

No. : 27/25/CBTT-HAGL

Gia Lai, September 26, 2025.

EXTRAORDINARY INFORMATION DISCLOSURE

**To: - The State Securities Commission;
- Ho Chi Minh Stock Exchange.**

TRANSLATION COPY

Company: Hoang Anh Gia Lai Joint Stock Company
Stock Code: HAG
Head Office: 15 Truong Chinh St, Pleiku Ward, Gia Lai Province
Phone: 0269 2225888 Fax: 0269 2222335

Information disclosure by: Ms. Vo Thi My Hanh

Title: Member of the Board of Directors and Deputy General Director

Contents of disclosure: Hoang Anh Gia Lai Joint Stock Company (the “Company”) hereby discloses the following information:

1. Resolution of the Board of Directors No. 22/25/NQHĐQT-HAGL dated September 26, 2025, approving the distribution result of the share issuance plan for debt swap (“*BOD Resolution No. 22*”);
2. Report on the Results of the share issuance for debt swap No. 75/25/BC-HAGL dated September 26, 2025 (“*Report No. 75*”);
3. The Company’s Charter, as amended based on BOD Resolution No. 22, has been published on the Company’s website at: www.hagl.com.vn (under *Investor Relations/Charter*).

This information was disclosed on the Company’s website on September 26, 2025 at the following link: <http://www.hagl.com.vn> under the section *Investor Relations /Disclosure of Information*.

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Attached documents:

- *BOD Resolution No. 22;*
- *Report No. 75.*

Recipients:

- As above;
- Archived.

**HOANG ANH GIA LAI JOINT STOCK COMPANY
AUTHORIZED INFORMATION DISCLOSURE
REPRESENTATIVE**

(signed)

VO THI MY HANH

No. : 22/25/NQHĐQT-HAGL

Gia Lai, September 26, 2025

RESOLUTION*(Re: Approval of the distribution result of the share issuance plan for debt swap)***THE BOARD OF DIRECTORS****HOANG ANH GIA LAI JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments and supplements;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, and its amendments and supplements;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and its amendments and supplements;
- Pursuant to the current Charter of Hoang Anh Gia Lai Joint Stock Company;
- Pursuant to the Resolution of the General Meeting of Shareholders No. 02/25/NQĐHĐCĐ-HAGL dated August 24, 2025, of the Company's General Meeting of Shareholders ("GMS Resolution No. 02");
- Pursuant to the Minutes of Agreement with the creditors regarding the approval in principle of the debt-to-equity swap;
- Pursuant to Resolution of the Board of Directors No. 17/25/NQHĐQT-HAGL dated August 24, 2025 approving the implementation of the share issuance plan for debt swap and other matters relating to the issuance plan of Hoang Anh Gia Lai Joint Stock Company;
- Pursuant to Resolution of the Board of Directors No. 19/25/NQHĐQT-HAGL dated September 08, 2025 approving the details of the debt to be swapped under the share issuance plan approved by the Company's GMS on August 24, 2025;
- Pursuant to Official Letter No. 5683/UBCK-QLCB dated September 25, 2025 of the State Securities Commission regarding the application for registration of share issuance for debt swap of Hoang Anh Gia Lai Joint Stock Company;
- Pursuant to Resolution of the Board of Directors No. 21/25/NQHĐQT-HAGL dated September 25, 2025 approving the implementation of the distribution of shares issued for debt swap of Hoang Anh Gia Lai Joint Stock Company ("BOD Resolution No. 21");
- Pursuant to the Minutes of Meeting of the Board of Directors No. 22/25/BBHĐQT-HAGL dated September 26, 2025.

RESOLUTION:

Article 1. Approval of the distribution result of the share issuance plan for debt swap as approved under GMS Resolution No. 02, with the following details:

1. Issuer : Hoang Anh Gia Lai Joint Stock Company (“Company”)
2. Name of shares : Shares of Hoang Anh Gia Lai Joint Stock Company
3. Stock code : HAG
4. Share type : Common shares
(hereinafter referred to as “Shares”)
5. Par value : VND 10,000 per share
(In words: Ten thousand Vietnamese dong per share)
6. Form of issuance : Issuance of shares for debt swap
7. Purpose of issuance : To issue shares to swap existing debts and restructure the financial position of the Issuer
8. Current charter capital : VND 10,574,679,470,000
9. Total number of issued shares : 1,057,467,947 shares
10. Total number of outstanding shares : 1,057,399,283 shares
11. Total number of treasury shares : 68,664 shares
12. Number of shares issued for swapping : 210,000,000 shares
13. Total of issuance value : VND 2,100,000,000,000
14. Value of debts to be swapped : VND 2,520,000,000,000
15. Issuing subjects : The creditors as specified in detail under GMS Resolution No. 02 and BOD Resolution No. 21
The list of creditors distributed shares and the number of shares swapped for each creditor is provided in the attached Appendix I.
16. Ratio of swap : 12,000 : 1 (VND 12,000 of debt will be converted into 01 newly issued HAG share)
17. Transfer restrictions : The shares are restricted from transfer for a period of 01 year from the ending date of issuance, except in cases where the transfer is carried out pursuant to a final and binding court judgment, arbitration award, or inheritance in accordance with the law
18. Implementation timeline for the conversion : The closing date of the share issuance for debt swap is September 25, 2025.

Article 2. Approval of the increase of charter capital of Hoang Anh Gia Lai Joint Stock Company

Approval of the increase of the Company’s charter capital through the share issuance for debt swap, specifically as follows:

- Registration of the increase of the Company’s charter capital from VND 10,574,679,470,000 (in words: Ten trillion five hundred seventy-four billion six hundred seventy-nine million four hundred seventy thousand dong) to **VND 12,674,679,470,000** (in words: Twelve trillion six hundred seventy-four billion six hundred seventy-nine million four hundred seventy thousand dong).

- The total number of shares after the capital increase is 1,267,467,947 shares (in words: One billion two hundred sixty-seven million four hundred sixty-seven thousand nine hundred forty-seven shares).
- Par value: VND 10,000 per share.
- Form of capital increase: Private placement of shares for debt swap.

Article 3. Approval of the amendment to Clause 1, Article 5 of the Company’s Charter

Approval of the amendment to Clause 1, Article 5 of the Company’s Charter as follows:

“Article 5. Charter Capital, Shares, Founding Shareholders

- 1. The charter capital of the Company is VND 12,674,679,470,000 (in words: Twelve trillion six hundred seventy-four billion six hundred seventy-nine million four hundred seventy thousand dong)*
- 2. The charter capital of the Company is divided into 1,267,467,947 shares (in words: One billion two hundred sixty-seven million four hundred sixty-seven thousand nine hundred forty-seven shares) with a par value of VND 10,000 per share.”*

Article 4. Approval of the registration, depository, and additional listing of the actual number of shares issued for debt swap

Approval of the additional registration and listing of all shares actually issued for debt swap. The shares referred to in Article 1 above shall be additionally deposited with the Vietnam Securities Depository and Clearing Corporation and additionally registered for trading/listing on the Ho Chi Minh City Stock Exchange in accordance with the applicable laws.

Article 5. Authorization

The BOD authorizes and assigns Mr. Nguyen Xuan Thang – General Director and the legal representative of the Company to carry out the necessary tasks to complete the share issuance for debt swap, including but not limited to reporting the issuance results; amending the Company’s Charter; changing the Business Registration Certificate relating to the change of charter capital with the competent State authorities; notifying the change of the number of outstanding voting shares; completing the procedures for additional depository registration with the Vietnam Securities Depository and Clearing Corporation; and registering the additional trading/listing with the Ho Chi Minh City Stock Exchange. Mr. Nguyen Xuan Thang shall have the authority to direct the relevant departments/divisions to prepare documents and carry out the necessary procedures to implement the share issuance plan for debt swap as stated in this Resolution.

Article 6. Implementation

This Resolution shall take effect from the date of signing. The members of the BOD, the Board of Management, and the relevant departments of the Company shall be responsible for the implementation of this Resolution.

Recipients:

- *As stated in Article 6;*
- *Members of BOD, BOS, BOM;*
- *Archived.*

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

(signed)

DOAN NGUYEN DUC

APPENDIX I

LIST OF CREDITORS DISTRIBUTED HAG SHARES UNDER THE SHARE ISSUANCE FOR DEBT SWAP

No.	Creditor	Business Registration/ID No.	Type of Creditor	Value of debt to be swapped (VND)	Number of shares owned before the issuance (shares)	Number of shares to be swapped for creditors (shares)	Par value of issued shares (VND)	Expected ownership ratio after the issuance (%)
1	Huong Viet Investment Consulting JSC	Business Registration No. 0309139688 issued by the Department of Planning and Investment of Ho Chi Minh City on July 25, 2009	Domestic Entity	720,720,000,000	0	60,060,000	600,600,000,000	4.74%
2	Nguyễn Thị Đào		Domestic Individual	478,800,000,000	800,000	39,900,000	399,000,000,000	3.21%
3	Phan Công Danh		Domestic Individual	60,480,000,000	0	5,040,000	50,400,000,000	0.40%
4	Nguyễn Anh Thảo		Domestic Individual	60,480,000,000	0	5,040,000	50,400,000,000	0.40%
5	Hồ Phúc Trường		Domestic Individual	599,760,000,000	0	49,980,000	499,800,000,000	3.94%
6	Nguyễn Đức Trung		Domestic Individual	599,760,000,000	0	49,980,000	499,800,000,000	3.94%
TOTAL				2,520,000,000,000	800,000	210,000,000	2,100,000,000,000 0	16.63%

No. : 75/25/BC-HAGL

Gia Lai, September 26, 2025

REPORT
on the Result of the Share Issuance for Debt Swap
To: The State Securities Commission

I. Introduction of the Issuer

1. Full name of the issuer: **HOANG ANH GIA LAI JOINT STOCK COMPANY**
2. Abbreviation: None
3. Head office address: 15 Truong Chinh Street, Pleiku Ward, Gia Lai Province
4. Telephone: 0269 3820288
Fax: 0269 3820007
Website: <https://www.hagl.com.vn>
5. Charter capital: VND 10,574,679,470,000 (In words: Ten trillion, five hundred seventy-four billion, six hundred seventy-nine million, four hundred seventy thousand dong)
6. Stock code: **HAG**
7. Payment account bank: Orient Commercial Joint Stock Bank
Account number: 5900377720
8. Business registration certificate No. 5900377720, originally issued by the Department of Planning and Investment of Gia Lai Province on June 1, 2006, now updated as Business Registration Certificate No. 5900377720 issued by the Department of Finance of Gia Lai Province, 34th amendment, dated July 14, 2025;
9. Establishment and operation license (if required by specialized law): None

II. Share issuance plan

1. Name of shares: Shares of Hoang Anh Gia Lai Joint Stock Company
2. Type of share: Common shares
3. Number of shares expected to be issued: 210,000,000 shares
4. Ratio of swap: 12,000 : 1 (VND 12,000 of debt will be converted into 01 newly issued HAG share)
5. Total value of debts to be swapped: VND 2,520,000,000,000
6. Issuing subjects: Creditors as specified in detail in the Resolution of the General Meeting of Shareholders No. 02/25/NQĐHĐCĐ-HAGL dated August 24, 2025, specifically as follows:

No.	Creditor	Business Registration/I D No.	Type of creditor	Number of shares owned before the issuance	Number of shares to be swapped for creditors	Par value of issued shares (million VND)
1	Huong Viet Investment Consulting JSC	Business Registration No. 0309139688 issued by the Department of Planning and Investment of Ho Chi Minh City on July 25, 2009	Domestic Entity	0	60,060,000	600,600
2	Nguyễn Thị Đào		Domestic Individual	800,000	39,900,000	399,000
3	Phan Công Danh		Domestic Individual	0	5,040,000	50,400
4	Nguyễn Anh Thảo		Domestic Individual	0	5,040,000	50,400
5	Hồ Phúc Trường		Domestic Individual	0	49,980,000	499,800
6	Nguyễn Đức Trung		Domestic Individual	0	49,980,000	499,800
TOTAL				800,000	210,000,000	2,100,000

Note: The number of shares held before the issuance is based on the shareholder list finalized by Vietnam Securities Depository and Clearing Corporation (VSDC) as of July 15, 2025.

7. Share transfer restriction period: The shares are restricted from transfer for a period of 01 year from the ending date of issuance, except in cases where the transfer is carried out pursuant to a final and binding court judgment, arbitration award, or inheritance in accordance with the law.
8. Issuance closing date: September 25, 2025
9. Expected date of share transfer: Expected October 2025.

III. Results of Share Issuance

Debt swap recipients	Shares expected to be issued	Number of shares swapped	Number of investors swapped	Remaining Shares	Issuance Completion Rate
1	2	3	4	5=2-3	6=3/2

Debt swap recipients	Shares expected to be issued	Number of shares swapped	Number of investors swapped	Remaining Shares	Issuance Completion Rate
1. Domestic investors	210,000,000	210,000,000	6	0	100%
2. Foreign investors / Economic organizations with over 50% foreign ownership	-	-	-	-	-
Total	210,000,000	210,000,000	6	0	100%

IV. Attached documents

1. Resolution of the Board of Directors No. 22/25/NQHĐQT-HAGL dated September 26, 2025, and Minutes of the Board of Directors' Meeting No. 22/25/BBHHĐQT-HAGL dated September 26, 2025, approving the results of the share issuance distribution for debt swap.

Gia Lai, September 26, 2025.

HOANG ANH GIA LAI JOINT STOCK COMPANY
(Legal Representative)

(signed)

NGUYEN XUAN THANG