

**MGROUP GROUP
CORPORATION**

No: 20/2025/CBTT – MGROU

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, July 23, 2025

**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: Current position: Member of the Board of Directors, person who
discloses infor-mation.
- *Type of information disclosure:*
- ☐ 24h - ☐ 72h - ☐ Request - ☐ Abnormal - ☒ Periodic

1. Information disclosure content:

Management report for the first 6 months of 2025 of MGROU Group Corporation.

- 2. This information is published on the company's information disclosure page at
info.mgroup.vn address on July 23, 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:

- *Report On Corporate Governance.*

**ORGANIZATION REPRESENTATIVE
INFORMATION DISCERNERS**



MAI NAM CHUONG

Appendix V

REPORT ON CORPORATE GOVERNANCE

(Promulgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

**MGROUP
GROUP CORPORATION**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: 02/2025/BCQT

HCMC, July 23, 2025

REPORT ON CORPORATE GOVERNANCE 01/01/2025 to 30/06/2025

Dear:

- State Securities Commission of Vietnam;
- Hanoi Stock Exchange.

- Name of company: **MGROUP GROUP CORPORATION**

- Địa chỉ trụ sở chính/Address of headoffice: 19th Floor, Block A, Indochina Park Tower, No. 04 Nguyen Dinh Chieu, Ward Tan Dinh, Ho Chi Minh City, Vietnam.

- Telephone: 028.7106.8910

Fax:

Email: info@mgroup.vn

- Charter capital: 200.000.000.000 đồng

- Stock symbol: MGR

- Governance model:

+ General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director and Director.

- The implementation of internal audit: Implemented/ Not yet implemented.

I. Activities of the General Meeting of Shareholders

Information on meetings, resolutions and decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders approved in the form of written comments):

| No. | Resolution/Decision No. | Date | Content |
|-----|-------------------------|----------------|------------------------|
| 1 | 01/2025/NQ-ĐHĐCĐ | April 29, 2024 | Annual General Meeting |

II. Board of Directors (Semiannual report/annual report):

1. Information about the members of the Board of Directors:

| No. | Board of Directors' members | Position Independent members of the Board of Directors, Non-executive members of the Board of Directors) | The date becoming/ceasing to be the member of the Board of Directors | |
|-----|-----------------------------|--|--|-------------------|
| | | | Date of appointment | Date of dismissal |
| 1 | Mr. Mai Đức Hùng | Chairman Of The Board Of Directors | April 23,2023 | |
| 2 | Mr. Mai Đức Hoàn | Members of Board of Directors -General Director | June 30,2025 | |
| 3 | Mr. Mai Nam Chương | Members of Board of Directors | April 23,2023 | |
| 4 | Mr. Lê Tư | Members of Board of Directors -Deputy General Director | April 23,2023 | |
| 5 | Mr. Nguyễn Quốc Hoàn | Members of Board of Directors | April 23,2023 | |

2. Meetings of the Board of Directors:

| No. | Board of Director' member | Number of meetings attended by Board of Directors | Attendance rate | Reasons for absence |
|-----|---------------------------|---|-----------------|---------------------|
| 1 | Mr. Mai Đức Hùng | 7/7 | 100% | |
| 2 | Mr. Mai Nam Chương | 7/7 | 100% | |
| 3 | Mr. Lê Tư | 7/7 | 100% | |
| 4 | Mr. Nguyễn Quốc Hoàn | 7/7 | 100% | |
| 5 | Mr.Mai Đức Hoàn | 7/7 | 100% | |

3. Supervising the Board of Management by the Board of Directors: **none**

4. Activities of the Board of Directors' subcommittees (If any): **none**

5. Resolutions/Decisions of the Board of Directors (Semi-annual report/annual report):

| No. | Resolution/Decision No. | Date | Content | Approval rate |
|-----|-------------------------|---------------|---|---------------|
| 1 | 01/2025/NQ-HĐQT | March 4, 2025 | Prepare for annual general shareholders meeting | 100% |
| 2 | 02/2025/NQ-HĐQT | April 4, 2025 | Resolution on change of contact address | 100% |

| | | | | |
|---|-----------------|----------------|--|------|
| 3 | 03/2025/NQ-HĐQT | April 22, 2025 | supplementing the documents of the Annual General Meeting of Shareholders in 2025s | 100% |
| 4 | 04/2025/NQ-HĐQT | May 13,2025 | Dismissal, appointment of chief accountants | 100% |
| 5 | 05/2025/NQ-HĐQT | May 23,2025 | Choose audit company | 100% |
| 6 | 06/2025/NQ-HĐQT | June 05,2025 | Transfer of Northern MLAND Real Estate Joint Stock Company and lend capital to Nam Hoa Joint Stock Company | 100% |
| 7 | 07/2025/NQ-HĐQT | June 30,2025 | Dismissal and appointment of General Director Legal Representative | 100% |

III. Board of Supervisors/Audit Committee (Semi-annual report/annual report):

1. Information about members of Board of Supervisors or Audit Committee:

| No. | Members of Board of Supervisors/ Audit Committee | Position | The date becoming/ceasing to be the member of the Board of Supervisors/ Audit Committee | Qualification |
|-----|--|-------------------------|---|-----------------------------------|
| 1 | Mrs. Cao Thị Giang | - Head of control board | Dismissal Date 29/04/2025 | Master of Business Administration |
| 2 | Mr. Cao Việt Cường | - Head of control board | Appointment Date 05/05/2025 | Bachelor |
| 3 | Ms. Đào Nhật Anh | - Member | April 23,2023 | Marketing |
| 4 | Mrs. Nguyễn Thị Vân Anh | - Member | April 23,2023 | Bachelor |

2. Meetings of Board of Supervisors or Audit Committee

| No. | Members of Board of Supervisors/ Audit Committee | Number of meetings attended | Attendance rate | Voting rate | Reasons for absence |
|-----|--|-----------------------------|-----------------|-------------|---------------------|
| 1 | Mr. Cao Việt Cường | 1/1 | 100% | | |
| 2 | Ms. Đào Nhật Anh | 1/1 | 100% | | |
| 3 | Mrs. Nguyễn Thị Vân Anh | 1/1 | 100% | | |

3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors or

Audit Committee: **None**

4. The coordination among the Board of Supervisors, Audit Committee, the Board of Management, Board of Directors and other managers: **None**

5. Other activities of the Board of Supervisors and Audit Committee (if any): **None**

IV. Board of Management

| No. | Members of Board of Management | Date of birth | Qualification | Date of appointment / dismissal of members of the Board of Management / |
|-----|--------------------------------|-------------------|-------------------------------------|---|
| 1 | Mr. Mai Nam Chương | October 17,1981 | Master of Information Technology | May 2013 |
| 2 | Mr. Lê Tư | September 14,1983 | Bachelor of Business Administration | September 2019 |
| 3 | Mr. Mai Đức Hoàn | October 10,1978 | Bachelor of LawsSS | Appointment 30/06/2025 |

V. Kế toán trưởng/Chief Accountant

| Name | Date of birth | Qualification | Date of appointment/ Dismissal |
|---------------------|------------------|----------------------|--------------------------------|
| Mrs. Hoàng Thị Xuân | November 10,1983 | Financial accounting | May 13,2025 |

VI. Training courses on corporate governance:

Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, Director (General Director), other managers and secretaries in accordance with regulations on corporate governance: **None**

VII. The list of affiliated persons of the public company (Semi-annual report/annual report) and transactions of affiliated persons of the Company)

1. The list of affiliated persons of the Company:

| No. | Name of organization/individual | Securities trading account (if any) | Position at the Company (if any) | NSH No.*, date of issue, place of issue | Head Office Address/ Contact Address | Time of starting to be affiliated person | Time of ending to be affiliated person | Reasons | Relationship with the |
|-----|---------------------------------|-------------------------------------|------------------------------------|---|---|--|--|---------|-----------------------|
| 1 | Mai Đức Hùng | | Chairman Of The Board Of Directors | | Village 4, Nga Tien, Nga Son, Thanh Hoa | May 2013 | | | Internal persons |

| | | | | | | | | |
|---|--------------------|--|---|---|----------------|------------------------|--|------------------|
| 2 | Mai Đức Hoàn | | Members of Board of Directors - General | Residential Group 1, Nghia Trung Ward, Gia Nghia Town, Dak Nong Province | June 30, 2025 | | | Internal persons |
| 3 | Mai Nam Chương | | Members of Board of Directors | 189/55 Hoang Hoa Tham, Ward 6, Binh Thanh District, HCMC Ho Chi Minh City | May 2013 | | | Internal persons |
| 4 | Lê Tư | | Members of Board of Directors - Deputy General Director | A9-09 Vung Tau Plaza 207 Le Hong Phong, Ward 9, Vung Tau. | September 2019 | | | Internal persons |
| 5 | Nguyễn Quốc Hoàn | | TVHĐQT/ members of Board of Directors | 32G4 Commercial Center, Ward 7, Vung Tau, BRVT | November 2020 | | | Internal persons |
| 6 | Nguyễn Thị Yên Anh | | Chief Accountant | 404C/C141A -Ward 14, Phu Nhuan District, Ho Chi Minh City | January 2018 | Dismissal May 13, 2025 | | Internal persons |
| 7 | Hoàng Thị Xuân | | Chief Accountant | 175/70/15 D.2 Tang Nhon Phu B, Thu Duc City, Ho Chi Minh City. | May 13, 2025 | | | Internal persons |
| 8 | Cao Thị Giang | | Members of the | Lien Vinh Street, Tinh | June 4, 2022 | Dismissal | | Internal persons |

| | | | | | | | | | |
|----|--------------------|--|------------------------------------|--|---|--------------|--------------------|--|--|
| | | | Board of Supervisor | | Hai Ward, Nghi Son Town, Thanh Hoa Province | | May April 29, 2025 | | |
| 9 | Cao Việt Cường | | Members of the Board of Supervisor | | 20 Lot D1, Quarter 2, Tan Phong Ward, District 7, Ho Chi Minh City. | May 05, 2025 | | | |
| 10 | Đào Nhật Anh | | Members of the Board of Supervisor | | 269/11/21 Nguyen Trai Street, Nguyen Cu Trinh Ward, District 1, Ho Chi Minh City, Vietnam | April 2021 | | | |
| 11 | Nguyễn Thị Vân Anh | | Members of the Board of Supervisor | | 62/33/1C Lam Van Ben Street, KP4, Tan Kieng Ward, District 7, Ho Chi Minh City | June 4, 2022 | | | |

Note: NSH No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on Operations or equivalent legal documents (As for organisations).

2. Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons.

| No. | Name of organization/ individual | Relationship with the Company | NSH No.* date of issue, place of issue | Head Office Address/ Contact Address | Time of transactions with the Company | Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue) | Content, quantity, total value of transaction | Note |
|-----|----------------------------------|-------------------------------|--|--------------------------------------|---------------------------------------|---|---|------|
|-----|----------------------------------|-------------------------------|--|--------------------------------------|---------------------------------------|---|---|------|

| | | | | | | | | |
|---|------------------------------------|---------------|------------|---|--|--|---------------|-----------------|
| 1 | Southern Mland Joint Stock Company | Same chairman | 0316062436 | 19th Floor, Block A, Indochina Park Tower, No. 4 Nguyen Dinh Chieu, Da Kao Ward, District 1, Ho Chi Minh City, Vietnam | | | 300.000.000 | collect deposit |
| 2 | Nam Hoa Joint Stock Company | Subsidiaries | 2901370384 | Pisces Street, Tay Hoa Block, Tay Hoa Ward, Cua Lo Town, Nghe An | | | 6.175.663.121 | Loan |

Note: NSH No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on operations or equivalent legal documents (As for organisations).

3. Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power.

| No. | Transaction executor | Relationship with internal persons | Position at the listed Company | ID card No./Passport No., date of issue, place of Issue | Address | Name of subsidiaries or companies which the Company control | Time of transaction | Content, quantity, total value of transaction | Note |
|-----|----------------------|------------------------------------|--------------------------------|---|---------|---|---------------------|---|------|
| | | | | | | | | | None |

4. Transactions between the Company and other objects

4.1. Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): **None**

4.2. Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): **None**

4.3. Other transactions of the Company (if any) may bring material or non- material benefits for

members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: **None**

VIII. Share transactions of internal persons and their affiliated persons (Semi-annual report/annual report)

1. The list of internal persons and their affiliated persons công ty / Transactions of internal persons and affiliated persons with shares of the Company

| No. | Name | Securities trading account (if any) | Position at the company (if any) | ID card No./Passport No., date of issue, place of issue | Address | Number of shares owned at the end of the period | Percentage of share ownership at the end of the period | Note |
|----------|---------------------|-------------------------------------|---|---|---------|---|--|-------------------|
| 1 | Mai Đức Hùng | | Chairman Of The Board Of Directors | | | 5.940.000 | 29.70% | |
| 1.01 | Nghiêm Thị Hải | | | | | 0 | | Biological Mother |
| 1.02 | Mai Đức Hoàng | | | | | 0 | | Brother |
| 1.03 | Lê Thị Tươi | | | | | 0 | | Sister-in-law |
| 1.04 | Mai Đức Hoàn | | | | | 0 | | Brother |
| 1.05 | Bùi Thị Thanh | | | | | 0 | | Sister-in-law |
| 1.06 | Mai Đức Huy | | | | | 0 | | Younger siblings |
| 1.07 | Mai Thị Huyền | | | | | 0 | | Sister |
| 1.08 | Nguyễn Văn Chính | | | | | 0 | | Brother-in-law |
| 1.09 | Mai Thị Thương | | | | | 0 | | Younger siblings |
| 1.10 | Lê Viết Tuấn | | | | | 0 | | Brother in law |
| 2 | Mai Đức Hoàn | | Members of Board of Directors - General Director | | | 0 | | |
| 2.01 | Nghiêm Thị Hải | | | | | 0 | | Biological mother |
| 2.02 | Bùi Thị Thanh | | | | | 0 | | Wife |
| 2.03 | Mai Đức Anh | | | | | 0 | | Biological child |

| | | | | | | | |
|------|------------------------|--|--|--|-----------|--------|-------------------|
| 2.04 | Mai Đức Hùng Cường | | | | 0 | | Biological child |
| 2.05 | Mai Đức Hoàng | | | | 0 | | Brother |
| 2.06 | Lê Thị Tươi | | | | 0 | | Sister-in-law |
| 2.07 | Mai Đức Huy | | | | 0 | | Younger siblings |
| 2.08 | Mai Thị Huyền | | | | 0 | | Sister |
| 2.09 | Nguyễn Văn Chính | | | | 0 | | Brother-in-law |
| 2.10 | Mai Thị Thương | | | | 0 | | Younger siblings |
| 2.11 | Lê Việt Tuấn | | | | 0 | | Brother in law |
| 3 | Mai Nam Chương | | Members of Board of Directors | | 5.993.300 | 29.97% | |
| 3.01 | Mai Văn Chất | | | | 0 | | Biological Father |
| 3.02 | Đặng Thị An | | | | 0 | | Biological Mother |
| 3.03 | Nguyễn Thị Kim Thanh | | | | 0 | | Wife |
| 3.04 | Mai Tuấn Khoa | | | | 0 | | Biological child |
| 3.05 | Mai Tuấn Khang | | | | 0 | | Biological child |
| 3.06 | Mai Việt Cường | | | | 0 | | Younger siblings |
| 3.07 | Nguyễn Thị Thanh Hồng | | | | 0 | | Sister in law |
| 3.08 | Nguyễn Định Nghĩa | | | | 0 | | Father-in-law |
| 3.09 | Nguyễn Tiến Dũng | | | | 0 | | Brother-in-law |
| 3.10 | Nguyễn Thị Thu | | | | 0 | | Sister-in-law |
| 3.11 | Nguyễn Phi Hùng | | | | 0 | | Brother-in-law |
| 3.12 | Nguyễn Thị Quỳnh Hương | | | | 0 | | Sister-in-law |
| 4 | Lê Tư | | Members of Board of Directors - | | 400.000 | 2.00% | |

| | | | | | | | | |
|----------|-------------------------|------------|---|--|-----------------|--------------|--|-------------------|
| | | | Deputy General Director | | | | | |
| 4.01 | Lê Mỹ | | | | 0 | | | Biological child |
| 4.02 | Lê Vy | | | | 0 | | | Biological child |
| 4.03 | Lê Phong | | | | 0 | | | Brother |
| 4.04 | Lê Thị Hương | | | | 0 | | | Sister-in-law |
| 5 | Nguyễn Quốc Hoàn | 093C023335 | Members of Board of Directors | | 240.0000 | 1.20% | | |
| 5.01 | Nguyễn Quốc Thiệu | | | | 0 | | | Biological father |
| 5.02 | Nguyễn Thị Huyền Trang | | | | 0 | | | Wife |
| 5.03 | Nguyễn Quốc Trí | | | | 0 | | | Biological child |
| 6 | Hoàng Thị Xuân | | Chief Accountant | | 0 | | | |
| 6.01 | Trần Minh Đức | | | | 0 | | | Husband |
| 6.02 | Trần Minh Sang | | | | 0 | | | Biological child |
| 6.03 | Trần Ngọc Tâm Đan | | | | 0 | | | Biological child |
| 6.04 | Trần Ngọc Tâm An | | | | 0 | | | Biological child |
| 7 | Cao Việt Cường | | Head of the Board of Supervisor | | 0 | | | |
| 7.01 | Phạm Giao Thy | | | | 0 | | | Wife |
| 8 | Đào Nhật Anh | | Members of the Board of Supervisor | | 0 | | | |
| 8.01 | Đào Văn Sơn | | | | 0 | | | Biological father |
| 8.02 | Nguyễn Thị Hữu Hòa | | | | 0 | | | Biological mother |
| 8.03 | Đào Huy Quang | | | | 0 | | | Brother |

| | | | | | | | | |
|------|--------------------|--|---|--|--|---|--|-------------------|
| 8.04 | Đào Thị Vân Anh | | | | | 0 | | Sister |
| 9 | Nguyễn Thị Vân Anh | | Members of the Board of Supervisor | | | 0 | | |
| 9.01 | Trần Đại Nghĩa | | | | | 0 | | |
| 9.02 | Trần Đại Tiến | | | | | 0 | | Biological child |
| 9.03 | Trần Mây Anh | | | | | 0 | | Biological child |
| 9.04 | Trịnh Thị Hải | | | | | 0 | | Biological mother |
| 9.05 | Nguyễn Thị Kim Anh | | | | | 0 | | Sister |
| 9.06 | Nguyễn Đức Thịnh | | | | | 0 | | Brother |

2. Transactions of internal persons and affiliated persons with shares of the company:

| No. | Transaction executor | Relationship with internal persons | Number of shares owned at the beginning of the period | | Number of shares owned at the end of the period | | Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.) |
|-----|----------------------|------------------------------------|---|------------|---|------------|---|
| | | | Number of shares | Percentage | Number of shares | Percentage | |
| | | | | | | | None |

IX. Other significant issues: None

Recipients:

- As above;
- Archive office.

CHAIRMAN OF THE BOARD OF DIRECTORS

(Sign, full name and seal)



MAI DUC HUNG