



Dong Nai, 28 Jan 2015

SITUATIONS ON CORPORATE GOVERNANCE
Last 6 months of year 2014
(FOR INFORMATION DISCLOSURE PURPOSE)

To: - State securities Commission

- **Name of company: INTERFOOD SHAREHOLDING COM PANY**
- **Address: Lot 13, Tam Phuoc Industrial Zone, Bien Hoa, Dong Nai**
- **Tel: 0613511138**
- **Fax: 0613512498**
- **Charter capital: 711.409.920.000 VND**
- **Stock code: IFS**

I. Activities of the board of management - BOM (Report of Last 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	4	100%	
2	Ms. Nguyễn Thị Kim Liên	Member	4	100%	
3	Mr. Hiroshi Fujikawa	Member	4	100%	
4	Mr. Toru Yamasaki	Member	4	100%	
5	Mr. Takayuki Morisawa	Member	4	100%	

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

- * To consider situation of activities in quarter III & IV/2014 and prepare for activities of quarter I & II/2015.
- * Issuance of shares for the eligible investor and using proceeds from shares issuance.
- * Changing key members.

3. Activities of Sub-committees are under BOM:

- * Changing address of the branch in Ha Noi.

II. Resolutions/decisions of the board of management (Report of Last 6 months of year 2013):

No	Resolution No	Date	Content
1	RBM140728	28/07/2014	Issuance of shares for the eligible investor and using proceeds from shares issuance.
2	RBM140915	15/09/2014	Changing key members.
3	RBM141027	27/10/2014	Changing address of the branch in Ha Noi.
4	RBM141112	12/11/2014	Private placement of shares.

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 Last 6 months of year 2014):

a/ Resolution of BOM No: RBM140915 dated September 15th 2014

- To approve the resignation letter of Mr. Hidefumi Matsuo for position of the Director/ General Manager of Administration of Interfood Shareholding Company (“The Company”) and representative of the Company’s contributed capital at Avafood Shareholding Company (“Ava”);

- To approve to appoint Mr. Takayuki Morisawa - Passport No.TK5209610 issued date: 18th Aug 2011 at: Japan - as the Director/ General Manager of Administration of the Company for tenure 2014-2016 as well as authorized Mr. Takayuki Morisawa 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. Hidefumi Matsuo in compliance with provisions of Laws, regulations of the Company effective from 24/09/2014;

- To approve to appoint Mr. Yutaka Ogami - passport No.TH5379976 issued date 29/02/2008 at Japan - as the representative of the Company’s contributed capital at Avafood Shareholding Company as well as authorized Mr. Yutaka Ogami 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. Hidefumi Matsuo relating to the representative of the Company’s contributed capital at Ava in compliance with provisions of Laws, regulations of the Company effective from 24/09/2014;

IV. Transactions of internal shareholders and affiliated Persons (Report of Last 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							
2	Ms. Nguyen Thi Kim Lien	003C306355-SSI	Member of BOM cum information disclosure authorized person					12.000	0,017%	
3	Mr. Takayuki Morisawa		Member of BOM							
4	Mr. Toru Yamasaki		Member of BOM							
5	Mr. Hiroshi Fujikawa		Member of BOM							

B	Board of Director (BOD)									
1	Mr. Michio Nagabayashi		General Director							
2	Ms. Nguyen Thi Kim Lien	003C306355 -SSI	Director/General Manager of Finance							(Filled in information at item A , section 2)
3	Mr. Hidefumi Matsuo		Director/General Manager of administration							Effective from Sep 24 th 2014 onwards, Mr. Hidefumi Matsuo resigned from the position of member of the BOD and Director/General Manager of administration of the Company and representative of the Company's contributed capital at Avafood Shareholding Company.
4	Mr. Takayuki Morisawa		Director/General Manager of administration							Mr. Takayuki Morisawa has been approved to appoint as Director/General Manager of administration effective from Sep 24 th 2014 onwards based on Resolution No. RBM140915 dated Sep 15 th 2014.
5	Mr. Yutaka Ogami		Director/ Finance Controller							Mr. Yutaka Ogami has been approved to appoint as member of the BOD of Interfood Shareholding Company effective from January 1st 2014 onwards based on Resolution No. RBM131210 dated December 10 th 2013. Mr. Yutaka Ogami has been approved to appoint as the representative of the Company's contributed capital at Avafood Shareholding Company effective from Sep 24 th 2014 onwards based on Resolution No. RBM140915 dated Sep 15 th 2014.
6	Mr. Taiichiro Iizumi		Director/ General Manager of Sales and Marketing							

7	Mr. Yoshihisa Fujiwara		Director/General Manager of factory							
C	Supervisory board									
1	Ms. Thai Thu Thao		Chief of SB							
2	Mr. Osamu Harada		Member of SB							
3	Mr. Akira Shimizu		Member of SB							
D	Chief Accountant									
1	Mr. Nguyen Hong Phong		Chief accountant							
E	Other management officers									
1	Mr. Mitsuo Mashimo		Manager of the Branch in Hanoi							
2	Ms. Huỳnh Thanh Thủy		Accounting & Finance Manager							
3	Ms. Tran Thi Ái Tam		Company's secretary							

2. **Transactions of shares:**

a/ Resolution of BOM No: RBM140728 dated July 28th 2014

To approve the issuance of 21,000,000 shares of the Company to the eligible investor at the selling price of VND 10,000 per share by issuance method is private placement.

b/ Interfood Shareholding Company has successfully issued 21,000,000 shares at the selling price of VND 10,000 per share by private placement on December 18th 2014 as per official letter No.7210/UBCK-QLPH dated 29 Dec 2014 of SSC.

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

a/ Report of major shareholder: Kirin Holdings Company, Limited registered for the purchase of 21,000,000 shares of Interfood Shareholding Company through plan of private placement as per Notice of transaction of shares dated November 17th 2014.

b/ Report of major shareholder: Kirin Holdings Company, Limited has bought 21,000,000 shares as per Report on transaction result of shares dated December 17th 2014.

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

Chairman of BOM

(Signed and sealed)

MICHIO NAGABAYASHI