

INTERFOOD SHAREHOLDING COMPANY

Lot 13, Tam phuoc Industrial Zone
Long Thanh, Dong Nai

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Nong nai, Date 25 month 08 year 2007

To: ALL VALUED SHAREHOLDERS OF INTERFOOD SHAREHOLDING COMPANY
Re: Expansion of business and re-registration of the company activities

Based on the business situation of Interfood Shareholding Company, the Board of Management of Interfood Shareholding Company has issued resolution No. RBM070615 (revised), resolution No. RBM070730 and resolution No. RBM070814 with regards to the expansion of business and re-registration of the company activities

(Please see our resolution No. RBM070615 (revised) dated. 24/08/2007, resolution No. RBM070730 dated. 30/07/2007 and resolution No. RBM070824 dated. 24/08/2007 on the company website: www.wonderfarmonline.com)

Be authorised by the Board of Management, the Board of Directors of the Company would like to send the letter requested for opinion of our Shareholders with regard the resolution of the Board of Management No. RBM070615 (revised), resolution No. RBM070730 and resolution No. RBM070824 as below:

1. RESOLVED that the investment capital of the company will increase USD60,000,000 from USD30,000,000 to USD90,000,000 to meet the requirement of business expansion of the company.
2. RESOLVED that the company will invest in two new canning fruit juice lines with production capacity of 700 cans per minute located at lot 13, Tam phuoc Industrial Zone, Long thanh District, Dong nai province. Total estimated investment capital is about USD5 million, while estimated operation period starts about year 2007 ending.
3. RESOLVED that Interfood Shareholding Company being the foreign investment capital shareholding company established as per decree No. 38/2003/ND-CP dated 15/04/2003 of the Government will re-register its activities into Shareholding Company complying with the Investment Law and Enterprise Law issued on 29/11/2005 of SR of Vietnam.
4. RESOLVED that the company will expand its business activities to include investments in production of packaging, real estate, financial, commercial and trading activities in addition to the present principal activities as governed by the Investment Licences. The additional business activities are subject to the approval of shareholders and relevant authorities. The Board of Directors of the company is authorized to send letters to all shareholders requesting for their approval to incorporate into the company charter the above concerning resolutions as well as seeking approval from the relevant authorities.
5. RESOLVED that the company has established a representative office in Ho Chi Minh City in view of the company expansion of new business activities. The BOM is authorised to source for suitable land area with intent to invest in an office building with option to retain, lease or sell certain parts of the proposed building.
6. RESOLVED that total 4,856,832 bonus shares issuing to shareholders from the share premium account for every 5 shares of VND10,000 per share held to be entitled for 1 bonus share of VND10,000 per share will be listed in Ho Chi Minh City – Security Exchange

7. Resolved to agree to relocate all production lines at the factory at Bien Hoa City, Dong nai province as following details:

- To relocate part of production lines to Tam phuoc Industrial Zone, Long thanh District, Dong nai Province before year 2010,
- The rest of the production lines will be contributed to the above-mentioned new shareholding company in Northern Vietnam as part of the capital contribution of Interfood Shareholding Company.

-be authorized to the Board of Directors of the company to plan and implement total method of relocation and investment to the new company of the current production lines at the factory at Bien Hoa City, Dong nai province as well as to submit a plan to the authority bodies for approval and implementation of a project to convert the use of total land area at No. 9, Road 5, Tan tien sub district, Bien Hoa City, Dong nai Province from manufacturing to commercial and/or residential .

8. RESOLUTION that the company will contribute capital to set up a new shareholding company in Northern Vietnam with 90% share capital from Interfood Shareholding Company to expand the business operations to Northern Vietnam and neighbouring countries . Total investment capital and charter capital of the new company will be about USD36,000,000 and USD11,000,000 respectively. Its main business domains will be processing and trading non-carbonated and carbonated beverage, foodstuffs from agricultural, forest and aquatic products and production and trading of packaging products.

9. Resolved that the company will contribute capital to set up a new packaging shareholding company in southern Vietnam with 90% share capital from Interfood Shareholding Company to supply the packaging demand of the group . Total investment capital and charter capital of the new company will be about USD32,000,000 and USD10,000,000 respectively, its main business domains will be producing and trading packaging products.

10. The Board of Management of the company is authorized to plan and implement the above resolutions relating to renting, leasing or purchase of land, renting or building of factory, purchasing of machinery equipment, arrangement of capital resources and among others actions as the Board may initiate as deemed necessary to accomplish the mentioned projects.

We would appreciate if shareholders could provide opinion on the Request for Shareholder Approval Slip attached below and send back to our head office at lot 13, Tam phuoc Industrial Zone, Long Thanh District, Dong nai province before 07/09/2007. In the event that the shareholder authorized to the delegate to get approval, please send us your letter of proxy for reference

The company sent this letter to the address that the shareholders registered via courier, If the company does not received slip requested for approval of the shareholders before 0709/2007, we will consider the shareholders had no objection and agreed with decision of the BOM on the above-mentioned matter without any objection.

Thank you and best wishes to you a healthful and happiness year

For Interfood Shareholding Company
Chairman cum General Director

(Chopped and signed)

PANG TEE CHIANG

REQUEST FOR SHAREHOLDER APPROVAL SLIP

RE: EXPANSION OF BUSINESS AND RE-REGISTRATION OF THE COMPANY ACTIVITIES

Full name of Shareholders

(or authorized delegate):

ID./ Passport/ Business registration No:

Address:

Number of Shares held (or delegated):

Approval on the resolution of the Board of Management No. RBM070615 (revised) dated. 24/08/2007 and No. RBM070730 dated. 30/07/2007 and resolution No. RBM070824 dated. 24/08/2007 with regards the expansion of business and re-registration of the company activities, as below:

1. The investment capital of the company will increase USD60,000,000 to meet the requirements of the company's business expansion.

Agreed

Disagreed

2. The company will invest in two new fruit juice canning lines with a production capacity of 700 cans per minute located at lot 13, Tam phuoc Industrial Zone, Long thanh District, Dong nai province.

Agreed

Disagreed

3. The company will re-register its activities into Shareholding Company complying with the Investment Law and Enterprise Law issued on 29/11/2005 of SR of Vietnam.

Agreed

Disagreed

4. The company will expand its business activities to include investments in production of packaging products, real estate, financial, commercial and trading activities.

Agreed

Disagreed

5. The BOM is authorised to source for suitable land area with the intention to invest in an office building with option to retain, lease or sell certain parts of the proposed building.

Agreed

Disagreed

6. Total 4,856,832 bonus shares issued to shareholders will be listed in Ho Chi Minh City Stock Exchange.

Agreed

Disagreed

7. Authorize the Board of Directors of the company to plan and implement a total method of relocation and reinvestment of the current production lines at the factory at Bien Hoa City, Dong nai province as well as to submit a plan to the authority bodies for approval and implement a

project to convert the use of total land area at No. 9, Road 5, Tan tien sub district, Bien Hoa City, Dong nai Province from manufacturing to commercial and/or residential.

Agreed

Disagreed

8. The company will contribute capital to set up a new shareholding company in Northern Vietnam with 90% share capital from Interfood Shareholding Company.

Agreed

Disagreed

9. The company will contribute capital to set up a new packaging shareholding company in Southern Vietnam with 90% share capital from Interfood Shareholding Company

Agreed

Disagreed

10. The Board of Management of the company is authorized to plan and implement the above resolutions relating to renting, leasing or purchase of land, renting or building of factory, purchasing of machinery equipment, arrangement of capital resources and among others actions as the Board may initiate as deemed necessary to accomplish the mentioned projects.

Agreed

Disagreed

Shareholder (or authorized delegate)

Full name:

Entity:

Date Month Year 2007

Remark: Please mark (X) on the box that the shareholder selected and send to our head office at lot 13, Tam phuoc Industrial Zone, Long Thanh District, Dong nai province before 07/09/2007