



Dong Nai, 24 July 2014

SITUATIONS ON CORPORATE GOVERNANCE

First 6 months of year 2014
(For information disclosure purpose)

To: - State securities Commission

- Name of company: INTERFOOD SHAREHOLDING COMPANY
- Address: Lot 13, Tam Phuoc Industrial Zone, Bien Hoa, Dong Nai
- Tel: 0613511138
- Fax: 0613512498
- Charter capital: 501.409.920.000 VNĐ
- Stock code: IFS

I. Activities of the board of management - BOM (Report of First 6 months of year 2014):

1. Meetings of the board of management:

No	Member of the board of Management	Position	Meeting attendance	%	Reason no attendance
1	Mr. Michio Nagabayashi	Chairman	8	100%	
2	Ms. Nguyễn Thị Kim Liên	Member	8	100%	
3	Mr. Hiroshi Fujikawa	Member	8	100%	
4	Mr. Toru Yamasaki	Member	8	100%	
5	Mr. Takayuki Morisawa	Member	8	100%	

2. Activities of the supervision of BOM towards Director (General Director):

- * To consider situation of activities in quarter I & II/2014 and prepare for activities of quarter III & IV/2014;
- * Public tender of the company's shares;
- * Business plan in 2014, audited finance statement in 2013, organization of the annual general assembly of shareholders in 2014, regulation on corporate governance, increase of charter capital and investment certificate;
- * Changing key members, adding the objectives, amending company charter and business scale of the company;
- * Leasing the workshop, office and processing agreement with Avafood Shareholding Company;
- * Appointing the independent audit firm for the financial years 2014-2015.

3. Activities of Sub-committees are under BOM:

- * Organization of the annual general assembly of shareholders in 2014;
- * Closing the banking accounts, appointing the key member and banking authorized signatures;
- * Appointment of the manager and authorized signature of the company's branch in Ha Noi.
- * Short term loan facilities granting by Kirin.

II. Resolutions/decisions of the board of management (Report of First 6 months of year 2014):

No	Resolution No	Date	Content
1	RBM140117	17/01/2014	Public tender of the company's shares;
2	RBM140220	20/02/2014	Business plan in 2014, audited finance statement in 2013, organization of the annual general assembly of shareholders in 2014, regulation on corporate governance, increase of charter capital and investment certificate;
3	RBM140321	21/03/2014	Changing key members, adding the objectives, amending company charter and business scale of the company;
4	AGM-2014	10/04/2014	Resolution of the annual general assembly of shareholders in 2014.
5	RBM140414	14/04/2014	Closing the banking accounts, appointing the key member and banking authorized signatures;
6	RBM140424	24/04/2014	Appointment of the manager and authorized signature of the company's branch in Ha Noi;
7	RBM140428	28/04/2014	Leasing the workshop, office and processing agreement with Avafood Shareholding Company;
8	RBM140520	20/05/2014	Appointing the independent audit firm for the financial years 2014-2015.
9	RBM140617	17/06/2014	Short term loan facilities granting by Kirin.

III. Changing the list of relevant persons of public company under the provisions of Clause 34, Article 6 of the Law on Securities (Report of First 6 months of year 2014):

a/ Resolution of BOM No: RBM140321 dated 21 Mar 2014

RESOLVED to approve to appoint Mr. Yoshihisa Fujiwara Passport No. TR1350962 issued date: 18/02/2014 at: Japan - as the Director/General Manager of Factory of the Company for tenure 2014-2016 as well as authorized Mr. Yoshihisa Fujiwara to take over all tasks, responsibilities and as the legal authorized signature of the Company dealing at Government entities, or any other entity (commercial or otherwise) (if any) that handed over from Mr. Kazufumi Nagashima in compliance with provisions of Laws, regulations of the Company, effective from 24/03/2014.

b/ Resolution of the Annual General Assembly of Shareholders in 2014 No: AGM-2014 dated 10 April 2014

Based on result and legality of the election of the Chairman cum General Director and replacement members of the Board of Interfood Shareholding Company, the Assembly has approved to appoint the candidates for positions as below:

- Chairman cum General Director

Candidate	Position	Tenure
- Mr. Michio Nagabayashi	Chairman cum General Director	2014-2015

- Replacement members of the Board

Candidate	Position	Tenure
- Mr. Takayuki Morisawa	Member	2014-2015

c/ Resolution of BOM No: RBM140414 dated 14 Apr 2014

RESOLVED to approve to appoint Ms. Huỳnh Thanh Thủy - IC No. 024437487, issued date: 26/8/2005, at: Ho Chi Minh City - as the Accounting & Finance Manager of the Company, effective from 17/04/2014;

d/ Resolution of BOM No: RBM140424 dated 24 Apr 2014

RESOLVED that Mr. Mitsuo Mashimo - Passport No. TK1899039 issued on 25th May 2010 at Japan - is appointed as Manager of the Branch of Interfood Shareholding Company in Hanoi ("The Branch"), a legal authorized signatory of the Branch dealing at the Government entities, the Bank or any other entities (commercial or otherwise) in compliance with provisions of Laws, regulations of the Company and Charter of the Branch with effective from 01st Jun 2014 onwards.

IV. Transactions of internal shareholders and affiliated Persons (Report of First 6 months of year 2014):

1. List of internal shareholders and affiliated Persons:

No	Name of organization / individual	Securities trading account (if any)	Position in company (if any)	ID/ Passport/ business license No	ID/ Passport/ business license date	Place of issue	Address	Number of shares owned at maturity	Percentage of ownership shares at maturity	Reason
A	Board of Management (BOM)									
1	Mr. Michio Nagabayashi		Chairman							Mr. Michio Nagabayashi has been approved to appoint chairman of the Board of Management cum General Director of Interfood Shareholding Company by AGM-2014 based on Resolution No. AGM-2014 dated Apr 10 th 2014.
2	Ms. Nguyen Thi Kim Lien	003C306355-SSI	Member of BOM cum information disclosure authorized person					12.000	0,024%	
3	Mr. Takayuki Morisawa		Member of BOM							Mr. Takayuki Morisawa has been approved to appoint member of the Board of Management of Interfood Shareholding Company by AGM-2014 based on Resolution No. AGM-2014 dated Apr 10 th 2014.
4	Mr. Toru Yamasaki		Member of BOM							
5	Mr. Hiroshi Fujikawa		Member of BOM							Mr. Hiroshi Fujikawa is Managing Director –Kirin Holdings Singapore Pte, Ltd (a subsidiary of Kirin Holdings Company, Limited owned 92,46% shares of IFS)

B	Board of Director (BOD)									
1	Mr. Michio Nagabayashi		General Director							
2	Mr. Kazufumi Nagashima		Director/General Manager of factory							The resignation letter of Mr. Kazufumi Nagashima become effective from Mar 24 th 2014 onwards, Mr. Kazufumi Nagashima resigned from the position of member of the BOD and Director/General Manager of Factory of the Company.
3	Ms. Nguyen Thi Kim Lien	003C306355-SSI	Director/General Manager of Finance							(Filled in information at item A , section 2)
4	Mr. Hidefumi Matsuo		Director/General Manager of administration							
5	Mr. Yutaka Ogami		Director/ Finance Controller							Mr. Yutaka Ogami has been approved to appoint member of the BOD of Interfood Shareholding Company and become effective from January 1st 2014 onwards based on Resolution No. RBM131210 dated December 10 th 2013.
6	Mr. Taiichiro Iizumi		Director/ General Manager of Sales and Marketing							Mr. Taiichiro Iizumi has been approved to appoint member of the BOD of Interfood Shareholding Company and become effective from January 1st 2014 onwards based on Resolution No. RBM131210 dated December 10 th 2013.
7	Ông Yoshihisa Fujiwara		Director/General Manager of factory							Mr. Yoshihisa Fujiwara has been approved to appoint Director/General Manager of factory of Interfood Shareholding Company and become effective from Mar 24 th 2014 onwards based on Resolution of BOM No: RBM140321 dated 21 Mar 2014.
C	Control board									

1	Ms. Thai Thu Thao		Chief of CB							
2	Mr. Osamu Harada		Member of CB							
3	Mr. Akira Shimizu		Member of CB							
D	Chief Accountant									
1	Mr. Nguyen Hong Phong		Chief accountant							
E	Other management officers									
1	Mr. Mitsuo Mashimo		Manager of the Branch in Hanoi							Mr. Mitsuo Mashimo has been approved to appoint Manager of the Branch in Hanoi and become effective from Jun 1 st 2014 onwards based on Resolution of BOM No: RBM140424 dated 24 Apr 2014.
2	Ms. Huỳnh Thanh Thùy		Accounting & Finance Manager							Ms. Huỳnh Thanh Thùy has been approved to appoint Accounting & Finance Manager of Interfood Shareholding Company and become effective from Apr 17 th 2014 onwards based on Resolution of BOM No: RBM140414 dated 14 Apr 2014
3	Mr. Yoshino Osamu		Manager of the Branch in Hanoi							The resignation letter of Mr. Yoshino Osamu become effective from Jun 1 st 2014 onwards, Mr. Yoshino Osamu resigned from the position of Manager of the Branch of Interfood Shareholding Company in Hanoi.
4	Ms. Tran Thi Ái Tam		Company's secretary							

2. **Transactions of shares: (No arising)**

3. **Other transactions: Transactions of internal shareholders/major shareholders and affiliated Persons with Company**

a. Report of major shareholder: Endera Holdings Pte. Ltd, reported to **public tender result** of Endera Holdings Pte. Ltd bought 3,026,997 outstanding shares of Interfood Shareholding Company as its **report on public tender result** dated 26 Feb 2014.

b. Notice and Report on transaction result of transaction of founding shareholders: Trade Ocean Holdings Sdn. Bhd transferred 16.684.646 shares to Kirin Holdings Company, Limited as Resolution of the 1st Extraordinary General Assembly of Shareholders in 2013 of Interfood Shareholding Company No.EGM-2013-1 dated 10th Sept 2013.

c. Notice and Report on transaction result of major shareholder: Kirin Holdings Company, Limited transferred 16.684.646 shares by Trade Ocean Holdings Sdn. Bhd according as Resolution of the 1st Extraordinary General Assembly of Shareholders in 2013 of Interfood Shareholding Company No.EGM-2013-1 dated 10th Sept 2013.

V. Matters need the other attention (Report of First 6 months of year 2014): No arising

**Chairman of BOM
(Signed and sealed)**

MICHIO NAGABAYASHI