CÔNG TY CỔ PHẦN TẬP ĐOÀN MBG

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Appendix V

Report on Corporate Governance

MBG GROUP JOINT STOCK COMPANY	SOCIALIST REPUBLIC OF VIET NAM
--------o0o---------	Independence – Freedom – Happiness
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No.: 2807/2026/BC-MBG	Hanoi, July 28, 2026

REPORT

Corporate Governance Status in the First Six Months of 2026

To: - State Securities Commission;
- Stock Exchange.

- Company name: MBG Group Joint Stock Company
- Head office address: No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hanoi City, Viet Nam.
- Telephone: +84 24 3644 7655 Email: mbg.vn368@gmail.com
- Charter capital: VND 1,202,185,400,000 (One trillion two hundred and two billion one hundred and eighty-five million four hundred thousand Vietnamese dong).
- Stock code: MBG
- Corporate governance model:

+ General Meeting of Shareholders, Board of Directors, Supervisory Board, and Board of Management (General Director).

- Internal audit function: Implemented.

I. Activities of the General Meeting of Shareholders

Information on Resolutions of the General Meeting of Shareholders:

On June 29, 2026, MBG Group Joint Stock Company held its 2026 Annual General Meeting of Shareholders. The meeting was successfully convened and concluded.

No.	Resolution/Decision No.	Date	Contents
01	2906/BR-GMS	June 29, 2026	– Approval of the 2025 Board of Directors' report; – Approval of the 2025 Executive Board's report; – Approval of the 2025 Supervisory Board's report; – Approval of Proposal No. 01/2026/TTr-HĐQT regarding the 2025 audited financial statements; – Approval of Proposal No. 02/2026/TTr-HĐQT regarding the 2026 business plan; – Approval of Proposal No. 03/2026/TTr-HĐQT regarding the selection of an independent audit firm for the 2026 fiscal year; – Approval of Proposal No. 04/2026/TTr-HĐQT regarding the 2025 profit distribution;

			– Approval of Proposal No. 05/2026/TTr-HĐQT regarding remuneration for the Board of Directors and the Supervisory Board; – Approval of Proposal No. 06/2026/TTr-HĐQT regarding the Board of Directors' resolutions in 2025 that need to be reported to the General Meeting of Shareholders; – Approval of Proposal No. 07/2026/TTr-HĐQT regarding transactions with related parties; – Approval of Proposal No. 08/2026/TTr-HĐQT regarding the resolution on dismissal and appointment of Board of Directors and Supervisory Board members for the 2026-2031 term;

II. Board of Directors

1. Information on members of the Board of Directors (BOD):

No.	Member of the Board of Directors	Position	Date of Appointment / Date of Dismissal
1	Mr. Pham Huy Thanh	Chairman of the Board of Directors	Appointed on February 23, 2009
2	Ms. Dang Thi Tuyet Lan	Member of the Board of Directors and Deputy General Director	Appointed on February 23, 2009
3	Mr. Duong Quang Dong	Member of the Board of Directors and Deputy General Director	Appointed on April 22, 2016
4	Ms. Hoang Thi Ba	Independent Board Member	Appointed on May 5, 2025

2. Meetings of the Board of Directors:

No.	Member of the Board of Directors	Number of BOD Meetings Attended	Attendance Rate	Remarks
1	Mr. Pham Huy Thanh	02/02	100%	
2	Ms. Dang Thi Tuyet Lan	02/02	100%	
3	Mr. Duong Quang Dong	02/02	100%	
4	Ms. Hoang Thi Ba	02/02	100%	

3. Supervisory Activities of the Board of Directors over the Executive Board:

- Implemented the plan for convening the 2026 Annual General Meeting of Shareholders, which was held on June 29, 2026.

- Supervised the direction and management of the Company's business operations to ensure the achievement of the business targets for the first six months of 2026.

- Oversaw the timely preparation and submission of the Quarter I and Quarter II 2026 Financial Statements and the audited Financial Statements for the fiscal year 2025 in compliance with applicable regulations.

- Focused on accelerating the progress of construction works and the implementation and operation of the Company's investment projects.

- Closely monitored operating costs and urged the timely collection of outstanding receivables.

- Supervised the management and operation of the Company's business activities in accordance with the Resolutions adopted by the 2026 Annual General Meeting of Shareholders.

- Directed the implementation of the 2026 business plan in line with the Company's actual operating conditions to ensure the achievement of the business objectives for 2026.

- Monitored compliance with the Resolutions of the General Meeting of Shareholders, the Resolutions of the Board of Directors, the Law on Enterprises, the Law on Securities, other applicable legal regulations, and the Company's Charter.

- The Board of Directors consistently adhered to the Resolutions of the General Meeting of Shareholders in directing and supervising the Company's business operations, ensuring the effective implementation of the business objectives and tasks approved by the General Meeting of Shareholders, thereby promoting the sustainable development of the Company and safeguarding the legitimate interests of its shareholders.

4. Activities of subcommittees under the Board of Directors: None.

5. Resolutions/Decisions of the Board of Directors:

No.	Resolution/Decision No.	Date	Contents	Approval Rate
1	1003/2026/ BR-BOD	March 10, 2026	Approved the extension of the deadline for holding the 2026 Annual General Meeting of Shareholders.	100%
2	0405/2026/ BR - BOD	May 4, 2026	Regarding the record date for determining shareholders eligible to attend the 2026 Annual General Meeting of Shareholders.	100%

III. Supervisory Board / Audit Committee

1. Information on members of the Supervisory Board:

No.	Member of the Supervisory Board	Position	Start Date as Supervisory Board Member	Professional Qualification	Remarks

1	Ms. Pham Tuyet Nhung	Head of the Supervisory Board	April 22, 2016	Bachelor of Economics	
2	Ms. Nguyen Thi Hanh	Supervisory Board Member	June 30, 2017	Bachelor of Economics	Reappointed for the new term from June 27, 2022
3	Ms. Pham Thi Nga	Supervisory Board Member	May 5, 2025	Bachelor of Economics	Appointed as of May 5, 2025

2. Meetings of the Supervisory Board:

No.	Member of the Supervisory Board	Number of Meetings Attended	Attendance Rate	Voting Rate	Reason for Non-attendance
1	Ms. Pham Tuyet Nhung	1/1	100%	100%	
2	Ms. Nguyen Thi Hanh	1/1	100%	100%	
3	Ms. Pham Thi Nga	1/1	100%	100%	Appointed on May 5, 2025

3. Supervisory Activities of the Supervisory Board over the Board of Directors, the Executive Board, and Shareholders:

The Supervisory Board fully performed its inspection and supervisory functions over the activities of the Board of Directors (the "BOD") and the Executive Board, specifically as follows:

- Monitored and supervised the BOD, the Executive Board, and management personnel to ensure compliance with the Company's Charter and the Resolutions of the General Meeting of Shareholders; concurrently inspected and supervised the management, administration, and business operations of the Company's branches and affiliated units.
- Reviewed the quarterly financial statements to assess the truthfulness, reasonableness, and accuracy of the Company's financial data and indicators.
- During the first six months of 2026, the BOD effectively fulfilled its governance role with a high sense of responsibility, issuing timely and appropriate policies and resolutions that contributed to improving the Company's operational efficiency. The Resolutions of the General Meeting of Shareholders and the BOD were implemented in accordance with the approved plans.
- The BOD and the Executive Board strictly complied with applicable laws and the Company's internal regulations on corporate governance, including the issuance of management documents and the fulfillment of information disclosure obligations in accordance with legal requirements.
- Supervised the Company's accounting practices, reviewed its financial indicators, and monitored the preparation and disclosure of the Company's financial statements.

- Oversaw the activities of the General Director and the management team in implementing the business operation plans and financial plans approved by the General Meeting of Shareholders. The General Director substantially fulfilled the resolutions and decisions of the BOD and exercised his/her authority and responsibilities in accordance with the Company's Charter and applicable laws.
- The activities of the BOD were conducted in compliance with the Law on Enterprises and the Company's Charter. Regular meetings were convened as required, and resolutions were issued and implemented in a timely manner, providing a sound basis for the General Director to effectively organize and execute the Company's business operations.

4. Coordination between the Supervisory Board / Audit Committee and the Board of Directors, Executive Management, and other management officers:

- During the first six months of 2026, the Supervisory Board received close cooperation from the Board of Directors, the Executive Board, and the Company's functional departments in providing information, records, and documents necessary for the performance of its inspection and supervisory duties in accordance with applicable regulations.
- The Supervisory Board reviewed and examined the Company's interim financial statements for the first six months of 2026 to assess the fairness and reliability of the financial information, as well as the Company's compliance with applicable accounting and financial regulations.
- The working relationship between the Supervisory Board, the Board of Directors, the Executive Board, and shareholders was maintained in accordance with applicable laws and the Company's Charter, while ensuring the principles of independence and objectivity in the Supervisory Board's oversight activities.
- In performing its duties, the Supervisory Board was consistently provided by the Board of Directors and the Executive Board with timely access to the information and documents necessary for carrying out its responsibilities, thereby enabling it to effectively fulfill its assigned functions and duties.
- With respect to shareholders, during the first six months of 2026, the Supervisory Board did not receive any complaints, denunciations, or petitions relating to the Company's governance or management activities that fell within the Supervisory Board's authority for review and resolution.

5. Other activities of the Supervisory Board / Audit Committee: None.

IV. Executive Management:

No.	Member of the Executive Management	Date of Birth	Professional Qualification	Date of Appointment / Dismissal
1	Ms. Dang Thi Tuyet Lan	June 15, 1984	Bachelor of Economics	Appointed as Deputy General Director on February 23, 2009
2	Mr. Duong Quang Dong	August 1, 1961	Bachelor's Degree	Appointed as Deputy General Director on October 11, 2016

V. Chief Accountant:

No.	Chief Accountant	Date of Birth	Professional Qualification	Date of Appointment / Dismissal
1	Ms. Nguyen Thi Tuyet	January 10, 1983	Bachelor of Economics	Appointed on January 10, 2023

VI. Corporate Governance Training:

Training courses on corporate governance attended by members of the Board of Directors, members of the Supervisory Board, the Director (General Director), other management officers, and the Company Secretary in accordance with corporate governance regulations: None.

VII. List of related persons of the public company and transactions of related persons with the Company:

1. List of related persons of the Company: *Appendix 01 attached*

No.	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	ID No.*, date of issue, place of issue	Head office address / Contact address	Date becoming a related person	Date ceasing to be a related person	Reason	Relationship with the Company

Note: ID No.: Identity Card/Passport number (for individuals) or Enterprise Registration* Certificate number, Operating License, or other equivalent legal documents (for organizations).

2. Transactions between the Company and related persons of the Company; or between the Company and major shareholders, insiders, and related persons of insiders:

The Company entered into a house lease agreement for office use with Mr. Pham Huy Thanh (Mr. Pham Huy Thanh is the legal representative of the Company; Citizen Identification No. 025079000465, date of issue: November 20, 2024, place of issue: Ministry of Public Security). Lease contract No.: 1210/2021/HĐTN/PHT-MBG.

The Company entered into a house lease agreement for use as its head office with Ms. Dang Thi Tien (Ms. Dang Thi Tien is the mother-in-law of Mr. Pham Huy Thanh – the legal representative of the Company; Citizen Identification No. 025158000914, date of issue: April 10, 2021, place of issue: Police Department for Administrative Management of Social Order).

Note: ID No.*: Identity Card/Passport number (for individuals) or Enterprise Registration Certificate number, Operating License, or other equivalent legal documents (for organizations).

3. Transactions between insiders of the Company, related persons of insiders, and subsidiaries or companies under the Company's control: None.

No.	Person conducting the transaction	Relationship with insider	Position at the Public Company	ID/Passport No., date of issue, place of issue	Address	Name of subsidiary / company controlled by the public company	Transaction date	Contents, quantity, total transaction value	Remarks

4. Transactions between the Company and other parties:

4.1. Transactions between the Company and companies in which members of the Board of Directors, members of the Supervisory Board, the Director (General Director), or other managers have been or are founding members or members of the Board of Directors, Directors (General Directors) within the past three (03) years (as at the reporting date):

- EPC Contract No. 261021/HĐTTXD/MT-MBG for the construction of an electrical equipment manufacturing plant, entered into between MBG Group Joint Stock Company and Mien Trung Industry Joint Stock Company, dated October 26, 2021.
- EPC Contract No. 2610211/HĐTTMM/MT-MBG for the supply and installation of an electrical equipment production line, entered into between MBG Group Joint Stock Company and Mien Trung Industry Joint Stock Company, dated October 26, 2021.
- Economic Contract No. 1012/2025/HĐKT/MBG-CNMT, dated December 10, 2025, regarding the sale and purchase of goods between MBG Group Joint Stock Company and Mien Trung Industry Joint Stock Company.
- Contract No. 180801/2023/TTTC/LSPY-MBG for the implementation of Phase 1 of the Lac Sanh Hot Spring Resort Project, entered into between MBG Group Joint Stock Company and MBG Lac Sanh Phu Yen Joint Stock Company, dated August 18, 2023.
- MBG Group Joint Stock Company entered into transactions involving the purchase and sale of goods and real estate with Vimarko Joint Stock Company. Ms. Hoang Thi Ba has served as a member of the Board of Directors of MBG Group Joint Stock Company since May 5, 2025, and concurrently as a member of the Board of Directors of Vimarko Joint Stock Company since June 16, 2025.

4.2. Transactions between the Company and companies in which related persons of members of the Board of Directors, members of the Supervisory Board, the Director (General Director), and other managers are members of the Board of Directors or executive Directors (General Directors): None.

4.3. Other transactions of the Company (if any) that may bring material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, the Director (General Director), and other managers: None.

VIII. Share transactions of insiders and related persons of insiders (Six-Month Report for the First Half of 2026):

1. List of insiders and related persons of insiders: Appendix 02 attached

No.	Full name	Securities trading account (if any)	Position at the Company (if any)	ID/Passport No., date of issue, place of issue	Contact address	Number of shares held at end of period	Shareholding ratio at end of period	Remarks
1	(Name of insider)							
	Name of related person of the insider							
	…							
2								

2. Transactions of insiders and related persons in respect of the Company's shares:

No.	Person conducting the transaction	Relationship with insider	Number of shares held at beginning of period	Holding ratio	Number of shares held at end of period	Holding ratio	Reason for increase/decrease (purchase, sale, conversion, bonus, etc.)

IX. Other matters requiring attention: None.

Recipients:
- *Hanoi Stock Exchange;*
- *State Securities Commission;*
- *Filed at: Company Office.*

CHAIRMAN OF THE BOARD OF DIRECTORS
(Signed, full name stated, and sealed)

M.S.D.N: 0102382580 - C.T.C.P
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THÀNH PHỐ HÀ NỘI

PHAM HUY THANH

1. Appendix 01

No.	Name of organization/individual	Securities trading account (if any)	Position in the company (if any)	ID/Business Registration No.*, date of issue, place of issue	Head office address / Contact address	Date becoming a related person	Date no longer being a related person	Reason	Relationship with the company
BOARD OF DIRECTORS									
01	Pham Huy Thanh		Chairman of the Board of Directors			23/02/2009			
02	Dang Thi Tuyet Lan		Member of the Board of Directors cum Deputy General Director			23/02/2009			
03	Duong Quang Dong		Member of the Board of Directors cum Deputy General Director			22/04/2016			
04	Hoang Thi Ba		Member of the Board of Directors			05/05/2025		Appointment as Member of the Board of Directors	
SUPERVISORY BOARD									

01	Pham Tuyet Nhung		Head of the Supervisory Board			22/04/2016			
02	Nguyen Thi Hanh		Member of the Supervisory Board			30/06/2017			
03	Pham Thi Nga		Member of the Supervisory Board			05/05/2025		Appointment to the position of Member of the Supervisory Board	
BOARD OF MANAGEMENT									
1	Dang Thi Tuyet Lan		Deputy General Director			23/02/2009			
2	Duong Quang Dong		Deputy General Director			22/04/2016			
CHIEF ACCOUNTANT									
1	Nguyen Thi Tuyet		Chief Accountant			10/01/2023			
AUTHORIZED PERSON FOR INFORMATION DISCLOSURE									

1	Dang Thi Tuyet Lan	111C005893 069C015893	Authorized Person for Information Disclosure, Person in charge of Corporate Governance			23/02/2009			

CHAIRMAN OF THE BOARD OF DIRECTORS

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2. *Appendix 02*

No.	Name of organization/individual	Securities trading account (if any)	Position in the Company (if any)	ID No./Business Registration No./Passport, date of issue, place of issue	Contact address	Number of shares owned at the end of the period	Shareholding ratio at the end of the period	Notes
BOARD OF DIRECTORS AND BOARD OF MANAGEMENT								
I	**Pham Huy Thanh**		**Chairman of the Board of Directors**			**11.513.484**	**9,58%**	
Related persons of Mr. Pham Huy Thanh								
1	Nguyen Thi Bich Soi		Biological mother			**0**	**0%**	
2	Pham Manh Cuong		Elder brother			134	0.000112%	
3	Pham Thi Thu Huong		Elder sister			0	0%	
4	Dang Thi Tuyet Lan		Wife			11.220.629	9,33%	
5	Pham Kim Ngan		Child			0	0	
6	Pham Duc Quang		Child			0	0	
7	Dang Van Can		Father-in-law			16.267	0.013531%	

8	Dang Thi Tien		Mother-in-law			0	0%	
9	MBG Lac Sanh Phu Yen Joint Stock Company		Mr. Pham Huy Thanh is Chairman of the Board of Directors and Legal Representative			0	0%	
10	Central Industry Joint Stock Company		Mr. Pham Huy Thanh is Chairman of the Board of Directors and Legal Representative			0	0%	
11	Quoc Bao Van Ninh Joint Stock Company		Mr. Pham Huy Thanh is Chairman of the Board of Directors and Legal Representative			0	0%	
II	**Dang Thi Tuyet Lan**		**Member of the Board of Directors cum Deputy General Director**			**11.220.629**	**9,33%**	
Related Persons of Ms. Dang Thi Tuyet Lan								
1	Dang Van Can		Biological father			16.267	0.013531%	
2	Dang Thi Tien		Biological mother			0	0%	
3	Pham Huy Thanh		Husband			11.513.484	9,58%	

4	Pham Kim Ngan		Child			0	0%	
5	Pham Duc Quang		Child			0	0%	
6	Dang Trung Kien		Elder brother			0	0%	
7	Pham Hong Van		Sister-in-law			0	0%	
8	Nguyen Thi Bich Soi		Mother-in-law			0	0%	
9	PJACA Phu Yen Joint Stock Company		Ms. Dang Thi Tuyet Lan is the Chairwoman of the Board of Directors and the legal representative.			0	0%	
10	Greenscape Dong Hoa Joint Stock Company		Ms. Dang Thi Tuyet Lan is the Chairwoman of the Board of Directors and the legal representative.			0	0%	
III	**Duong Quang Dong**		**Member of the Board of Directors and Deputy General Director**			**1.374**	**0.001144%**	
Related Persons of Mr. Duong Quang Dong								
1	Be Thi Hoa		Wife			134	0.000112%	
2	Duong Hoai Viet		Child			134	0.000112%	

3	Bui Thi Thuy		Mother			134	0.000112%	
IV	**Hoang Thi Ba**		**Member of the Board of Directors**			**0**	**0%**	**Appointed on 05/05/2025**
Related Persons of Ms. Hoang Thi Ba								
1	Hoang Van Au		Biological Father			0	0%	
2	Dang Thi Dao		Biological Mother			0	0%	
3	Hoang Quoc Quang		Elder Brother			0	0%	
4	Hoang Thi Diep		Elder Sister			0	0%	
5	Le Thu Trang		Sister-in-law			0	0%	
6	Ho Thanh Vinh		Brother-in-law			0	0%	
Supervisory Board								
I	**Pham Tuyet Nhung**		**Head of Supervisory Board**			**0**	**0%**	
Related Persons of Ms. Pham Tuyet Nhung								
1	Pham Van Don		Father			0	0%	
2	Nguyen Thi Hinh		Mother			0	0%	

3	Nguyen Tien Thanh		Husband			0	0%	
4	Pham Thi Hau		Elder Sister			0	0%	
5	Pham Thi Thu Phuong		Elder Sister			0	0%	
6	Pham Ngoc Lam		Younger Brother			0	0%	
7	Nguyen Tien Minh Duc		Son			0	0%	
8	Nguyen Tien Minh Hieu		Son			0	0%	
II	**Nguyen Thi Hanh**		**Member of Supervisory Board**			**0**	**0%**	
Related Persons to Ms. Nguyen Thi Hanh								
1	Nguyen Van Quyen		Father			0	0%	
2	Nguyen Thi Ha		Mother			0	0%	
3	Tong Nang Luong		Husband			0	0%	
4	Tong Duc Nguyen		Son			0	0%	
5	Tong Duc Tuan Anh		Son			0	0%	
6	Nguyen Thi Thu Hien		Younger Sister			0	0%	
7	Do Van Toan		Younger Brother-in-law			0	0%	

8	Nguyen Ngoc Quynh		Younger Brother			0	0%	
9	Nguyen Thi Nguyet		Younger Sister-in-law			0	0%	
10	Tong Duc Trong		Father-in-law			0	0%	
11	Nguyen Thi Loi		Mother-in-law			0	0%	
III	**Pham Thi Nga**		**Member of Supervisory Board**			**0**	**0%**	**Appointed on 05 May 2025**
Related persons of Ms. Pham Thi Nga								
1	Tran Quoc Tuan		Husband			27	0.0000225%	
2	Tran Tri Dung		Son			0	0	
3	Tran Nhat Quang		Son			0	0	
Chief Accountant								
I	**Nguyen Thi Tuyet**		**Chief Accountant**			**0**	**0%**	**Appointed on 10 January 2023**
Related parties of Ms. Nguyen Thi Tuyet								
1	Nguyen Sy Nhung		Father			0	0%	
2	Nguyen Thi Nga		Mother			0	0%	

3	Nguyen Thi Huong		Younger sister			0	0%	
4	Nguyen Thi Hai		Younger sister			0	0%	
5	Nguyen Sy Tuan		Younger brother			0	0%	
6	Dang Anh Tuan		Husband			0	0%	
7	Dang Anh Dung		Son			0	0%	
8	Dang Chau Anh		Daughter			0	0%	
Authorized Person for Information Disclosure								
	Dang Thi Tuyet Lan		**Information Disclosure Authorizer, Corporate Governance Officer**			**11,220,629**	**9.33%**	
Related Persons of Ms. Dang Thi Tuyet Lan								
1	Dang Van Can		Father			16.267	0.013531%	
2	Dang Thi Tien		Mother			0	0%	
3	Pham Huy Thanh		Husband			11.513.484	9,58%	
4	Pham Kim Ngan		Child			0	0%	
5	Pham Duc Quang		Child			0	0%	

6	Dang Trung Kien		Brother			0	0%	
7	Pham Hong Van		Sister-in-law			0	0%	
8	Nguyen Thi Bich Soi		Mother-in-law			0	0%	
9	PJACA Phú Yên Joint Stock Company		Ms. Dang Thi Tuyet Lan is Chairwoman of the Board and Legal Representative			0	0%	
10	Greenscape Dong Hoa Joint Stock Company		Ms. Dang Thi Tuyet Lan is the Chairwoman of the Board of Directors and the Legal Representative			0	0%	

CHAIRMAN OF THE BOARD OF DIRECTORS

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