

***INFORMATION DISCLOSURE ON THE ELECTRONIC INFORMATION
PORTAL OF THE STATE SECURITIES COMMISSION***

**Dear: State Securities Commission of Vietnam,
Hanoi Stock Exchange.**

- *Name of company:* **MGROUP CORPORATION**
- *Stock symbol:* MGR
- *Address of headoffice:* 19th Floor, Block A, Indochina Park Tower, No. 04
Nguyen Dinh Chieu, Ward Da Kao, District 1, Ho Chi Minh City, Vietnam.
- *Phone:* 028.7106.8910
- *The person who made the disclosure:* Mr. Mai Nam Chuong
Position: General Director and legal representative
- *Type of information disclosure:*
- 24h - 72h - Request - Abnormal - Periodic

1. Information disclosure content:

*Notice of meeting invitation and documents for the 2025 annual general meeting
of shareholders (AGM) of MGROUP Corporation.*

- 2. This information is published on the company information disclosure website at
info.mgroup.vn on April 2, 2025.**

We hereby commit that the information published above is true and take full legal
responsibility for the content of the published information.

- Attached documents:

- *Notice of invitation to the 2025 Annual General Meeting
of Shareholders;*

- *Documents inviting the 2025 Annual General Meeting of
Shareholders.*

**LEGAL REPRESENTATIVE
General Director**



MAI NAM CHUONG

**MGROUP
CORPORATION**



Số: 01/2025/TB-MGROUP

**THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**



Ho Chi Minh City, April 2, 2025

NOTICE OF MEETING INVITATION

ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

Dear: SHAREHOLDERS – MGROUP CORPORATION

The Board of Directors of MGROUP Corporation would like to invite Shareholders to attend the Annual General Meeting of Shareholders in 2025 as follows:

- ❖ **Time** : 14h00 April 29, 2025
- ❖ **Location** : MGROUP Corporation Office Hall
No. 5 Ton Duc Thang Street - District 1 - Ho Chi Minh City, Vietnam.
- ❖ **Meeting participants**: Shareholders owning shares of MGROUP Corporation according to the List of shareholders closing on March 27, 2025.
- ❖ **Contents of the General Meeting**: The Annual General Meeting of Shareholders will discuss and approve the following contents:
 - Report on the operation of the Board of Directors;
 - Report on the operation of the Control Board;
 - Report approving the audited financial statements for 2024;
 - Report on business results in 2024 and business plan in 2025;
 - Report approving the investment, transfer of the company, transfer of the project;
 - The Supervisory Board's report on the selection of the audit unit;
 - Report on remuneration of the Board of Directors, Supervisory Board in 2025
 - Other contents (*if any*).

General meeting documents: General meeting documents will be posted on the company's website: info.mgroup.vn.

❖ **Checking shareholder status:**

- Shareholders/Authorized Persons when attending the General Meeting please bring: Notice of invitation to the meeting and Identity Card (ID card)/Passport/ Citizen Identity Card.
- ID card/passport/ID card, power of attorney and Notice of invitation to the meeting of the authorized person (*in case of being authorized to attend the Congress*).

It is our pleasure to welcome you at the 2025 Annual General Meeting of Shareholders

Sincerely, welcome./.

Recipient:

- Shareholder;
- Save: office.

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



MAI DUC HUNG



THE SOCIALIST REPUBLIC OF VIETNAM
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.....day..... month..... in 2025

CERTIFICATE

Attend the 2025 Annual General Meeting of Shareholders
of MGROUP CORPORATION

**Dear: Organizing Committee of the Annual General Meeting of Shareholders of
MGROUP CORPORATION**

Individual/Organization Name:

Identity card / Passport / Business license number: Issue date:/...../..... at: ...

Address:

Total number of shares owned:

(In words)

Total number of authorized shares (If any):

(According to the attached power of attorney)

Confirmation of attendance at the 2025 Annual General Meeting of Shareholders of MGROUP Group Joint
Stock Company

Shareholder

((Sign and print full name, seal if legal entity))

**MGROUP
CORPORATION**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness



Số: 2025/GUQ-MGROUP

—∞—
Ho Chi Minh City,2025

**POWER OF ATTORNEY TO ATTEND THE GENERAL MEETING OF
SHAREHOLDERS ANNUAL 2025**

Dear: **MGROUP CORPORATION**

Authorized party: Telephone:

Citizen ID /Business Registration No.: Issue Date: at: ...

Address:

Shareholder ID: Number of existing shares:

Authorized Party: Telephone:

Citizen No.: Issue Date: at:

Address:

Now I/We authorize you:on my behalf

I attended the 2025 Annual General Meeting of Shareholders and voted on relevant issues at the meeting.

.....day..... month..... in 2025

AUTHORIZED PARTY

(Sign and print full name)

AUTHORIZE

(Sign and print full name, seal if legal entity)



No. 01/2025/TTr-ĐHĐCĐ

Ho Chi Minh City, April 2, 2025

**BOARD REPORT
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**

On behalf of the Board of Directors, I would like to report to the General Meeting of Shareholders on the operation of the Board of Directors in 2024 and tasks in 2025:

1. Activities of the Board of Directors in 2024:

- The Board of Directors has held regular meetings in accordance with the provisions of the Charter and the Operating Regulations of the Board of Directors. Members of the Board of Directors always comply with the provisions of the law, show a high sense of responsibility in their work, contribute to the implementation of the task of directing and supervising the Company's production and business activities.
- Attend and direct important meetings of the Board of Directors (Board of Directors) on the implementation of Resolutions of the General Meeting of Shareholders, decisions of the Board of Directors, development of business schemes and projects.
- Monitor and grasp the business operation process through reports and documents of the Board of Directors to the Board of Directors.
- Conduct appraisal and submit to the General Meeting of Shareholders the business plan targets for 2025.

2. Mission in 2025:

- Strengthen the management, direction and supervision of the Company's activities in all fields, ensuring the effective implementation of the Resolution of the Annual General Meeting of Shareholders approved.
- Based on the current situation of the Company and the market situation, the Board of Directors has agreed on a business plan and set business targets for 2025.

Best regards!

• **Recipient:**

- *As above*
- *Board of Directors, Supervisory Board;*
- *Save: office.*

ON BEHALF OF THE CHAIRMAN OF THE
BOARD CHAIRMAN
TẬP ĐOÀN
MGROUP
QUẬN 1 - T.P. HO CHI MINH



Mai Duc Hung



No. 02/2025/TTr-DHDCĐĐ

Ho Chi Minh City, April 2, 2025

**SUPERVISORY BOARD REPORT 2024
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025
MGROUP CORPORATION**

Base:

- *Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Charter of organization and operation of MGROUP Corporation;*
- *Audited consolidated financial statements for 2024 of the Company.*

The Supervisory Board would like to report to the General Meeting of Shareholders some of the following contents:

I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2024

The composition of the Supervisory Board consists of the following members:

- | | |
|--------------------------|--------------------------|
| - Ms. Cao Thi Giang | - Head of the Department |
| - Ms. Nguyen Thi Van Anh | - Controller |
| - Ms. Dao Nhat Anh | - Controller |

With the role of inspecting and supervising the activities of MGROUP Corporation on behalf of the General Meeting of Shareholders, the Supervisory Board has organized periodic meetings to discuss, exchange information between members and implement the plan to inspect and supervise the management activities of the Board of Directors, the administration of the Board of Directors (Board of Directors); the verification and evaluation of financial – accounting activities and financial statements (FS) by year to grasp the situation of business and investment activities and give opinions and recommendations to the Board of Directors and the Board of Directors within the scope of their responsibilities and powers.

- The members of the Supervisory Board have performed their work in accordance with the responsibilities and powers specified in the Charter of the Company, specifically as follows:



- Develop an operation plan and assign tasks to members of the Supervisory Board to comprehensively control all aspects of the Company's activities.
- Supervise the implementation of resolutions of the General Meeting of Shareholders and resolutions of the Board of Directors.
- Supervise the management and administration of the Board of Directors and the Board of Directors.
- Coordinate with the Board of Directors to select a prestigious, quality and effective independent audit company with reasonable fees to audit the annual financial statements ending on December 31 according to the Resolution of the Annual General Meeting of Shareholders, supervise the units in implementing the recommendations raised by the audit agency.
- The appraisal of the annual financial statements of MGROUP Corporation has been audited by an independent audit organization.
- Assess the reasonableness, legality, honesty and prudence in financial management, investment, business administration and accounting organization to ensure that the operation of the Board of Directors and the Board of Directors fully complies with the provisions of the Law and the Company's Charter.
- Consider transparency in the information disclosure process to ensure the rights and interests of investors.
- Perform other tasks in accordance with the provisions of the Law on Enterprises, the Company's Charter, the Operating Regulation of the Supervisory Board and the Resolution of the General Meeting of Shareholders.

II. INSPECTION AND SUPERVISION RESULTS IN 2024

1. Management and administration of the Board of Directors and the Board of Directors of the Company

- Through the inspection and supervision of business activities, the Supervisory Board found that the Board of Directors and the Board of Directors have directed the Company's activities in accordance with the functions, tasks and powers in accordance with the law and the Resolution of the General Meeting of Shareholders as well as the Resolution of the Board of Directors.
- The management and administration of the Board of Directors and the Board of Directors always ensure compliance with the provisions of the Law, the Company's Charter and the Resolution of the General Meeting of Shareholders. The Company's operating activities always maintain openness and transparency, focusing on the business strategy approved by the General Meeting of Shareholders and aiming at the goal of operational efficiency.
- The Board of Directors and the Board of Directors of the Company have exercised their rights and responsibilities in accordance with the provisions of the Law and the Company's Charter. To be active, proactive and creative in directing production and business activities in order to successfully complete the tasks set out by the Annual General Meeting of Shareholders, ensure stable jobs and incomes for employees, protect the legitimate interests of employees and shareholders.

2. The Company's production and business activities

- In 2024, businesses will face legal challenges in projects, revenue will drop sharply, forcing businesses to implement policies to tighten spending to maintain the operating apparatus. MGROUP Corporation is also affected by this, the company's business results are as follows:

No.	Target	Unit	2024
1	Net revenue from sales and service provision	Billion VND	1.875.818.093
2	Revenue from financial activities	Billion VND	3.946.566
3	Net profit from business activities	Billion VND	(16.722.448.837)
4	Other Profits	Billion VND	(909.276.574)
5	Total accounting profit before tax	Billion VND	(17.631.725.411)
6	Profit after corporate income tax	Billion VND	(17.631.725.411)

3. The Company's financial situation in 2024

The financial statements for the year ended December 31 have been audited by NVA Auditing Co., Ltd., including: Balance sheet; Report on business results; Cash Flow Report; Explanation of financial statements.

The Supervisory Board has conducted an appraisal of the Company's financial statements that have been audited by Nam Viet Financial Accounting and Auditing Consulting Services Co., Ltd. and agreed with the audit opinion "The financial statements have honestly and reasonably reflected, on key aspects of the Company's financial situation as of December 31, as well as the results of economic activities doanh và tình hình lưu chuyển tiền tệ cho năm tài chính kết thúc cùng ngày, phù hợp với Chuẩn mực kế toán Việt Nam và các quy định pháp lý có liên quan đến việc lập và trình bày báo cáo tài chính".

The basic financial targets as of December 31, 2024 are as follows:

Target	Unit	2024
TOTAL ASSETS (A+B)	Billion VND	183.750.649.286
A. SHORT-TERM ASSETS	Billion	63.752.040.010

	VND	
B. LONG-TERM ASSETS	Billion VND	119.998.609.276
TOTAL FUNDING (C+D)	Billion VND	183.750.649.286
C. LIABILITIES	Billion VND	17.962.167.990
D. EQUITY	Billion VND	165.788.481.297

4. Inspection and supervision at the request of the Company's shareholders

In 2024, the Supervisory Board will not receive any requests from shareholders or groups of shareholders for the review of accounting books, other documents or inspection requests related to the business, management and operation of the Company.

5. The coordination of activities between the Supervisory Board and the Board of Directors and the Board of Directors of the Company; Information Disclosure Status

- The Supervisory Board has received close coordination and facilitation from the Board of Directors and the Board of Directors of the Corporation to perform its functions and tasks well. The Board of Directors is invited to meet and participate in meetings of the Board of Directors and the Board of Directors. Maintain working relationships, coordinate to ensure the development of the Company, comply with the provisions of the law and the Company's management documents.
- During the operation, the Supervisory Board is facilitated by the Board of Directors and the Company's Executive Board to participate and proactively provide full information about the resolutions and decisions of the Board of Directors and Financial Statements.
- The Supervisory Board regularly participates in meetings of the Board of Directors, considers the implementation of the Resolution of the Board of Directors seriously and in a timely manner.
- Receive documents on the Company's production and business activities from the Board of Directors as well as departments in a timely and fast manner. Participate in meetings of the Board of Directors.
- Through reviewing the Management Report of the Board of Directors and the Report of the General Director, the Supervisory Board agreed with the assessments of the Company's production and business activities and financial situation. The Supervisory Board did not detect any abnormal cases in the activities of the members of the Board of Directors. The Board of Directors and the Company's managers, have not received any questions or khiếu nại của cổ đông liên quan đến trách nhiệm của HĐQT, Ban điều hành Công ty đối với quyền lợi của cổ đông.

- The Company's information disclosure is carried out in accordance with regulations. The information and reports are published in a timely manner to help shareholders and investors get fast and accurate information.

III. OPERATIONAL ORIENTATION OF THE BKS IN 2025 AND RECOMMENDATIONS

1. Direction of operation

Based on the functions and duties of the Supervisory Board in accordance with the provisions of the Law and the Company's Charter, the Supervisory Board orients its operations in 2025 specifically as follows:

- To control the observance of the State's regimes and policies, the legality, honesty, transparency and prudence in corporate governance and the implementation of reporting regimes.
- Supervise the implementation of resolutions of the General Meeting of Shareholders and resolutions of the Board of Directors.
- Supervise the governance and administration of the Board of Directors and the Board of Directors.
- Organize the appraisal of the 2025 financial statements.
- Implement periodic reports of the Supervisory Board.
- Perform other tasks in accordance with the provisions of the Law on Enterprises, the Company's Charter, the Resolution of the General Meeting of Shareholders and relevant regulations.

2. Recommendation:

- To complete and strengthen the training of cadres with capacity and experience,
- Continue to look for more positive measures to recover bad debts, not to incur more bad debts.

On behalf of the Supervisory Board, I would like to once again thank the Trust, Support and Facilitation of the General Meeting of Shareholders, the Board of Directors, and the Board of Directors of the Company during the past term for helping our Supervisory Board successfully complete its tasks.

Best Regards!

ON BEHALF OF THE BOARD OF SUPERVISORS HEAD



Cao Thị Giang

**MGROUP
CORPORATION**

—∞—
No:03/2025/TTr-ĐHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

—∞—
Ho Chi Minh City, April 2, 2025

**REPORT TO THE ANNUAL GENERAL
MEETING OF SHAREHOLDERS 2025**

*About: Approval of the 2024 Financial Statements
MGROUP Corporation*

Base:

- *Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Charter of organization and operation of MGROUP Corporation.*
- *Corporate Governance Regulations.*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the Company's 2024 Financial Statements, which have been audited by NVA Auditing Co., Ltd. The financial statements for 2024 have been disclosed in accordance with regulations and at the same time posted on the Company's website: info.mgroup.vn

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

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



MAI DUC HUNG

**REPORT TO THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2024**

About: Approval of business results in 2024

MGROUP CORPORATION

Base:

- Enterprise Law No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Securities Law No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Charter of Organization and Operation of MGROUP Group Joint Stock Company;
- Pursuant to the General Director's Report on business results in 2024.

The Board of Directors respectfully submits to the General Meeting of Shareholders to approve the business results for 2024 and the business plan for 2025 as follows:

Business results in 2024

Unit: VND

No	Target	Consolidated to report
1	Total assets	183.750.649.286
2	Equity	165.788.481.297
3	Revenue from sales and provision of services	1.875.818.093
4	Net profit from business activities	(16.722.448.837)
5	Other Profits	(909.276.574)
6	Profit before tax	(17.631.725.411)
7	Profit after tax	(17.631.725.411)

Factors affecting MGROUP's business activities in 2024

❖ Advantageous:

- The real estate market is showing signs of recovery after the directions to remove difficulties from the authorities at all levels

❖ Difficult:

- In 2024, the real estate market still has many difficulties in the market, which has made it difficult for businesses to do real estate brokerage business.

2025 Business Plan

Consolidated revenue: 50 billion VND

Profit after tax: 200 million VND

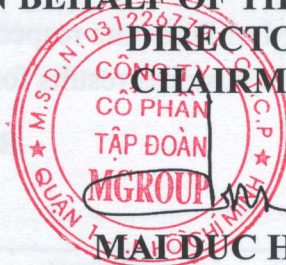
Above are the business results in 2024 and the business plan in 2025, which are submitted to the General Meeting of Shareholders for approval.

Best regards!

Recipient:

- As above;
- Board of Directors, Supervisory Board;
- Save: Office.

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN



MAI DUC HUNG

St. No.	Description	Amount (VND)
1	Total assets	183.730.649.386
2	Equity	162.788.481.297
3	Revenue from sales and provision of services	1.872.818.092
4	Net profit from business activities	(16.722.448.837)
5	Other Profit	(909.276.274)
6	Profit before tax	(17.631.725.111)
7	Profit after tax	(17.631.725.111)



REPORT

Regarding the transfer of shares of Northern MLAND Real Estate Joint Stock Company

Dear: GENERAL MEETING OF SHAREHOLDERS

Base:

- *Law on Enterprises No. 59/2020/QH14 dated 17/6/2020;*
- *Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Charter of organization and operation of MGROUP Corporation;*
- *Operation situation and investment plan of MGROUP Corporation.*

The Board of Directors of MGROUP Corporation would like to submit to the General Meeting of Shareholders to consider and approve the transfer of **shares of Northern MLAND Real Estate Joint Stock Company**, specifically as follows:

1. Transfer of shares of MLAND Mien Bac Real Estate Joint Stock Company is a subsidiary of MGROUP CORPORATION:

- Name of transferred shares: Northern MLAND Real Estate Joint Stock Company;
- Type of shares: Common shares;
- Par value: 10,000 VND/share;
- Charter capital: 20,000,000,000 VND, equivalent to 2,000,000 shares
- Shares of MGROUP Group Joint Stock Company hold 1,600,000 shares

2. Authorize the Board of Directors to perform relevant tasks:

The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters to complete the above transaction as follows:

- Choosing the right time to implement the transfer of shares of Northern MLAND Real Estate Joint Stock Company
- Choose investors, choose valuation companies.
- Decide on the transfer price.

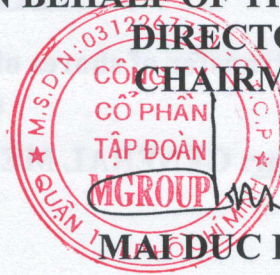
- Carry out the necessary legal procedures to complete the above transaction and report the transaction results at the nearest General Meeting of Shareholders.

Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

Recipient:

- As above;
- Board of Directors, Supervisory Board;
- Save: Office.

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



MAIDUC HUNG

**MGROUP
CORPORATION**

No:06/2025/TTr-ĐHĐCĐ

**SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

Ho Chi Minh City, April 2, 2025

**REPORT TO THE ANNUAL GENERAL
MEETING OF SHAREHOLDERS 2025**

About: Choosing an audit firm in 2025

MGROUP Corporation

Base:

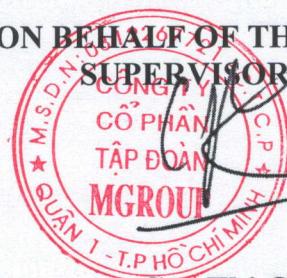
- Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Charter of Organization and Operation of MGROUP Corporation;
- Corporate Governance Regulations.

The Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the "**Authorizing the Board of Directors to select an auditing company on the list permitted by the State Securities Commission to conduct an audit for units with public interest in 2025 to audit MGROUP Corporation in the fiscal year 2025**".

The Board of Directors will base on the criteria of quality, prestige, competitive offer price and support from the audit unit for the Company to select.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF THE BOARD OF
SUPERVISORS HEAD**



Cao Thi Giang