

No. 31/24/CBTT-HAGL

*Gia Lai, 19th September, 2024***EXTRAORDINARY INFORMATION DISCLOSURE****TRANSLATION COPY****To: - The State Securities Commission
- Hochiminh Stock Exchange**

Company : Hoang Anh Gia Lai Joint Stock Company

Stock Code: HAG

Head office: 15 Truong Chinh - Phu Dong Ward - Pleiku City - Gia Lai Province

Telephone : 0269 2225888 Fax: 0269 2222335

Information disclosed by : Ms. Vo Thi My Hanh Title: Deputy General Director

Information disclosed: Hoang Anh Gia Lai Joint Stock Company (“**Company**”) discloses the following information:

1. Resolution of the Board of Directors No. 18/24/NQHĐQT-HAGL dated 18/9/2024 approving the provisions of the draft Agreement in Principle and the draft Minutes of the Bilateral Principle Commitment related to the separation and amendment to the 2016 Bond Terms and Conditions;
2. Excerpt of Resolution of the Meeting of Bondholders of HAGLBOND-16.26 No. 01/2024/NQNSHTP dated 18/9/2024.

This information was published on the website of the Company on 19/9/2024 at:

<http://www.hagl.com.vn> at Investor Relation

We would like to give formal assurance of the whole truth about the information disclosed above and shall take full legal responsibility for the information disclosed.

Documents attached:

- *BOD Resolution No. 18/24/NQHĐQT-HAGL;*
- *Excerpt of Resolution No. 01/2024/NQNSHTP..*

Recipients:

- As above
- Archives

**HOANG ANH GIA LAI JOINT STOCK COMPANY
INFORMATION DISCLOSING PERSON****VO THI MY HANH**

No. 18/24/NQHĐQT- HAGL

Gia Lai, 18th September, 2024

RESOLUTION

THE BOARD OF DIRECTORS**HOANG ANH GIA LAI JOINTS STOCK COMPANY**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on 17/6/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly on 26/11/2019;
- Pursuant to the current Charter of Hoang Anh Gia Lai Joints Stock Company (“**Company**”);
- Pursuant to the Minutes of Meeting of the Board of Directors (“**BOD**”) No. 18/24/BBHĐQT-HAGL dated 18/9/2024

RESOLUTION:**Article 1: The BOD approves the content of the draft Principle Agreement**

The BOD approves the content of the draft Principle Agreement signed between Joint Stock Commercial Bank for Investment and Development of Vietnam (“**BIDV**”), the Guarantor/Security Provider, the Security Agent and the Company, relating to the agreement to divide the 2016 Bonds into two groups of bonds and the principles of supporting the implementation of the amendment of the conditions of Bond 2016 (“**Principle Agreement**”) (*the draft Principle Agreement is attached to this Resolution*).

Article 2: The BOD approves the content of the draft Minutes of Bilateral Principle Commitment between BIDV and the Company regarding the separation and amendment to the Conditions of Bond 2016 (“**Minutes of Bilateral Principle Commitment**”) (*The draft Bilateral Principle Commitment is attached to this Resolution*).

Article 3: Authorization to implementation

The BOD fully authorizes and assigns Mr. Nguyen Xuan Thang - Title: General Director and legal representative, to negotiate, approve, and sign the Principle Agreement, Bilateral Principle Commitment and other related documents (if any) to implement the contents stated in Article 1 and Article 2 of this Resolution.

Article 4: This Resolution takes effect from the date of signing. BOD members, the Board of Management and relevant departments of the Company are responsible for implementation of this Resolution.

Recipients:

- *As in Article 4*
- *BOD, BOS members*
- *Record: Archives, Secretariat*

**FOR THE BOARD OF DIRECTORS
CHAIRMAN**

DOAN NGUYEN DUC

Ha Noi, 18th September, 2024

EXCERPT OF THE RESOLUTION
OF THE MEETING OF BONDHOLDERS OF HAGLBOND 16.26
(No. 01/2024/NQNSHTP)

Pursuant to:

- Decree No. 153/2020/ND-CP of the Government dated 31 December 2023, amended by Decree No. 65/2022/ND-CP dated 16 September 2022 and Decree 08/2023/ND-CP dated 05 March 2023;
- Other Bond Documents of the bond issuance coded HAGLBOND16.26 by Hoang Anh Gia Lai Joint Stock Company (“**Issuing organization**”) on 30 December 2016 (“**2016 Bonds**”);
- Notification of Request to convene a Bondholders’ Meeting No. 1709/24/TB-HAGL dated 17 September 2024; and
- Minutes of the Bondholders’ Meeting No. 01/2024/BBNSHTP dated 18 September 2024;

RESOLUTION

Article 1: Agreeing and approving the following contents:

1. Amending the terms and conditions of Bond 2016 (“**conditions of Bond 2016**”) for the purpose of recording:
 - 1.1. the 2016 Bonds (except for the 2016 Bonds whose principal has been paid) will be in circulation in the following two groups:
 - (i) The 2016 Bonds with a total face value of VND 2,148,000,000,000 (in words: Two thousand one hundred and forty eight billion VND) (hereinafter referred to as “**Group A Bonds**”) and are secured by Group A Bond collateral assets as prescribed in the document amending a number of articles of the Conditions of Bond 2016 (hereinafter referred to as “**Group A Bond Terms and Conditions**”); and
 - (ii) The 2016 Bonds with a total face value of VND 2,000,000,000,000 (in words: Two thousand billion VND) (hereinafter referred to as “**Group B Bonds**”) and are secured by Group B bond collateral assets as prescribed in the document amending a number of articles of the Conditions of Bond 2016 (hereinafter referred to as “**Group B Bond Terms and Conditions**”).

1.2. Replacing and supplementing collateral assets to secure Group A Bonds and Group B Bonds.

2. From the date the amended Terms and Conditions of Bond 2016 are signed and take effect, then: (i) the 2016 bonds are circulated into group A bonds and group B Bonds; (ii) Unless the owner of the 2016 bond has another decision (according to a valid approval), the owner of the bond group A:

2.1. Entitled to Advance of the amount from redemption of the 2016 Bonds until eligible for deregistration of security interest for 04 assets belonging to HNG currently secured for 2016 Bonds. ; and

2.2. Fully entitled to decide on the replacement, removal or deregistration of security interest for HNG assets when meeting the conditions for the Commercial and Development Commercial Bank of Vietnam according to the commitment agreement on 24 August, 2022 between BIDV, the company and Hoang Anh Gia Lai Agricultural Joint Stock Company ("**HNG**") ("**Commitment Agreement** ").

Any investor before receiving the transfer of Group B Bonds will confirm the acceptance of the rights of the Group A bondholders stated in Section 2.1 and Section 2.2 of Article 1 (provided that the investor has gained access to this Resolution before receiving the transfer of Group B Bonds).

Article 2: The issuing organization, bond holders and related parties together perform the implementation of the contents stated in Article 1 of this Resolution in accordance with the law.

Article 3: This Resolution takes effect from the date of approval by the meeting of 2016 bond holders