



**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:

*Minutes and Resolution of the 2025 Annual General Meeting of Shareholders
("AGM") of MGROUP Group Corporation.*

- 2. This information is published on the company information disclosure website at
info.mgroup.vn on April 29, 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:

- *Minutes of the General Meeting of Shareholders
and Resolution of the Annual General Meeting of
Shareholders in 2025;*
- *Enclosed Submissions.*

**LEGAL REPRESENTATIVE
General Director**



MAI NAM CHUONG

**MGROUP
CORPORATION**

.....***.....

No. 01/2025/BBH-ĐHĐCĐ

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

.....***.....

Ho Chi Minh City, April 29, 2025

**MINUTES OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
MGROUP GROUP JOINT STOCK COMPANY**

MGROUP Group Joint Stock Company

Business code/MST: 0312267721 issued by the Department of Planning and Investment of Ho Chi Minh City

Address: 19th Floor, Zone A, Indochina Park Tower, No. 04 Nguyen Dinh Chieu, Da Kao Ward, District 1, Ho Chi Minh City.

Meeting time: 14 hours, April 29, 2025

Meeting venue at: Shop 02 Binh Minh Apartment, Street No. 45, An Khanh Ward, Thu Duc City, Ho Chi Minh City. Ho Chi Minh City.

I. Procedure Section

1. Statement of Reasons

The host stated that the reason is that based on the charter of MGROUP Group Joint Stock Company, the Board of Directors (BOD) convenes the 2025 annual general meeting of shareholders to discuss and approve issues under the jurisdiction of shareholders

2. Report on inspection of the eligibility of shareholders to attend the general meeting

Ms. Mai Thi Xoan on behalf of the organizers announced the results of the shareholder qualification examination: the shareholders and shareholder representatives attending were 29 representatives of

15,501,367 shares, equivalent to 77.51% of the total number of voting shares.

Pursuant to the provisions of the Law on Enterprises 2020 and the Company's Charter, the Annual General Meeting of Shareholders of MGROUP Group Joint Stock Company on 29/04/2025 is valid and eligible to be conducted. On behalf of the Organizing Committee, Ms. Mai Thi Xoan announced the opening of the general meeting and approved the general meeting program and working regulations at the annual general meeting of shareholders in 2025

3. Introduced through the presidium and chairmen, the secretary and the vote counting committee consisting of Mr. and Mrs.

Presidium:

Mr. Mai **Duc Hung**: Chairman of the Delegation - Chairman **Le Thi Xuan Tam**

Mr. Mai **Nam Chuong**: Member

Secretary:

Elections and vote counting:



Mr. Le Tu: Member

Le Anh Hao

Mr. Mai Duc Hoan: Member

Mr. Nguyen Quoc Hoan: Member

Shareholders and representatives of shareholders attending the General Meeting voted to approve the Presidium, Secretariat, and Vote Counting Committee at the rate of 100%

Mr. Mai Duc Hung informed the shareholders that before the opening of the general meeting, he had received the resignation letter of Ms. Cao Thi Giang, head of the Supervisory Board for the term 2023-2028 and requested the shareholders to vote to approve the dismissal of Ms. Cao Thi Giang and asked shareholders and shareholders' representatives to send any nominations to the organizing committee time to provide information of candidates

Shareholders and representatives of shareholders attending the General Meeting voted to approve the dismissal of Ms. Cao Thi Giang at the rate of 100%

The Chairman of the General Meeting proposed that the shareholders approve the program of the meeting, and the shareholders raised their voting cards with a 100% approval rate for the program of the meeting

MEETING CONTENT

I. Report on issues that need to be approved by shareholders at the general meeting

1. Mr. **Mai Duc Hung** read the report:
Report on the operation of the Board of Directors in 2024 and the operation plan for 2025 (attached to the report)
2. Mr. **Mai Nam Chuong** read the reports on behalf of the Board of Directors:
Report on business results in 2024 and business plan for 2025 (attached to the report)
Submission for approval of the 2024 financial statements (attached to the report)
Proposal for transfer of shares at MLAND Northern Joint Stock Company (Attached to the report)
3. Mr. **Le Tu** read the reports on behalf of the Board of Directors:
Report on remuneration of the Board of Directors and Supervisory Board (Attached to the report)
Proposal for exemption from public tender offer (Attached to the report)
4. Ms. Nguyen **Thi Van Anh** read the reports on behalf of the Supervisory Board:
Operational report of the Supervisory Board in 2024 and plan for 2025

Audit company selection report in 2024

Shareholders and representatives of shareholders attending the General Meeting voted to approve with the rate: 100%

II. Exchange and discussion

The Presidium and the chairman listened to and answered questions from shareholders about the content of the reports as well as asked more about the upcoming business direction

The congress agreed on the content of the reports and agreed with the answers and had no further comments

The Organizing Committee said that up to this time, only 1 valid nomination has been received for the position of electing additional members of the Supervisory Board with the following information:

Full name: **Cao Viet Cuong**

Gender: Male

Year of birth: 1975

ID number: 03875015670

Education: Bachelor of Economics



III. Voting on the contents of the report

1. The Head of the Vote Counting Committee updated the list of shareholders before the voting time, as of 16:30, there were 29 people representing 15,501,367 shares, equivalent to 77.51% % of the total number of voting shares
2. The Organizing Committee guides how to vote on the contents of the proposals and reports of the congress
Particularly for the proposal to exempt from public tender offers, the group of shareholders and related persons will not participate in voting
3. The congress conducted a vote

IV. Announcement of voting results

The School of the Vote Counting Committee announces the voting results (details of voting for each content of the congress are included in the voting minutes)

V. Resolutions passed at the congress

1. Approving the BOD's 2024 performance report and 2025 operation plan

- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
2. Approve the 2024 business results report and 2025 business plan
- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
3. Approving the report on the operation of the Supervisory Board in 2024 and the plan for 2025
- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
4. Approving the 2024 audited financial statements
- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
5. Approval of the report on the transfer of shares in MLAND Northern Joint Stock Company
- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.

- No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
 -
6. Approving the report on the selection of audit units in 2025
- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
7. Approving the remuneration report of the Board of Directors and the Supervisory Board
- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
8. Approval of exemption from public tender offer of shares
- Number of votes in favor: 3,568,067 shares/ 3,568,067 shares reached 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.
9. Electing additional Mr. Cao Viet Cuong as a member of the Supervisory Board
- Number of votes in favor: 15,501,367 shares/ 15,501,367 shares, accounting for 100% of the total votes of shareholders and shareholders' representatives attending the meeting.
 - Number of votes against the meeting: 0 votes, reaching 0% of the total number of votes of shareholders and shareholders' representatives attending the meeting.
 - No opinion: 0 votes, reaching 0% of the total votes of shareholders and shareholders' representatives attending the meeting.

APPROVING THE MINUTES, RESOLUTIONS AND CLOSING OF THE CONGRESS

This record is the basis for the General Meeting of Shareholders to issue a resolution; The minutes were read by the chairman before the General Meeting and were voted by 100% of shareholders and representatives of shareholders attending the General Meeting to approve the full text of the minutes.

The chairman announced the closing of the congress at 5 p.m. on the same day.

General Conference Secretary



LE THI XUAN TAM

Chairman of the General Assembly



MAI DUC HUNG

**MGROUP
CORPORATION**

.....***.....

No. 01/2025/NQ-ĐHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

.....***.....

Ho Chi Minh City, April 29, 2025

**RESOLUTION OF THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS IN 2025
MGROUP GROUP CORPORATION**

Base:

- *Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Charter of organization and operation of MGROUP Group Corporation;*
- *Minutes of the 2025 Annual General Meeting of Shareholders No. 01/2025/BBH-ĐHĐCĐ dated April 29, 2025.*

RESOLUTION

Article 1: Approval of the 2024 Operation Report of the Board of Directors and the 2025 Operation Plan

Article 2: To approve the Supervisory Board's report on the operation situation in 2024 and the operation plan in 2025.

Article 3: To approve the 2024 business results report and the 2025 business plan.

Article 4: To approve the audited financial statements for 2024.

Article 5: Approval of the report on the transfer of shares in Northern MLAND Joint Stock Company

Article 6: To approve the assignment of the Board of Directors to select an auditing firm in the list of public auditing firms of the State Securities Commission

Article 7: Approving the report on remuneration of the Board of Directors and the Supervisory Board in 2025

Article 8: Approval of the report on the exemption from the public tender offer for shares

Article 9: Electing Mr.Cao Việt Cường to be an additional member of the Supervisory Board for the term 2023-2028

Article 10: Implementation of the resolution:

This Resolution takes effect from the date of signing; members of the Board of Directors, members of the Control Board and the Board of Directors shall, based on their functions, tasks and powers, be responsible for organizing and implementing the contents of these Resolutions.

Recipient:

- *Board member;*
- *Board of Directors;*
- *Save: the Board of Directors, Office.*

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



MAI DUC HUNG

No. 01/2025/TTr-DHĐCĐ

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
M. S. N. 0312267721 - 5
QUAN 1 - T. H. CH. M. H.

Mai Duc Hung

**SUPERVISORY BOARD REPORT 2025
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**

MGROUP

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

No. 04/2025/TTr-DHDCĐ

Ho Chi Minh City, April 2, 2025

REPORT TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

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 tc 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

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	(16.723.448.837)
5	Other Profit	(909.276.274)
6	Profit before tax	(17.631.725.417)
7	Profit after tax	(17.631.725.417)

**MGROUP
CORPORATION**

No. 05/2025 /TTr-ĐHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ho Chi Minh City, April 2, 2025

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**



MAI DUC 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**
CÔ PHÁN
TẬP ĐOÀN
MGROUP

Cao Thi Giang

**MGROUP
CORPORATION**

No. 07/2025/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: REMUNERATION OF THE BOARD OF DIRECTORS AND THE
SUPERVISORY BOARD**

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 Corporation.

The Board of Directors of MGROUP Corporation reports to the General Meeting of Shareholders the remuneration for members of the Board of Directors and the Supervisory Board of MGROUP Corporation in 2024 and approves the remuneration and reward in 2025 as follows:

Remuneration of the Board of Directors and the Supervisory Board in 2024:

- In 2024, the Board of Directors and the Supervisory Board will receive an income of 305,120,000 VND

Total remuneration and commendation of the Board of Directors and the Supervisory Board in 2025:

- The Board of Directors of MGROUP Corporation respectfully submits to the General Meeting of Shareholders for consideration and approval of the remuneration cost in 2025 for the Board of Directors and the Supervisory Board of 400 million VND.

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

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



MAI DUC HUNG

**MGROUP
CORPORATION**

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No. 08/2025 /TTr-DHDCD

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

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Ho Chi Minh City, April 22th , 2025

REPORT

Regarding the exemption from the public tender offer of shares

Dear: GENERAL MEETING OF SHAREHOLDERS

Bases:

- *Law on Enterprises No. 59/2020/QH14 dated 17/6/2020;*
- *Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019*
- *Charter of organization and operation of MGROUP Group Corporation;*
- *Insider and related person transaction reports.*

The Board of Directors (BOD) of MGROUP Group Corporation would like to submit to the General Meeting of Shareholders for consideration and approval of the exemption from **the public tender offer for shares of MGROUP Group Corporation, stock code: MGR**

I. Buyer Registrant

1. Mai Duc Hung Investment Fund Co., Ltd.

- Tax code: 0316760504
- Address: 5th Floor, 44 Nguyen Hue Street, Ben Nghe Ward, District 1, Ho Chi Minh City
- Legal representative: Mai Duc Hoang
- Owner: Mai Duc Hung, Mr. Mai Duc Hung is the chairman of MGROUP Group Corporation
- Number of shares held: 0 shares corresponding to %
- Number of shares registered for purchase: 5,153,300
- Number of shares after purchase: 5,153,300, equivalent to 25.77%

2. Mai Duc Hoan

- Position: Member of the Board of Directors of MGROUP Group Corporation is a person related to Mr. Mai Duc Hung, owner of Mai Duc Hung Investment Fund Co., Ltd. and Chairman of the Board of Directors of MGROUP Group Corporation
- ID card number: 038078024575 Date of issue 12/8/2021
Place of issue: Director of the National Police Department of Social Affairs
- Number of shares held: 0 shares corresponding to 0%
- Number of purchase registrations: 240,000 equivalent to 1.2%

II. Seller Registrant

- Mai Nam Chuong
- Position : Member of the Board of Directors - General Director of MGROUP Group Corporation
- ID card number: 001081046564 Date of issue 27/03/2023
Place of issue: Director of the National Police Department of Social Affairs
- Number of shares held: 5,993,300 or 29.97%
- Number of registrations for sale : 5,393,300
- Number of shares after sale: 600,000 equivalent to 3%

III. Trading Methods

- Execution or agreement trading
- Implementation time: After the shareholders' meeting is approved until 31/12/2025
- Authorizing the Board of Directors to decide on all matters related to the transfer of shares mentioned above.

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



MAI ĐỨC HUNG

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc



TP. Hồ Chí Minh, ngày 29 tháng 04 năm 2025

ĐƠN TỪ NHIỆM THÀNH VIÊN BAN KIỂM SOÁT

Kính gửi: **Đại hội đồng cổ đông công ty cổ phần Tập đoàn MGROUP;**

Ban kiểm soát công ty cổ phần Tập đoàn MGROUP.

- Tôi tên là: Cao Thị Giang
- Số CMND: 172876316 cấp ngày: 07/01/2014 nơi cấp: Công an Thanh Hóa

Hiện nay tôi đang đảm nhận vị trí thành viên Ban kiểm soát với chức vụ Trưởng ban kiểm soát công ty cổ phần Tập đoàn MGROUP nhiệm kỳ 2023-2028;

Vì lý do cá nhân Tôi làm đơn này gửi tới Đại hội đồng cổ đông công ty cổ phần Tập đoàn MGROUP, đề nghị công ty cho tôi xin từ nhiệm vị trí thành viên ban kiểm soát.

Kính mong Đại hội cổ đông công ty cổ phần tập đoàn MGROUP xem xét và chấp thuận.

Trân trọng cảm ơn!



Người làm đơn

Cao Thị Giang