
7.7	HAGL Medicine and Pharmacy University Hospital.		Related organization						
III. PERSON RELATED TO INSIDER IS MEMBER OF SUPERVISORY COMMITTEE									
1	Le Hong Phong		Chief Supervisor						
1.1	Bui Thi Ngoc Anh		Spouse						
1.2	Le Hong Ngoc		Daughter						
1.3	Le Phuc Binh		Son						
1.4	Le Hong Anh		Elder brother						
1.5	Le Hong Thuy		Father						
1.6	Do Thi Tuyet Nhung		Mother						
2	Pham Ngoc Chau		Member of supervisory committee						
2.1	Nguyen Thi Thu Lan		Spouse						
2.2	Pham Nhat Duy		Son						
2.3	Pham Phuc Duy		Son						

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2.4	Pham Van Hung		Elder brother						
2.5	Pham Thi Nhu Hoa		Elder sister						
2.6	Pham Phuong Thao		Younger sister						
2.7	Pham Phuong Nam		Younger brother						
2.8	Pham Van Net		Father						
2.9	Nguyen Thi Canh		Mother						
3	Dao Dinh Phuong		Member of supervisory committee						
3.1	Dao Ninh		Father						
3.2	Phan Thi Thuy		Mother						
3.3	Dao Duc Minh		Younger brother						
<i>IV. PERSON RELATED TO INSIDER IS CHIEF ACCOUNTANT</i>									
1	Do Van Hai		Chief accountant						
1.1	Pham Thi Ngoc Linh		Spouse						
1.2	Do Phan Anh		Son						
1.3	Do Van Phong		Elder brother						
1.4	Do Thi Bach Tuyet		Elder sister						
1.5	Do Van Hoa		Elder brother						
1.6	Do Van Thuan		Elder brother						
1.7	Do No		Father						

No.	Name of Organization/Individual	Securities trading account (if any)	Position at the Company (if any)	ID/Business Registration Certificate No	Date of issue	Place of Issue	Address	Shareholding at the end of term	Percentage of shareholding at the end of term
1.8	Nguyen Thi Hong Ky		Mother						