

## MBG GROUP JOINT STOCK COMPANY

Head Office: No. 906 Nguyen Khoai, Group 10, Thanh Tri Ward, Hoang Mai District, Hanoi  
Business Office: No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District,  
Hanoi, Vietnam  
Phone: (84-24) 3644 7655 Fax: (84-24) 3644 7655

### ANNUAL GENERAL MEETING PROGRAM 2025

Time: 08:30 AM, May 5, 2025  
Venue: 3rd Floor, MBG Building, No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi

Time	Content
08:00 - 08:30	Welcoming delegates and shareholders, registration, and distribution of documents
08:30 - 08:35	Flag salute, opening statement, and introduction of participants
08:35 - 08:40	Report on shareholder eligibility verification
08:40 - 08:45	Approval of the Presidium, Secretary, Voting Committee, agenda, and working regulations of the General Meeting
08:45 - 08:50	Approval of the Board of Directors' 2024 Activity Report
08:50 - 08:55	Approval of the Executive Board's 2024 Activity Report
08:55 - 09:00	Approval of the Supervisory Board's 2024 Activity Report
09:00 - 09:05	Approval of Proposal No. 01/2025/TTr-HDQT regarding the audited financial statements of 2024
09:05 - 09:10	Approval of Proposal No. 02/2025/TTr-HDQT regarding the 2025 business plan
09:10 - 09:15	Approval of Proposal No. 03/2025/TTr-HDQT regarding the selection of an independent auditor for the 2025 fiscal year
09:15 - 09:20	Approval of Proposal No. 04/2025/TTr-HDQT regarding the 2024 profit distribution
09:20 - 09:25	Approval of Proposal No. 05/2025/TTr-HDQT regarding the remuneration of the Board of Directors and the Supervisory Board
09:25 - 09:30	Approval of Proposal No. 06/2025/TTr-HDQT regarding the Board of Directors' resolutions in 2024 to be reported at the General Meeting
09:30 - 09:35	Approval of Proposal No. 07/2025/TTr-HDQT regarding transactions with related parties



09:35 - 09:40	Approval of Proposal No. 08/2025/TTr-HĐQT regarding the dismissal and appointment of members of the Board of Directors and the Supervisory Board for the 2025-2030 term
09:40 - 09:45	Approval of Proposal No. 09/2025/TTr-HĐQT regarding the change of the company's head office
09:45 - 09:50	Approval of Proposal No. 10/2025/TTr-HĐQT regarding the postponement of the 2022 dividend payment
09:50 - 09:55	Through Circular No. 11/2025/TTr-HĐQT Regarding the approval of changing the Company's business lines
09:55 - 10:15	Other matters within the authority of the General Meeting (if any)
10:15 - 10:30	Discussion on the agenda items
10:30 - 11:00	<p>Additional election of Board of Directors and Supervisory Board members and voting on other matters</p> <ul style="list-style-type: none"> <li>- Approval of the election regulations</li> <li>- Instructions for filling out and casting ballots and voting slips</li> <li>- Shareholders cast their ballots and voting slips into the ballot box</li> </ul>
11:00 - 11:15	Break
11:15 - 11:45	Announcement of voting results on issues and voting ballots to elect members of the Board of Directors and Supervisory Board and introduction of new members of the Board of Directors and Supervisory Board
11:45 - 12:00	Approval of the Meeting Minutes and Resolution, and closing of the meeting



No: 0504/2025/TB-HĐQT

Hanoi, May 5, 2025

**NOTICE OF MEETING INVITATION**

***Re: Participation in the 2025 Annual General Meeting of Shareholders  
MBG Group Joint Stock Company***

**To: Esteemed Shareholders of MBG Group Joint Stock Company**

The Board of Directors of MBG Group Joint Stock Company respectfully invites our esteemed shareholders to attend the Annual General Meeting of Shareholders of MBG Group Joint Stock Company, with details as follows:

1. **Time:** 8:30 AM, May 5, 2025  
**Venue:** 3rd Floor, MBG Building, No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi
2. **Attendees:** All shareholders holding shares of MBG Group Joint Stock Company
3. **Agenda:** Enclosed with this meeting invitation
4. **Documents for the Meeting:**  
Shareholders are requested to review the meeting documents at: <http://www.mbg.vn/>  
In case a shareholder is unable to attend, they may authorize another person to attend on their behalf (as per the attached Authorization Letter template).
5. **Attendance Requirements:**  
Shareholders or authorized representatives attending the Meeting must bring the following documents:
  - o Meeting invitation notice
  - o National ID card or passport
  - o Authorization letter and meeting invitation notice (if attending as an authorized representative)

For any inquiries regarding the meeting, please contact the Organizing Committee:

**ORGANIZING COMMITTEE OF THE ANNUAL GENERAL MEETING OF  
SHAREHOLDERS**

**MBG GROUP JOINT STOCK COMPANY**

Office: No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi,  
Vietnam

Phone: (84-24) 3644 7655

*Sincerely./.*

**TM. BOARD OF DIRECTORS**



**PHAM HUY THANH**

Hanoi, May 5, 2025

**WORKING REGULATIONS  
ANNUAL GENERAL SHAREHOLDERS' MEETING 2025  
MBG GROUP JOINT STOCK COMPANY**

**CHAPTER I  
GENERAL PROVISIONS**

**Article 1. Scope of Application**

This regulation applies to the organization of the 2025 Annual General Shareholders' Meeting of MBG Group Joint Stock Company.

**Article 2. This regulation specifies the rights and obligations of the parties participating in the meeting, the conditions, and procedures for conducting the General Meeting.**

**Article 3. Shareholders and participants in the General Meeting are responsible for adhering to the provisions of this regulation.**

**CHAPTER II  
RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE MEETING**

**Article 4. Shareholders Attending the General Meeting**

**1. Conditions for Attending the Meeting**

All shareholders who own shares of MBG Group Joint Stock Company or those who are authorized to attend the meeting are eligible to participate.

**2. Rights and Obligations of Eligible Shareholders Attending the Meeting**

a) Shareholders or authorized representatives attending the General Meeting must bring the following documents:

- Invitation letter for the meeting;
- Identity card or passport;
- Power of attorney and invitation letter (in case of being authorized to attend the meeting).

b) Registration for Attendance: Shareholders or authorized representatives must present the above documents to the Shareholder Verification Committee and receive meeting materials, 01 Voting Paper, 02 Election Ballots, including the following details: **Shareholder code; Number of shares entitled to vote (owned and/or authorized).**

c) Authorization: Shareholders may authorize another person in writing to attend and vote on their behalf at the General Meeting. However, the person who is authorized to attend the meeting is not allowed to further delegate the authorization to another person.

d) Shareholders attending the meeting who wish to express opinions during discussions must obtain approval from the Chairman of the meeting. They should speak briefly and focus on the key issues to be discussed, in accordance with the approved agenda of the meeting. Issues





already raised by previous speakers should not be repeated to avoid redundancy. Shareholders may also write their questions on a question paper and submit it to the Secretariat.

e) Participate in voting on issues within the authority of the General Shareholders' Meeting in accordance with the provisions of the Enterprise Law.

f) Shareholders and their representatives, upon attending the General Shareholders' Meeting, will listen to reports on the issues that need to be approved, followed by discussions and voting on those issues.

g) During the meeting, shareholders must follow the guidance of the Presidium, behave courteously and politely, and not cause any disruption.

h) Shareholders or their representatives arriving after the meeting has started, after completing the registration procedures, may still attend and vote on the remaining issues that need to be voted on as per the approved agenda. In this case, the validity of previously conducted votes will not be affected.

#### **Article 5. Presidium and Chairman of the Meeting**

1. The Presidium is elected by the General Shareholders' Meeting; the Chairman of the Presidium is the person presiding over the General Shareholders' Meeting.

2. Rights and Obligations of the Presidium:

a) To manage the activities of the meeting according to the program approved by the General Shareholders' Meeting. To carry out necessary tasks to ensure the meeting proceeds in an orderly manner and meets the expectations of the majority of shareholders attending.

b) To guide delegates and the meeting in discussions.

c) To present drafts of necessary issues for the meeting to vote on.

d) To answer questions raised by the meeting or designate someone to answer.

#### **Article 6. Shareholder Eligibility Verification Committee for the Meeting**

The Shareholder Eligibility Verification Committee for the General Shareholders' Meeting is established by the Organizing Committee of the meeting. The committee is responsible for verifying the eligibility of shareholders or their authorized representatives attending the meeting, ensuring compliance with legal regulations, and matching the attendance list of shareholders entitled to attend the meeting. The committee is also responsible for distributing meeting materials and voting papers, reporting to the meeting, and ensuring the results of the eligibility check are accurate before the official meeting begins.

#### **Article 7. Secretariat of the Meeting**

1. The organizing committee will introduce the Secretariat, which will be elected and approved by the General Shareholders' Meeting.

2. The Secretariat is responsible for assisting as per the assignment of the Chairman, including:

a) Accurately and fully recording the contents of the meeting.

b) Assisting the Presidium in announcing the draft minutes and resolutions of the meeting and notifications from the Presidium to shareholders when requested.

c) Receiving shareholder inquiry forms.

#### **Article 8. Ballot Counting Committee**

1. The Ballot Counting Committee consists of three members, nominated by the Organizing Committee and elected by the General Shareholders' Meeting.

2. The Ballot Counting Committee has the following responsibilities:



- a) To monitor the voting process of shareholders or their representatives attending the meeting.
- b) To tally the number of votes for each issue and report the results to the Chairman and Secretariat.

### **CHAPTER III**

#### **CONDUCTING THE GENERAL MEETING**

##### **Article 9. Conditions for Holding the Meeting**

The General Shareholders' Meeting shall be conducted when the number of shareholders attending and authorizing their representatives to attend exceeds 50% of the total shares with voting rights, as per the shareholder list of the Company.

##### **Article 10. Voting Method for Issues at the Meeting**

1. All issues in the agenda of the meeting must be approved through voting by all shareholders attending the meeting using voting papers based on the shares owned and represented.

2. Voting Method: The voting on issues in the agenda will be conducted according to the decision of the Chairman, using the appropriate form based on the progress of the meeting, specifically:

Voting by filling out the Voting Paper: Shareholders fill out the Voting Paper at the meeting as requested by the Chairman to vote on the following options: Agree, Disagree, or No Opinion, specifically:

- Approving the resolutions and reports presented at the meeting;
- Approving the minutes and resolutions of the meeting;
- And other issues as they arise during the meeting.

3. The total number of votes in favor, against, and abstentions for each issue will be announced by the Head of the Ballot Counting Committee at the meeting.

##### **Article 11. Approval of the Resolutions of the General Shareholders' Meeting**

1. The resolutions of the General Shareholders' Meeting on the following issues in the meeting agenda will be approved if the number of shareholders represented is at least 65% of the total shares with voting rights of all shareholders and their representatives attending the meeting:

- a) Types of shares and the total number of shares of each type;
- b) Changes to the industry, business lines, and fields of operation;
- c) Changes to the organizational structure of the Company;
- d) Investment projects or sale of assets with a value equal to or greater than 35% of the total asset value as recorded in the latest financial statement of the Company;
- e) Reorganization or dissolution of the Company.

2. The resolutions of the General Shareholders' Meeting on other issues in the meeting agenda will be approved if the number of shareholders represented is over 50% of the total shares with voting rights of all shareholders and their representatives attending the meeting.

##### **Article 12. Minutes and Resolutions of the General Shareholders' Meeting**

1. The minutes and resolutions of the General Shareholders' Meeting must be completed and approved before the meeting is adjourned.

2. The minutes and resolutions of the General Shareholders' Meeting must be kept by the Secretary of the meeting at the Company.

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## CHAPTER IV

### IMPLEMENTATION PROVISIONS

**Article 13. This regulation consists of 13 articles issued by MBG Group Joint Stock Company in compliance with legal regulations.**

Shareholders and members of the Organizing Committee for the Annual General Shareholders' Meeting 2025 of MBG Group Joint Stock Company are responsible for implementing this regulation.

**ON BEHALF OF THE BOARD OF DIRECTORS**



**CHỦ TỊCH HĐQT**

*Phạm Hùng Thành*



Hanoi, May 5, 2025

## REGULATIONS

### ON NOMINATION, CANDIDACY, AND ELECTION OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD FOR THE TERM 2025-2030

#### 1. Purpose:

- Ensure compliance with the law and the Company's Charter.
- Ensure transparency, democracy, and the legitimate rights of all shareholders.
- Ensure the centralized and stable organization of the General Meeting of Shareholders.

#### 2. Standards, Conditions, and Nomination for the Board of Directors (BOD):

##### 2.1. Standards and Conditions for BOD Members:

- Must have full civil act capacity and not fall into the categories prohibited from enterprise management as stipulated in Clause 2, Article 17 of the Law on Enterprises.
- Must have professional qualifications and experience in business management; it is not necessary to be a shareholder of the Company.
- A member of the Board of Directors of a company must not concurrently be a member of the Board of Directors of more than 05 other companies.
- Other standards and conditions as prescribed by law.

##### 2.2. Nomination and Number of BOD Members to Be Elected:

###### 2.2.1. Nomination and Candidacy for the BOD:

- Shareholders holding voting shares have the right to aggregate their votes to nominate BOD candidates.
- Shareholders or groups of shareholders holding:
  - From 10% to less than 20% of voting shares may nominate one (1) candidate.
  - From 20% to less than 30% may nominate up to two (2) candidates.
  - From 30% to less than 40% may nominate up to three (3) candidates.





- From 40% to less than 50% may nominate up to four (4) candidates.
- From 50% to less than 60% may nominate up to five (5) candidates.
- In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the incumbent Board of Directors may nominate additional candidates to have enough Board of Directors.

#### **2.2.2. Number of BOD Members to Be Elected:**

- The number of BOD members: Three (3) members for the 2025-2030 term.

### **3. Standards, Conditions, and Nomination for the Supervisory Board (SB):**

#### **3.1. Standards and Conditions for SB Members:**

- Must be at least 21 years old, have full civil act capacity, and not fall into the categories prohibited from enterprise management under Clause 2, Article 17 of the Law on Enterprises.
- Must have professional ethics.
- Must have at least a university degree.
- Other standards and conditions as prescribed by law.

#### **3.2. Nomination and Number of SB Members to Be Elected:**

##### **3.2.1. Nomination and Candidacy for the SB:**

- Shareholders holding voting shares have the right to aggregate their votes to nominate SB candidates.
- Shareholders or groups of shareholders holding:
  - From 10% to less than 20% of voting shares may nominate one (1) candidate.
  - From 20% to less than 30% may nominate up to two (2) candidates.
  - From 30% to less than 40% may nominate up to three (3) candidates.
  - From 40% to less than 50% may nominate up to four (4) candidates.
  - From 50% to less than 60% may nominate up to five (5) candidates.
- If the number of candidates nominated and self-nominated is insufficient, the incumbent BOD may nominate additional candidates to ensure sufficient SB members.

##### **3.2.2. Number of SB Members to Be Elected:**

- The number of SB members: One (1) member for the 2025-2030 term.

### **4. Voting Principles for BOD and SB Members:**

- Voting for BOD and SB members is conducted by secret ballot using cumulative voting. Each shareholder's total number of votes equals the number of shares owned multiplied by the number of BOD or SB members to be elected. Each shareholder will receive:

- One ballot for electing BOD members, with the total number of votes equal to the number of shares owned multiplied by the number of BOD members to be elected.

- One ballot for electing SB members, with the total number of votes equal to the number of shares owned multiplied by the number of SB members to be elected.

#### **4.1. Shareholder Voting for BOD and SB Members:**

By filling in the corresponding number of ballots for each candidate for the Board of Directors and the Supervisory Board so that the total number of ballots for members of the Board of Directors and the Supervisory Board on each ballot is not greater than the number of shares owned and represented x the number of members of the Board of Directors and the Supervisory Board elected at the General Meeting (specific instructions in the appendix attached to these Regulations).

#### **4.2. Voting Method:**

Shareholders may:

- + Concentrate all their votes on one candidate, or
- + Distribute votes among multiple candidates, ensuring the total votes do not exceed their eligible voting power.

#### **4.3. Invalid Ballots:**

- Ballots that do not follow the Company's template or lack the Company's official stamp.
- Ballots with total votes exceeding the shareholder's eligible voting power.
- Ballots that list names not in the official candidate list.
- Ballots left blank.
- Ballots without the shareholder's signature.

### **5. Principles for selecting elected candidates for the Board of Directors and Board of Supervisors:**

5.1. Candidates elected to the Board of Directors and Board of Supervisors are those who receive the highest number of votes, ranked from highest to lowest, until the required number of members is reached.



5.2. In the event that there is a tie among candidates, requiring a tiebreaker to determine the final members, a separate election will be conducted among those candidates.

5.3. Any arising issues will be discussed and resolved directly at the General Meeting of Shareholders.

#### **6. Effectiveness:**

This regulation consists of six (6) articles and is issued by MBG Group Joint Stock Company in compliance with legal regulations.

All shareholders and members of the Organizing Committee of the General Meeting of Shareholders of MBG Group Joint Stock Company are responsible for implementing this regulation.

**TM. BOARD OF DIRECTORS**

**CHAIRMAN**




**PHAM HUY THANH**

C.P. 1/11/11

## APPENDIX

### GUIDELINES FOR CUMULATIVE VOTING



Assume that the General Meeting of Shareholders is voting to elect 03 members to the Board of Directors (BOD) out of a total of 05 candidates. Shareholder Nguyen Van A holds (including both owned and authorized shares) 30,000 voting shares. Therefore, the total number of voting rights of shareholder Nguyen Van A is:

**$(30.000 \times 3) = 90.000$  voting rights.**

Shareholder Nguyen Van A may cast cumulative votes using the following methods:

1. Cast all 90,000 voting rights for one BOD candidate.
2. Equally distribute the 90,000 voting rights to 03 BOD candidates (equivalent to each candidate receiving 30,000 voting rights from shareholder Nguyen Van A).
3. Cast cumulative votes by allocating the 90,000 voting rights among multiple BOD candidates. Shareholder Nguyen Van A may distribute the 90,000 voting rights to 03 candidates in different proportions, provided that the total voting rights cast do not exceed 90,000.

**The ballot of shareholder Nguyen Van A shall be considered invalid in the following cases:**

- *The ballot does not follow the form prescribed by the Company, or does not bear the Company's seal.*
- *The total voting rights allocated to the candidates by shareholder Nguyen Van A exceed 90,000 voting rights.*
- *The number of candidates voted for by shareholder Nguyen Van A exceeds 03 persons.*
- *Shareholder Nguyen Van A does not vote for any candidate.*
- *The ballot does not bear the signature of the shareholder.*
- *Other cases as prescribed in the Election Regulations.*



## **REPORT**

### **RESULTS OF ACTIVITIES IN 2024 AND OPERATIONAL DIRECTIONS FOR 2025 OF THE BOARD OF DIRECTORS**

**To: The General Meeting of Shareholders of MBG Group Joint Stock Company**

On behalf of the Board of Directors, I would like to report to you on the results of activities in 2024 and the operational directions for 2025.

#### **PART I**

#### **RESULTS OF THE BOARD OF DIRECTORS' ACTIVITIES IN 2024**

The year 2024 is a difficult year for the business community due to the impact of the ongoing military conflict between Russia and Ukraine and the policy instability and recession of the world economy. Although the domestic economy grew, it did not meet the set goals; oil and gold prices reached record highs in recent years. The speed of investment in basic construction in the country decreased sharply, and businesses, in general, especially those in real estate, faced a significant shortage of cash flow, increased inventory, and halted production. These factors have significantly impacted the business operations of the Company, particularly in the materials and construction sectors.

In this context, the leadership and all employees of MBG Group have persevered and made efforts to overcome difficulties and challenges, seize opportunities to maintain business operations, and achieve important milestones. Revenue and profits were positive, financial conditions were stable, assets continued to grow, and obligations to the state were fulfilled. The material and spiritual life of the employees was well cared for. In this collective effort, the Board of Directors, with its duties and rights, contributed significantly.

#### **I. CORPORATE MANAGEMENT**

In addition to developing the Group's development strategy, the Board of Directors has effectively performed its role in managing, directing, and supervising the General Director in developing and implementing the business plans of the Group. In 2024, the Board of Directors directed the General Director to operate in accordance with the law, the Company's Charter, and to implement the business strategies and tasks set out in the Resolutions of the General Meeting of Shareholders and the Board of Directors, through specific actions as follows:

##### ***1. Organizing Meetings in Line with the Board's Functions, Tasks, and Powers***

Board of Directors closely directed the preparation of content, documents, convened, and chaired the Annual General Meeting of Shareholders on June 3, 2024, to approve the 2024 business plan.



In 2024, the Board of Directors organized meetings as prescribed by the Law on Enterprises and the Company's Charter. Additionally, the Board organized extraordinary meetings to discuss and approve important issues under its jurisdiction to implement the Resolutions of the General Meeting of Shareholders and execute other business strategies and goals.

The meetings and activities of the Board of Directors were organized and conducted in accordance with the Company's Charter and the current law. The minutes, resolutions, and approvals for issues within the function, tasks, and powers of the Board of Directors were unanimously agreed upon by the members, ensuring compliance with regulations. In 2024, the Board of Directors held 8 meetings to issue resolutions and decisions to promptly implement the 2024 business plan.

## ***2. Directing the Implementation of the 2024 Business Plan***

The Board of Directors approved the 2024 business plan developed by the General Director and presented to the General Meeting of Shareholders for approval. The Board closely directed the implementation of the business plan for 2024 in accordance with the General Meeting of Shareholders' resolutions.

The Board of Directors directed and urged the General Director of the Group, the Board of Directors, the CEOs, and member companies to accelerate legal procedures related to investment, land, planning, construction, and the implementation of the Group's investment projects.

The Board of Directors directed the General Director to improve the management structure to meet the Group's new development requirements.

The Board of Directors directed the General Director to adjust business targets and plans flexibly, expand market reach, and recover economically after the impact of the energy crisis and global economic downturn.

The Board of Directors directed the General Director to boost brand promotion for the Group's products and those of its subsidiaries.

Thanks to the Board's supervision and guidance, the business operations of MBG Group in 2024 achieved significant results as follows:

*Unit: Million VND*

Total revenue:	311,1 billion VND, reaching 55,64% of the set plan and 61,2% of the 2023 result.
Profit before tax:	29,6 billion VND
Profit after tax:	27,3 billion VND
Total assets:	1.379,1 billion VND

*(Source: Audited Consolidated Financial Report for 2024)*

Profit after tax reached 27,3 billion VND due to the business success in 2024, with numerous new contracts signed.



The results achieved above demonstrate the correctness of the development strategy, the appropriateness of the solutions proposed by the Board of Directors and the General Director, as well as the strong determination of the leadership and employees.

## **II. SUPERVISION OF THE GENERAL DIRECTOR**

In 2024, the Board of Directors evaluated that the General Director of the Group and the management teams of its member companies made significant efforts to organize and implement business activities, as well as manage internal governance effectively. Each business sector made substantial improvements, setting a foundation for future growth. The General Director had flexible and timely management solutions, consistent with the Board's guidance and market trends..

Following the Company's Charter, internal governance regulations, and current law, the Board of Directors conducted the following specific supervisory activities:

- Implementing business targets and promptly offering solutions to overcome challenges and ensure stable operations.
- Assigning Board members to oversee large investment projects and enhancing inspection and supervision of investment projects.
- Regularly directing the management teams of member companies in production and investment activities.
- Organizing and directing the implementation of quarterly, semi-annual, annual financial reports and annual reports.
- Supervising and directing information disclosure to ensure transparency and compliance with regulations.
- Supervising the implementation of General Meeting of Shareholders and Board of Directors Resolutions and reviewing the operational activities of the General Director.
- Preparing capital for ongoing and upcoming projects within the member companies; controlling costs to improve investment and financial efficiency.
- Supervising the General Director to ensure compliance with investment, construction, land, and environmental laws during project implementation. Supervising labor policy compliance within the Group according to labor laws.

## **III. COORDINATION BETWEEN THE BOARD, SUPERVISORY BOARD, AND SHAREHOLDERS**

The in 2024, the coordination between the Board, Supervisory Board, and shareholders was carried out effectively and smoothly as follows:

The Board worked closely with the Supervisory Board in monitoring the implementation of the General Director's business plans for 2024, ensuring business operations aligned with the Group's strategy, legal compliance, and capital preservation.

The Board regularly consulted the Supervisory Board before reviewing and passing resolutions on issues within its jurisdiction.



The Board directed the General Director to assign the legal department to coordinate the information exchange and receive feedback from shareholders for timely consideration and response.

All Board resolutions and decisions were disclosed in full and on time in compliance with legal regulations for shareholders' awareness.

As a result of effective coordination and information exchange, in 2024, all business plans, resolutions, and decisions by the Board were supported and endorsed by the shareholders. Throughout 2024, the Board did not receive any complaints or suggestions from shareholders regarding governance or operational activities.

#### **IV. KEY ACHIEVEMENTS**

In the aforementioned context, after being reorganized, the Board of Directors began executing its responsibilities and powers according to the Enterprise Law and the Company's Charter. With relentless determination, the Board achieved significant milestones in the following areas:

*First*, regularly paying attention to directing the construction of strategies and short-term, long-term business plans for the Company, in line with the development needs and the actual situation at each phase.

*Second*, directing the organization and successful execution of the Annual General Meeting of Shareholders in compliance with regulations to approve reports, resolutions presented by the Board of Directors, and other important matters within the General Meeting's authority.

*Third*, directing and supervising the General Director's implementation of business plans effectively and legally, as well as resolutions passed by the General Meeting of Shareholders and the Board of Directors.

*Fourth*, always maintaining unity and harmony in the Board's activities according to democratic principles, transparency, and an innovative, flexible working style, earning the trust of employees, customers, partners, and shareholders.

#### **V. SOME EXISTING ISSUES AND THEIR CAUSES**

Alongside the achievements and milestones mentioned above, the activities of the Board of Directors in 2024 also faced some existing issues and limitations as follows:

*First*, in the strategic development planning of the Group, there was insufficient evaluation and forecasting of objective situations, leading to occasional passivity and confusion.

*Second*, some Board members still hold multiple management and operational positions in the Company and its affiliated companies, leading to lower work efficiency. The work of improving the governance model and the personnel structure, especially high-level personnel, has occasionally been slow and not keeping up with the Group's development requirements.



*Third*, certain areas such as finance, technology, and communications have not been sufficiently focused on by the Board, and the General Director has not been directed to implement these areas vigorously during the term, resulting in limitations in these fields.

In 2025, the Board of Directors needs to learn from experience and address the above-mentioned issues, while continuing to improve and innovate operational methods, emphasizing collective responsibility and the individual responsibilities of each Board member to enhance the Company's governance effectiveness.

## **PART II**

### **THE BOARD OF DIRECTORS' OPERATIONAL DIRECTION FOR 2025**

#### **I. SITUATION ASSESSMENT**

In 2025, the domestic and foreign economic situation will continue to have complex developments, opportunities and challenges intertwined, the US tariff policy has a significant impact on the economy, but there will also be new opportunities and fortunes for businesses.

For MBG Group, 2025 holds significant importance. The financial and business targets of 2024 serve as a crucial foundation for the Company to break through and reach new heights, establish a new position, and affirm its brand, reputation, and sustainability in both domestic and international markets. Together, the leadership team and all employees of the Group will unite to overcome challenges and seize opportunities for growth.

#### **II. OPERATIONAL DIRECTION OF THE BOARD OF DIRECTORS IN 2025**

##### **1. Business Plan for 2025**

The business plan targets for 2025 are as follows:

*Unit: Million VND*

<b>No.</b>	<b>Indicator</b>	<b>2025 Plan</b>
1	Total Revenue	373,423
2	Total Expenses	337,891
3	Profit After Tax	34,746
4	Total Assets	1,654,946

##### **2. Operational Direction**

The Board of Directors directs that MBG will always be prepared to adapt safely and flexibly to the situation in order to ensure efficient production and business operations, while capitalizing on the good results achieved in 2024. With this mindset, the Board of Directors sets the direction for 2025 as follows:



1. Maintain the Group model (holding company), with each subsidiary becoming more independent;
2. Always consider people as the core of all activities in management principles;
3. Focus on developing human resources, prioritizing internal training;
4. Direct the successful implementation of the 2025 business plan in accordance with the resolutions of the General Shareholders' Meeting;
5. Accelerate the implementation of important projects of the Group;
6. Research and explore new projects and fields, especially in-depth development of projects related to the Group's operations to utilize existing resources and experience;
7. Regularly monitor and track the domestic and global economic situation, as well as the Company's business operations. Based on this, analysis and evaluation will be conducted to provide timely direction and guidance to the Executive Board to ensure optimal performance;
8. Direct enhanced supervision and risk prevention in business operations to ensure capital safety, with a focus on financial management, cost reduction to improve the Company's competitive capability;
9. Ensure the stability of employees' morale and motivation, especially during unstable market conditions;
10. Strengthen charitable and sponsorship activities, particularly in the context of the socio-economic instability caused by diseases, natural disasters, and storms;
11. Enhance corporate governance and legal responsibility, as well as risk control in financial management, accounting, auditing, and enterprise risk management by improving the capacity of the Board's subcommittees;
12. Promote the development and enhancement of corporate value based on sustainable development, participating in building strategic plans for social responsibility activities.

### **III. SOME RECOMMENDATIONS**

Despite the aforementioned issues and limitations, overall, 2024 was a successful year. The Board of Directors has completed its tasks in accordance with its functions and authority, fulfilling its role in providing direction and governance for the Group in compliance with the law, standards, and corporate governance practices for listed public companies. This has contributed, along with the General Director's team and other departments and employees, to the notable achievements and milestones of MBG Group over the years, laying a solid foundation for future governance.

Based on this, the Board of Directors respectfully requests the General Shareholders' Meeting to discuss and approve the contents of the Board's reports and proposals, as well as those of the General Director at this meeting.

This is the Board of Directors' Annual Report for 2024 and Operational Direction for 2025. We respectfully present it to the General Shareholders' Meeting for review and approval.



On behalf of the Board of Directors, I wish the General Meeting much success and wish all shareholders good health, happiness, and success.

*Respectfully!*

**CHAIRMAN OF THE BOARD OF  
DIRECTORS**



**PHAM HUY THANH**

**REPORT**  
**ON THE 2024 BUSINESS PERFORMANCE AND 2025 PLAN OF THE BOARD**  
**OF DIRECTORS**

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**To: The General Meeting of Shareholders of MBG Group Joint Stock Company**

Pursuant to the 2020 Enterprise Law and the Company's Charter, on behalf of the Board of Directors, I would like to report to the shareholders about the business performance in 2024 and the plan for 2025.

**PART I**

**OVERVIEW OF THE 2024 BUSINESS PERFORMANCE**

**I. DOMESTIC AND INTERNATIONAL ECONOMIC SITUATION**

In 2024, the business situation has undergone significant fluctuations due to both global economic factors and domestic policies. Inflation and exchange rate volatility continue to be challenges, but the recovery in consumer demand and the shift in supply chains have provided growth opportunities for many industries. Companies are actively applying technology, digital transformation, and optimizing processes to enhance operational efficiency. However, the increasing competitive pressure and the rapidly changing market demand require businesses to have flexible strategies, innovation, and better risk management to maintain competitive advantages.

By the end of 2024, the global economic picture for businesses reflected a mix of challenges and opportunities. Inflation cooled in many major economies, but capital costs remained high due to the cautious monetary policies of central banks. The supply chain continues to be restructured, with production shifting to regions with more competitive costs. AI and automation technologies are increasingly playing a crucial role in optimizing operations and improving productivity. However, geopolitical tensions, climate change, and stricter regulations on sustainable development place significant pressure on businesses, requiring flexibility and innovation to maintain positions in the global market. As such, challenges from the international context as well as internal constraints have become barriers to the goal of Vietnam's socio-economic development in 2025.



Due to the negative impact of the economic downturn, in 2024, MBG Group faced many difficulties from both domestic and international markets.

Amid the general difficulties of the economy and industries such as real estate, construction, and manufacturing, under the guidance of the Board of Directors, the Board of Management of MBG Group adhered closely to the business goals and tasks approved by the General Meeting of Shareholders, proposing flexible solutions to implement and achieve the business plan. As a result, the business performance of the Company in 2024 has significantly improved compared to 2023.

## **II. BUSINESS PERFORMANCE IN 2024**

Although the right solutions were implemented and the Board of Directors and all employees of MBG Group worked with determination and effort, given the overall economic situation both globally and in Vietnam, the challenges and difficulties in achieving the business goals set by the General Meeting of Shareholders (GMS) and the Board of Directors (BOD) for 2024 still resulted in outcomes not as expected. The results are as follows:

### ***1. Achievement of the 2024 Business Targets***

*Unit: Million VND*

Total revenue:	311.1 billion VND, reaching 55.64% of the target set and 61.2% compared to 2023.
Profit before tax:	29.6 billion VND
Profit after tax:	27.3 billion VND
Total assets:	1,379.1 billion VND

*(Source: Consolidated audited financial statements for 2024)*

With this business result, the Company proposes to the GMS to approve the continuation of postponing the dividend payment for 2022.

### ***2. General Evaluation of the 2024 Business Performance***

Although the 2024 business performance of the Group is better than in 2023, some financial and business targets are still lower than planned. The transition and redirection of business sectors, although implemented, have been slow and have not met expectations. The aforementioned limitations arise from both objective and subjective factors. The management work has not been thoroughly scrutinized, and the Board of Directors sincerely acknowledges the lessons learned and will make efforts to improve business efficiency, continuing to focus on implementing many large-scale investment projects nationwide, as well as expanding new business areas to seize opportunities for economic recovery, contributing to increasing resources and enhancing the Group's position and brand.



## PART II

### BUSINESS PLAN FOR 2025

#### I. FORECAST OF THE SITUATION

\* **Opportunities:** The negative impacts of political conflicts have gradually diminished. The global production and trade situation is beginning to recover. In addition, the Board of Directors and the entire Company have learned valuable lessons to develop new strategic approaches to align with the market situation and promote business development.

\* **Challenges:** The impacts of 2024, such as rising inflation, climate change, escalating political conflicts, energy prices, and exchange rate fluctuations in various countries, will continue to affect the year 2025. One-third of the global economy will contract in 2025, with the three largest economies—the U.S., China, and the Eurozone—continuing to stagnate. Global growth in 2025 will decrease as countries deal with the pressures from the conflicts in Ukraine, US tariff Policy.

\* **In Vietnam:** Entering 2025, with many difficulties and challenges forecasted, Vietnam's economy is still considered to have significant potential for growth. As the situation becomes more complicated and challenging, the need for effective cooperation and integration into the global economic process is increasingly important, and Vietnam is currently an important member of many official mechanisms and research cooperation in Southeast Asia and globally. However, the uncertainties of the global market, along with the government's tightening credit policy to curb inflation and the real estate bubble, may slow down the economic recovery.

\* **For MBG Group:** 2025 will be a year when the Company sets goals and tasks for recovery and development. MBG Group and its subsidiaries, along with their core activities, will strive to harness their effective potential, implementing many major projects, including real estate, eco-resort tourism, and industrial parks. Many projects have been approved by provincial authorities and are continuing to complete legal procedures for ready-to-launch construction. To seize current opportunities, in 2025, MBG Group sets out business targets and core tasks as follows:

#### II. BASIC BUSINESS TARGETS FOR 2025

##### Business targets for 2025

Unit: Million VND

No.	Target	Plan 2025
1	Total revenue	373,423
2	Total costs	337,891
3	Profit after tax	34,746



4	Total assets	1,654,946
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### III. KEY TASKS AND SOLUTIONS FOR 2025

#### 1. Continue to streamline the organizational structure:

In 2025, the senior personnel structure of the Group and its subsidiaries will continue to be strengthened and updated to meet the scale and development needs. The Group will implement flexible recruitment policies and attractive compensation packages to attract high-quality human resources; establish and complete reward and recognition programs for staff, alongside enhancing discipline and working standards. This reform aims to create a dynamic, integrated, transparent, and highly competitive working environment throughout the Group.

Based on the achievements of 2024 and the Company's existing potential and strengths, with a development focus on three pillars: Real Estate – Production – Construction/Trade, in 2025, the Company plans to focus on the following main tasks:

#### 2. Main tasks:

##### *a) Production:*

- Focus on training skilled workers to ensure efficient production at the electrical equipment manufacturing and assembly plant.
- Develop solutions to improve competitiveness against other lighting brands in the market and expand distribution channels.
- Invest further in research to introduce new products with beautiful designs, reasonable prices, and energy-saving features.
- Enhance quality control in production, cost management to increase operational efficiency.
- Promote creativity, innovation, and cost-saving initiatives to reduce product costs and increase competitiveness.

##### *b) Construction, M&E (Mechanical and Electrical) Construction:*

- Focus on completing and delivering projects to customers on schedule, ensuring quality.
- Enhance competitiveness in bidding, building bidding documents to participate in large-scale projects in Hanoi and nationwide.
- Continuously improve construction management and invest in machinery and equipment, reinforcing the workforce with engineers and skilled workers to handle projects where the company is the investor.
- Strengthen quality control in construction, cost management to improve the Company's operational efficiency.
- Focus resources on building the Company's reputation and brand in M&E construction and HVAC (heating, ventilation, and air conditioning).

### *c) Commercial Business*

- Continue to strengthen and assert competitive advantages in the construction materials business.
- Expand the scope of the construction materials market nationwide, focusing on key markets like Hanoi, Ho Chi Minh City, Da Nang, Nha Trang... Expand partnerships, develop, and expand the Company's sales agent network in provinces and cities. Strive to increase the Company's market share in construction materials.
- Research and implement new products and areas of commercial business based on leveraging the Company's advantages and market needs.

### *d) Investment - Finance*

- Effectively control capital invested in affiliated companies to ensure efficient investment and avoid capital loss risks.
- Expand and strengthen credit cooperation with large commercial banks in Vietnam.
- In 2025, the Group will strive to enhance business efficiency, capital utilization efficiency to maintain sound financial and business targets, continually increase total assets and equity capital of the Group and its subsidiaries.

### **3. Other tasks**

In response to the development needs of MBG Group in the new phase, human resources will be a key factor in determining the Group's success. In 2025, the Group will focus on the following tasks:

- Continue to streamline and restructure the mid-level and senior management, aiming for efficiency and effectiveness. Supplement the mid and senior management personnel of the Group.
- Continuously improve compensation policies and the working environment to attract and retain high-quality staff.
- Increase integration training, retraining, and enhancing knowledge, skills, and expertise for staff and workers in the Group.
- Increase income and benefits for employees in line with increasing responsibility, discipline, and work efficiency.
- Strengthen brand building strategies to turn the Company into a strong brand in the multi-sector market.

*Dear Shareholders,*

With the financial and business targets set for 2025, alongside the key tasks and solutions outlined above, the Board of Directors commits to directing the implementation of business activities according to the guidelines approved by the General Meeting of Shareholders and the Board of Directors, aiming to create breakthrough changes in all areas for MBG Group in 2025.



*We respectfully submit this report for the General Meeting of Shareholders to review, discuss, and make decisions.*

***Sincerely!***

**DEPUTY CEO**  
  
**DUONG QUANG DONG**

C.P. \* I.A.

**REPORT**  
**ON THE SUPERVISORY BOARD'S ACTIVITIES IN 2024 AND OPERATION**  
**PLAN FOR 2025**

**To: The General Meeting of Shareholders of MBG Group Joint Stock Company**

On behalf of the Supervisory Board, I would like to present to the Annual General Meeting of Shareholders 2025 the following report:

**1. Regular activities of the Supervisory Board in 2024**

- In 2024, the Supervisory Board performed its role in overseeing senior management in terms of control, fulfilling the plan and other tasks as stipulated by law and the Group's Charter. The monitoring and inspection focused mainly on the following key issues:
  - Supervision of compliance with the Company Charter and current legal regulations in the management and operation of the Company's business activities;
  - Monitoring the implementation of Resolutions of the General Meeting of Shareholders and the Board of Directors in 2024;
  - Reviewing the appropriateness of decisions made by the Board of Directors and the Executive Board in governance and management;
  - Supervising compliance with laws, the Charter, and Company regulations as well as the rationality in business operations and allocation of resources for business plan implementation;
  - Reviewing financial reports, operating expenses, and evaluating key issues highlighted in the audit reports; overseeing the implementation of audit recommendations and making appropriate proposals to the Management;
  - Coordinating with the Internal Audit team to inspect and supervise current processes. Timely feedback was provided to help companies adjust and comply with established regulations;
  - Frequently coordinating and exchanging information with the Board of Directors, the Executive Board, and shareholders to stay informed of the Group's business performance, serving the Supervisory Board's tasks and shareholder communications;
  - Closely supervising the Group's information disclosure activities to ensure transparency and compliance with standards and practices for listed public companies.

**2. Coordination between the Supervisory Board, the Board of Directors, the Executive Board, and Shareholders**





- In 2024, the Supervisory Board regularly coordinated and exchanged information with the Board of Directors, the Executive Board, and shareholders to promptly grasp business developments of the Group for its operations and shareholder updates;
- The Supervisory Board proactively and frequently engaged with the Executive Board regarding emerging issues and audit report findings on financial activities.

### **3. Supervision of Internal Governance and Information Disclosure of the Group**

- In 2024, the Supervisory Board conducted supervision activities regarding internal governance and information disclosure of the Group, specifically as follows:
  - Supervised internal governance activities to ensure compliance with the regulations on corporate governance of publicly listed companies as stipulated in Decree No. 155/2020/NĐ-CP dated December 31, 2020, issued by the Government;
  - Closely monitored the Group's information disclosure activities in accordance with the provisions of Circular No. 96/2020/TT-BTC dated November 16, 2020, issued by the Ministry of Finance.

### **4. Review of the Group's 2024 Financial Statements**

- The Supervisory Board concurs with the contents of the 2024 Financial Statements, which were prepared by the Company's Accounting Department and audited by International Audit and Valuation Co., Ltd.
- The report accurately reflects the Company's financial and business situation as of December 31, 2024, in accordance with current accounting regulations, without any material misstatements in accounting operations.
- The key financial indicators implemented in 2024 according to the financial report are as follows:

*Unit: Million VND*

<b>Indicators</b>	<b>Year 2023</b>	<b>Year 2024</b>
Total Assets	1,308,849	1,379,122
Net Revenue	508,437	311,186
Operating Profit	-56,511	29,553
Other Profit	444	57
Profit Before Tax	-56,067	29,610
Profit After Tax	-56,068	27,389

*(Source: Audited Consolidated Financial Statements of 2024)*



Following the assessment, the Supervisory Board unanimously confirms the results of the 2024 Financial Statements and evaluates that the Company's 2024 Financial Statements are presented fairly and reasonably in accordance with current regulations.

#### **5. Report on Transactions Between the Company and Related Parties**

- Pursuant to Clause 4, Article 290 of Decree No. 155/2020/ND-CP, which regulates the supervision and reporting of transactions between the Company and related parties, in 2024, the Supervisory Board did not detect any transactions between the Company and other companies in which related persons, such as members of the Board of Directors and Executive Board, were involved in violation of regulations.

- The Supervisory Board did not find any other transactions conducted by the Company that might provide material or non-material benefits to members of the Board of Directors or the Executive Board in 2024.

### **II. PLAN OF ACTION FOR 2025 AND RECOMMENDATIONS FROM THE SUPERVISORY BOARD**

#### **1. Directions and tasks for 2025**

- In 2025, the Supervisory Board of the Company will continue to carry out the task of regularly supervising all business, management, and operational activities on behalf of the shareholders; will carry out checks, analysis, and evaluation of the Company's activities through financial statements, while also evaluating the activities of the Board of Directors (BOD), the General Director, and is responsible for reporting to the General Meeting of Shareholders.

- Supervise the implementation of the business plan for 2025 approved by the General Meeting of Shareholders (GMOS), ensuring business activities comply with legal regulations, bring high efficiency, and protect and develop the Group's capital.

- Strengthen supervision of the Group's investment activities, closely monitor the costs, progress, and quality of ongoing projects.

- Supervise the activities of the BOD, the General Director in implementing the resolutions of the GMOS and in directing, managing, and operating.

- Control compliance with laws, regulations, and the Charter of the Group; supervise internal governance, and the information disclosure activities of the Group according to corporate governance standards and practices for public companies.

- Exchange and provide shareholders with truthful information about the financial situation and business activities of the Group upon request.

- In its operations, to maximize its role, the Supervisory Board will need to make further efforts and is hopeful to continue receiving support from shareholders, the BOD, as well as cooperation and coordination from the General Director and business departments within the Company.



## 2. Recommendations from the Supervisory Board

- The Supervisory Board agrees with the content of the Reports and Proposals from the Board of Directors and the General Director presented at this General Meeting of Shareholders.
- To implement and achieve the financial and business targets for 2025 of the Group, the Supervisory Board recommends that the Board of Directors and the General Director further enhance management effectiveness; be proactive and flexible in operations; promptly capture economic developments to propose and implement responsive solutions; effectively utilize available resources for investment in production and business; build a scientific and timely capital mobilization plan; use capital efficiently and continue to focus on the training and development of human resources while strengthening the leadership team at the senior level.
- The above is the full report on the 2024 operational results and the 2025 directions and tasks of the Supervisory Board of MBG Group Joint Stock Company.

*We respectfully submit this to the General Meeting of Shareholders for consideration, discussion, and decision..*

***Respectfully!***

**CHAIRMAN OF THE  
SUPERVISORY BOARD**



**PHAM TUYET NHUNG**



**JOINT STOCK COMPANY  
MBG GROUP**

No: 01/2025/TTr-HDQT

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

Hanoi, May 05, 2025

**SUBMISSION**

*Re: Approval of the Audited Financial Statements for 2024*

**To: THE GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- *The Law on Enterprises No. 59/2021/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter on the Organization and Operation of MBG Group Joint Stock Company.*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the separate and consolidated audited financial statements for 2024 of the Company, as follows:

The separate and consolidated financial statements for 2024 of MBG Group Joint Stock Company, audited by International Auditing and Valuation Co., Ltd., have been prepared in accordance with applicable accounting standards, reviewed by the Company's Supervisory Board, approved by the Board of Directors of MBG Group Joint Stock Company, and publicly disclosed in compliance with regulations. These reports have also been published on the Company's website: <http://www.mbg.vn/>, including:

- (1) Auditor's Report
- (2) Balance Sheet as of December 31, 2024
- (3) Income Statement for 2024 (from January 1, 2024, to December 31, 2024)
- (4) Cash Flow Statement
- (5) Notes to the Financial Statements

Sincerely submitted!

**Nơi nhận:**

- *As above;*
- *Board of Directors, Executive Board, Archive.*

**TM. BOARD OF DIRECTORS**

**CHAIRMAN**  
**CÔNG**  
**CÔNG**  
**TẬP ĐOÀN**  
**MBG**  
**PHAM HUY THANH**



**JOINT STOCK COMPANY  
MBG GROUP**

No: 02/2025/TTr-HDQT

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

Hanoi, May 5, 2025

**SUBMISSION**

*Re: Business Plan for 2025*

**To: THE GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- *The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter on the Organization and Operation of MBG Group Joint Stock Company.*

Based on the business performance of the Company in 2024 and its development prospects, the Board of Directors respectfully submits to the General Meeting of Shareholders the proposed business plan for 2025 of MBG Group Joint Stock Company, as follows:

*Unit: Billion VND*

No.	Indicator	2025 Plan
1	Charter Capital	1.202.185
2	Net Revenue	373.423
3	Net Profit After Tax	34.746
4	Total Assets	1.654.946

Sincerely submitted!

**Nơi nhận:**

- *As above;*
- *Board of Directors, Executive Board, Archive.*

**TM. BOARD OF DIRECTORS**



**PHAM HUY THANH**

**JOINT STOCK COMPANY  
MBG GROUP**

No: 03/2025/TTr-HDQT

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

Hanoi, May 5, 2025

**SUBMISSION**

*Re: Selection of Independent Auditing Firm for the 2025 Fiscal Year*

**To: THE GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- *The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter on the Organization and Operation of MBG Group Joint Stock Company.*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the selection of an auditing firm for the 2025 fiscal year, as follows:

1. Approval of the selection of an independent auditing firm for the 2025 fiscal year  
To ensure smooth operations, the Board of Directors proposes the General Meeting of Shareholders approve the following list of auditing firms to conduct the annual financial statement audit, semi-annual financial report audit, and quarterly financial statement reviews for the 2025 fiscal year:
  - CPA VIETNAM Audit LLC
  - UHY Audit and Consulting LLC
  - VACO Audit LLC
  - International Audit and Valuation LLC
2. In the event that the above-mentioned auditing firms are not suitable, the Board of Directors respectfully requests the General Meeting of Shareholders authorize the Board of Directors to select another auditing firm for the 2025 fiscal year of MBG Group Joint Stock Company, in accordance with current legal regulations.

Sincerely submitted!

**Recipients:**

- *As above;*
- *Board of Directors, Executive Board, Archive.*

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN**  
**CÔNG TY CỔ PHẦN**  
**TẬP ĐOÀN**  
**MBG**  
**PHAM HUY THANH**



No: 04/2025/TTr-HDQT

Hanoi, May 5, 2025

**SUBMISSION**

*Re: Profit Distribution Plan for 2024*

**To: THE GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- The Charter on the Organization and Operation of MBG Group Joint Stock Company;
- Based on the audited consolidated financial statements for 2024 prepared by the International Audit and Valuation Company Limited.

The Board of Directors of MBG Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the profit distribution plan for 2024 as follows:

No.	Content	Amount (VND)
<b>I</b>	<b>Unappropriated profit after tax:</b>	<b>27.389.260.232</b>
1	Retained profits from previous years	7.891.557.395
2	2024	27.389.260.232
<b>II</b>	<b>Profit Distribution Plan:</b>	-
1	Dividend distribution in 2024 (in shares)	-
2	Development investment fund: 2%	-
3	Bonus and welfare fund: 1%	-
4	Financial provision fund: 1%	-
5	2023 profit offset	35.280.817.627
<b>III</b>	<b>Unappropriated profit after tax to retain:</b>	-

Due to the business results in 2024 not meeting the targets set, the Board of Directors of MBG Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval to temporarily suspend the profit distribution for 2024.

Sincerely submitted!

**Nơi nhận:**

- As above;
- Board of Directors, Executive Board, Archive.

**TM. BOARD OF DIRECTORS**

**CHAIRMAN**

**PHAM HUY THANH**

No: 05/2025/TTr-HDQT

Hanoi, May 5, 2025

**REPORT**

*Re: Remuneration payment of the Board of Directors and the Board of Supervisors*

**To: GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
  - The Law on Securities No. 54/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2020;
  - The Charter on the Organization and Operation of MBG Group Joint Stock Company.
- 1. Basis for Determining the Remuneration for the Board of Directors and the Supervisory Board**
- The business production plan for 2024, which has been approved by the General Meeting of Shareholders.
  - Reference to the remuneration levels applied by companies of similar industries and scale in the current market.
- 2. The Organizing Committee of the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company proposes the remuneration levels for the Board of Directors and the Supervisory Board for 2024 as follows:**

No.	Position	Quantity	Maximum Remuneration (VND/person/month)	Months/Year	Total Amount (VND)
<b>I</b>	<b>Board of Directors</b>	<b>4</b>			
1	Chairman of the Board	1	4.000.000	12	48.000.000
2	Board Member	3	2.000.000	12	72.000.000
<b>II</b>	<b>Supervisory Board</b>	<b>3</b>			
1	Head of the Supervisory Board	1	2.000.000	12	24.000.000
2	Supervisory Board Member	2	1.000.000	12	24.000.000
<b>III</b>	<b>Total</b>				<b>168.000.000</b>

Sincerely submit!

**Nơi nhận:**

- As above;
- Board of Directors, Executive Board, Archive.

**TM. BOARD OF DIRECTORS**



**PHẠM HUY THANH**



No: 06/2025/TTr-HDQT

Hanoi, May 5, 2025

**REPORT**

*Re: Board of Directors' Resolutions to be reported to the General Meeting of Shareholders*

**To: GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

***Based on:***

- *The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter on the Organization and Operation of MBG Group Joint Stock Company;*
- *The Regulations on the Operation of the Board of Directors of MBG Group Joint Stock Company.*

The Board of Directors of MBG Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the Board of Directors' Resolutions in 2024 that must be reported to the General Meeting of Shareholders in the 2025 session, as follows:

Resolution No. 260624/QĐ-HĐQT dated June 26, 2024, regarding the signing of the contract for the review of the financial statements for the accounting period ending June 30, 2024, and the audit of the financial statements for the fiscal year ending December 31, 2024, of MBG Group Joint Stock Company.

Resolution No. 051201/2024/QĐ dated December 5, 2024, regarding the termination of the 2024 audit contract and the selection of a new auditing firm.

Resolution No. 1212/2024/QĐ-HĐQT dated December 12, 2024, regarding the acquisition of shares in Home Eco Group Joint Stock Company.

The Board of Directors respectfully submits this to the General Meeting of Shareholders for consideration and approval.

**Recipients:**

- *As above;*
- *Board of Directors, Executive Board, Archive.*

**TM. BOARD OF DIRECTORS**



**PHAM HUY THANH**

No: 07/2025/TTr-HDQT

Hanoi, May 5, 2025

**REPORT**

*Re: Transactions with related parties*

**Kính gửi: GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- *The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2020;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Prime Minister detailing the implementation of a number of articles of the Law on Securities;*
- *The Charter on the Organization and Operation of MBG Group Joint Stock Company;*
- *Based on the Company's operational situation.*

The Board of Directors of MBG Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the following matters:

1. Approval of transactions involving the purchase and sale of goods, provision of services, cooperation, lending, borrowing, and guarantee issuance with related parties, including internal persons (members of the Board of Directors, Supervisory Board, Executive Board, Chief Accountant), related persons, subsidiaries, joint ventures, and affiliates (*as defined in Clause 23, Article 4 of the 2020 Law on Enterprises*) of the Company in 2025.
2. Authorization for the Board of Directors to decide, direct, and supervise the signing and implementation of the aforementioned transactions in accordance with the provisions of law and the Company's Charter.

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

Sincerely thank you!

**Recipients:**

- *As above;*
- *Board of Directors, Executive Board, Archive.*

**TM. BOARD OF DIRECTORS**



**PHẠM HUY THANH**



**JOINT STOCK COMPANY  
MBG GROUP**

No: 08/2025/TTr-HĐQT

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

Hanoi, May 5, 2025

**SUBMISSION**

*Re: Dismissal and Additional Election of Members of the Board of Directors and Supervisory Board  
for the 2025–2030 Term*

**To: THE GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT  
STOCK COMPANY**

**Based on:**

- *The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter on Organization and Operation of MBG Group Joint Stock Company.*

The Board of Directors (BOD) hereby reports and respectfully submits to the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company for approval of the dismissal and additional election of members of the Board of Directors and the Supervisory Board for the 2025–2030 term, specifically as follows:

**1. Reason for the dismissal and election of members of the Board of Directors and Supervisory Board for the 2025–2030 term.**

- The term of office of two members of the BOD, Mr. Pham Huy Thanh and Ms. Dang Thi Tuyet Lan (appointed for the 2020–2025 term), has ended.
- In Q1 of 2025, the Company experienced personnel changes: Ms. Vuong Bao Yen resigned from the position of Member of the Board of Directors and Ms. Nguyen Thi Quynh resigned from the position of Member of the Supervisory Board for personal reasons. Pursuant to the Company Charter and the Law on Enterprises 2020, to ensure the organizational structure complies with regulations, the BOD proposes to nominate Ms. Hoang Thi Ba as a Member of the Board of Directors and Ms. Pham Thi Nga as a Member of the Supervisory Board, to replace Ms. Vuong Bao Yen and Ms. Nguyen Thi Quynh. The duties of Ms. Hoang Thi Ba and Ms. Pham Thi Nga shall be assigned by the Chairman of the BOD according to the functions and authority of each position upon their appointment.



To ensure the operations of the BOD and the Supervisory Board are not affected, and based on compliance with the Company Charter and relevant legal provisions, the BOD respectfully submits to the General Meeting of Shareholders for approval of the dismissal and additional election of new members of the BOD and the Supervisory Board for the 2025–2030 term.

**2. Approval of the election of members of the Board of Directors and the Supervisory Board for the 2025–2030 term:**

- Number of BOD members to be elected: 03 persons.
- Number of Supervisory Board members to be elected: 01 person.

**3. Standards and conditions for being elected as members of the BOD and the Supervisory Board:**

- Priority is given to candidates who are former members of the BOD or the Supervisory Board.
- Candidates must meet the conditions specified in the Law on Enterprises 2020 and the Company Charter.
- Candidates for the BOD and Supervisory Board may be shareholders self-nominated or nominated by shareholders/groups of shareholders, or nominated by current BOD members in accordance with the Law on Enterprises 2020, the Company Charter, and the Election Regulations for the BOD and the Supervisory Board for the 2025–2030 term.

**4. Nominated candidates for election to the BOD and the Supervisory Board for the 2025–2030 term:**

- List of nominated candidates for election to the BOD for the 2025–2030 term:
  1. Mr. Pham Huy Thanh – Citizen ID No.: 025079000465 – Date of Issue: 20/11/2024 – Place of Issue: Ministry of Public Security.
  2. Ms. Dang Thi Tuyet Lan – Citizen ID No.: 001184005893 – Date of Issue: 05/03/2024 – Place of Issue: Police Department for Administrative Management of Social Order.
  3. Ms. Hoang Thi Ba – Citizen ID No.: 040185012573 – Date of Issue: 23/08/2022 – Place of Issue: Police Department for Administrative Management of Social Order.
- List of nominated candidates for election to the Supervisory Board for the 2025–2030 term:
  1. Ms. Pham Thi Nga – Citizen ID No.: 038185027050 – Date of Issue: 16/05/2022 – Place of Issue: Police Department for Administrative Management of Social Order.

The above candidates meet all criteria and conditions and have valid application documents as required by the Election Regulations for Members of the BOD and Supervisory Board for the 2025–2030 term.

Respectfully submitted!

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**Recipients:**

- *As above;*
- *Board of Directors, Board of Management, Supervisory Board, VT.*

**TM. BOARD OF DIRECTORS**

**CHAIRMAN**



**PHẠM HUY THANH**



No: 09/2025/TTr-HDQT

Hanoi, May 05, 2025

**REPORT**

*Re: Change of head office location of MBG Group Joint Stock Company*

**To: GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- *The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, of the Prime Minister detailing the implementation of a number of provisions of the Law on Securities;*
- *Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of provisions of the Law on Securities;*
- *The Charter on Organization and Operation of MBG Group Joint Stock Company.*

In order to meet the scale of development of the Company in accordance with the Strategic Development Plan for the 2025–2030 period, which requires greater space and higher standards for the Company's Head Office, at the 2025 Annual General Meeting of Shareholders (AGM), the Company submits for approval the relocation of the Head Office of MBG Group Joint Stock Company to: No. 9, Alley 61/4 Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi City, Vietnam.

To implement the change of the Company's Head Office, the Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders for consideration and approval of the following:

**Article 1. Change of the Company's Head Office:**

- Current address: No. 906 Nguyen Khoai, Group 10, Thanh Tri Ward, Hoang Mai District, Hanoi City, Vietnam.
- New address: No. 9, Alley 61/4 Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi City, Vietnam.

**Article 2. Amendment to the Company Charter in accordance with the new address:**

- Amend Clause 3, Article 2 of the Company Charter as follows:





Head Office address: No. 9, Alley 61/4 Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi City, Vietnam.

**Article 3. Submission for the General Meeting of Shareholders to authorize the Board of Directors to carry out the following tasks:**

- Conduct necessary procedures in accordance with legal regulations to implement the change of Head Office address and amend the Company Charter, Business Registration Certificate, and other relevant tasks as required by law and the Company Charter related to the relocation of the Company's Head Office.

Respectfully submitted for consideration and approval by the General Meeting of Shareholders./.

**Recipients:**

- As directed;
- Archived, Board of Directors

**TM. BOARD OF DIRECTORS**

**CHAIRMAN**



**PHAM HUY THANH**



No: 10/2025/TTr-HĐQT

Hanoi, May 5, 2025

**SUBMISSION**

*Re: Postponement of dividend payment for 2022*

**To: GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT STOCK COMPANY**

**Based on:**

- The Law on Enterprises No. 59/2020/QH14, passed by the XIV National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Law on Securities No. 54/2019/QH14, passed by the XIV National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Prime Minister, detailing the implementation of certain provisions of the Securities Law;
- The Charter of Organization and Operation of MBG Group Joint Stock Company;
- Based on the operational situation and investment plans of MBG Group Joint Stock Company for 2025 and the following years.

On April 17, 2023, at the 2023 Annual General Meeting of Shareholders, MBG Group Joint Stock Company approved Proposal No. 08/2023/TTr-HĐQT on the issuance of shares for dividend payment for 2022. However, in 2024, due to market fluctuations in products related to real estate, lighting equipment, electrical equipment, construction, etc., the Company faced numerous difficulties, preventing it from executing the dividend payment for 2022. Therefore, to prioritize the development of the business and production plan for 2025, the Board of Directors of MBG Group Joint Stock Company respectfully submits the following for approval by the General Meeting of Shareholders:

1. Approval of the proposal to temporarily postpone the issuance of shares for the 2022 dividend payment.
2. Implementation timeline: To be decided by the Board of Directors after approval by the General Meeting of Shareholders and reported at the nearest upcoming General Meeting of Shareholders.
3. Authorize the Board of Directors to amend and supplement the contents related to dividend payment postponement activities when requested by the management agency according to regulations.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval.

Respectfully submit./.

**Recipients:**

- As above;
- Board of Directors, Board of Management, Supervisory Board, VT.

**TM. BOARD OF DIRECTORS**



**PHAM HUY THANH**



No: 11/2025/TTr-HDQT

Hanoi, May 5, 2025

**SUBMISSION REPORT**

**Re: Approval of Amendment to the Company's Business Lines**

**To: THE GENERAL MEETING OF SHAREHOLDERS OF MBG GROUP JOINT  
STOCK COMPANY**

**Base:**

- The Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Charter on the organization and operation of MBG Joint Stock Company;
- The actual situation of the Company's business and production activities;

In order to serve the Company's development orientation in the upcoming period, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the registration of additional business lines of the Company as follows:

No.	Name of Business Sector	Sector Code	Notes
1	Cultivation of fiber plants	0116	
2	Cultivation of oilseed plants	0117	
3	Cultivation of vegetables, legumes, flowers, and ornamental plants	0118	
4	Other annual crop cultivation Details: Cultivation of annual spice plants; cultivation of annual medicinal and aromatic plants	0119	
5	Cultivation of fruit trees	0121	
6	Cultivation of oil-bearing fruit trees	0122	
7	Cultivation of cashew trees	0123	
8	Cultivation of pepper	0124	
9	Cultivation of rubber trees	0125	
10	Cultivation of coffee trees	0126	
11	Cultivation of tea trees	0127	
12	Cultivation of spice and medicinal plants	0128	
13	Other perennial crop cultivation	0129	
14	Propagation and care of annual seedlings	0131	
15	Propagation and care of perennial seedlings Details: Production of perennial seedlings such as branch cutting, sprouting, grafting for seedling propagation or from rootstocks; propagation and cutting of ornamental plants	0132	
16	Mixed farming of crops and animals	0150	

17	Post-harvest activities		0163	
18	Seed processing for propagation Details: Quality seed selection, removing damaged seeds, drying, cleaning, classifying, and storage until market distribution		0164	
19	Afforestation and forest care Details: Afforestation for timber; forest regeneration; forestry nursery activities		0210	
20	Logging		0220	
21	Exploitation of non-timber forest products		0231	
22	Gathering of non-timber forest products		0232	
23	Forestry support services Details: Irrigation, contracting forestry tasks, forest protection, pest control, crop estimation, forest management, forest fire prevention, timber transport, primary timber processing, agricultural consultancy, animal rescue, and other forestry services; land use planning consultancy, forest inventory, data management		0240	
24	Wholesale of agricultural and forestry raw materials (excluding timber, bamboo) and live animals Details: Trading ornamental and shade trees, wholesale of grains, live animals (excluding prohibited), animal feed and raw materials, other agri-forestry products		4620	
25	Agency, brokerage, and auction services Details: Goods agency		4610	
26	Wholesale of food products		4632	
27	Wholesale of beverages		4633	
28	Wholesale of other household products Details: Beds, wardrobes, tables, chairs, interior goods; electrical appliances, lamps, lighting equipment		4649	
29	Wholesale of machinery, equipment, and spare parts Details: Garden tools, office equipment (excluding computers), office furniture, transport vehicles (excluding cars and bikes), industrial robots, electrical wires, industrial installations, motors, transformers, measuring devices, CNC and textile machinery		4659	
30	Retail sale of beverages in specialized stores		4723	
31	Retail sale of tobacco products in specialized stores (excluding prohibited or unidentified source products)		4724	
32	Retail sale of household appliances, furniture, lighting, and related goods not elsewhere classified		4759	
33	Passenger rail transport		4911	
34	Freight rail transport		4912	
35	Urban and suburban passenger transport (excluding buses) Details: Fixed-route passenger transport by car		4931	
36	Short-stay accommodation services		5510	
37	Other accommodation services		5590	



38	Catering services on an occasional basis (parties, meetings, weddings, etc.)		5621	
39	Beverage service activities		5630	
40	Motion picture projection activities		5914	
41	Financial service support activities n.e.c. Details: Investment consultancy (excluding legal, financial, and accounting advice)		6619	
42	Management consultancy activities (excluding legal, financial, and accounting consultancy)		7020	
43	Rental of motor vehicles		7710	
44	Rental of sports and recreational equipment		7721	
45	Rental of other personal and household goods		7729	
46	Travel agency activities		7911	
47	Tour operator activities		7912	
48	Reservation services and related support services for promotion and organization of tours		7990	
49	General support services		8110	
50	Landscape care and maintenance services		8130	
51	Conservation and museum activities		9102	
52	Activities of botanical and zoological gardens and nature reserves		9103	
53	Activities of sports facilities		9311	
54	Activities of sports clubs		9312	
55	Other sports activities		9319	
56	Activities of amusement and theme parks		9321	
57	Other amusement and recreational activities not elsewhere classified		9329	
58	Sauna, massage, and similar health enhancement services (excluding sports activities)		9610	
59	Washing and cleaning of textile and fur products		9620	
60	Wedding service activities		9633	
61	Other personal service activities not elsewhere classified		9639	
62	Manufacture of games and toys		3240	
63	Wholesale of rice		4631	
64	Wholesale of tobacco products		4634	
65	Wholesale of computers, peripheral equipment, and software		4651	
66	Retail sale of food in specialized stores		4721	
67	Retail sale of food products in specialized stores		4722	
68	Retail sale of computers, peripherals, software, and telecommunications equipment in specialized stores		4741	
69	Retail sale of fabrics, yarns, threads, and other textiles in specialized stores		4751	
70	Retail sale of carpets, mattresses, blankets, curtains, wall and floor coverings in specialized stores		4753	



71	Retail sale of books, newspapers, magazines, and stationery in specialized stores		4761	
72	Retail sale of audio and video discs (including blank ones) in specialized stores		4762	
73	Retail sale of sports equipment in specialized stores		4763	
74	Retail sale of games and toys in specialized stores		4764	
75	Retail sale of clothing, footwear, leather and imitation leather products in specialized stores		4771	
76	Retail sale of pharmaceuticals, medical equipment, cosmetics, and hygiene products in specialized stores		4772	
77	Retail sale by mail order or via internet		4791	
78	Warehousing and storage		5210	
79	Support services for rail and road transport		5221	
80	Cargo handling		5224	
81	Other food and beverage service activities		5629	
82	Information technology services and other computer-related services		6209	
83	General cleaning of buildings		8121	
84	Photocopying, document preparation, and other specialized office support activities		8219	
85	Call center services		8220	
86	Packaging services		8292	
87	Other business support service activities not elsewhere classified		8299	
88	Library and archive activities		9101	
89	Manufacture of lighting equipment		2740	
90	Electricity generation Details: Solar power		3511	

1. The General Meeting of Shareholders agrees to assign and authorize the Board of Directors to continue reviewing, supplementing, amending, or eliminating the Company's business lines in accordance with the actual situation and relevant legal regulations.

2. The General Meeting of Shareholders assigns and authorizes the Board of Directors to carry out procedures related to the amendment and supplementation of the Company's business registration with the Hanoi Department of Planning and Investment in accordance with regulations, and to update the amended and supplemented contents in the Company's Charter.

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

**Receiving place:**

– As directed;

– Archived, Board of Directors

**TM. BOARD OF DIRECTORS**

**CHAIRMAN**  
  
**PHAM HUY THANH**



No: 0505/2025/MBG/BB-DHĐCĐ

Hanoi, May 5, 2025

MINUTES OF THE MEETING

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

MBG GROUP JOINT STOCK COMPANY

A. Company Information: MBG GROUP JOINT STOCK COMPANY

Head Office: No. 906 Nguyen Khoai, Group 10, Thanh Tri Ward, Hoang Mai District, Hanoi

Business Office: No. 9, Alley 61/4, Lạc Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi

Business Registration Certificate: 0102382580, first registered on February 23, 2009, last amended for the 22nd time on November 17, 2022.

B. Meeting Start Time: 08:30 AM, May 5, 2025

C. Venue:

3rd Floor, MBG Building, No. 9, Alley 61/4, Lạc Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi

D. Participants:

Board of Directors, Members of the Executive Board, Supervisory Board, Invited Guests, Shareholders, and Authorized Representatives of Shareholders of MBG Group Joint Stock Company.

E. Declaration of Purpose and Approval of the Agenda:

1. On behalf of the Organizing Committee, the Head of the Committee declared the purpose of the meeting and conducted the opening ceremony.
2. With 100% approval votes, the General Meeting of Shareholders approved the following agenda:
  - Declaration of purpose and introduction of attending delegates;
  - Election of the Presidium, Secretariat, Shareholder Eligibility Verification Committee, and Voting Committee;
  - Approval of the meeting agenda;
  - Approval of the 2024 Board of Directors' report;
  - Approval of the 2024 Executive Board's report;
  - Approval of the 2024 Supervisory Board's report;
  - Approval of Proposal No. 01/2025/TTr-HĐQT regarding the 2024 audited financial statements;

- Approval of Proposal No. 02/2025/TTr-HĐQT regarding the 2025 business plan;
- Approval of Proposal No. 03/2025/TTr-HĐQT regarding the selection of an independent audit firm for the 2025 fiscal year;
- Approval of Proposal No. 04/2025/TTr-HĐQT regarding the 2024 profit distribution;
- Approval of Proposal No. 05/2025/TTr-HĐQT regarding remuneration for the Board of Directors and the Supervisory Board;
- Approval of Proposal No. 06/2025/TTr-HĐQT regarding the Board of Directors' resolutions in 2024 that need to be reported to the General Meeting of Shareholders;
- Approval of Proposal No. 07/2025/TTr-HĐQT regarding transactions with related parties;
- Approval of Proposal No. 08/2025/TTr-HĐQT regarding the resolution on dismissal and appointment of Board of Directors and Supervisory Board members for the 2025-2030 term;
- Approval of Proposal No. 09/2025/TTr-HĐQT regarding the change of the company's head office;
- Approval of Proposal No. 10/2025/TTr-HĐQT regarding the postponement of the 2022 dividend payment.
- Approval of Document No. 11/2025/TTr-HĐQT Regarding the approval of the change of the Company's business lines.

#### **F. Structure of the Presidium and Supporting Committees at the General Meeting**

The structure of the Presidium and Supporting Committees at the General Meeting was approved by the General Meeting of Shareholders through a show-of-hands vote, with 100% of attending shareholders in favor. The details are as follows:

##### **1. *Presidium***

- Mr. Phạm Huy Thanh	Chairperson of the General Meeting
- Ms. Đặng Thị Tuyền Lan	Member
- Mr. Dương Quang Đông	Member

##### **2. *Secretariat***

- Ms. Lê Hải Yến – Head
- Ms. Phạm Thị Thu Linh – Member

##### **3. *Shareholder Eligibility Verification Committee***

- Mr. Hoàng Tuấn Nam – Head
- Ms. Phạm Thị Nga – Member
- Ms. Phùng Thị Hiền – Member

##### **4. *Vote Counting Committee***



- Mr. Nguyen Thanh Trung – Head
- Ms. Nguyen Thi Dung – Member
- Ms. Nguyen Thi Nhung – Member

#### **G. Conditions for Conducting the General Meeting**

The Head of the Shareholder Eligibility Verification Committee, Mr. Hoang Tuan Nam, reported at the General Meeting on the results of the shareholder eligibility verification for attending the 2025 Annual General Meeting of Shareholders. As of the opening time (8:30 AM), the General Meeting met the conditions to proceed under the current legal regulations, with the following shareholder structure: Total number of shareholders and shareholder representatives attending the meeting: 24 individuals, representing 61.537.283 shares, accounting for 51.19% of the total voting shares.

Mr. Hoang Tuan Nam also reported on the shareholder eligibility verification results for the 2024 Annual General Meeting of Shareholders at the opening time (8:30 AM), with the shareholder structure as follows:

- Total voting shares of the Company: 120,218,540 (One hundred twenty million, two hundred eighteen thousand five hundred forty) shares.
- Shareholders invited to attend: All shareholders of MBG Group Joint Stock Company listed as of April 1, 2025.
- Total shareholders attending the meeting: 24 individuals, representing 61.537.283 shares, accounting for 51.19% of the total voting shares of the Company.

Including:

- + Shareholders attending in person: 5 individuals.
- + Shareholders attending by proxy: 19 individuals.

According to the Law on Enterprises 2020 and the Charter of MBG Group Joint Stock Company, the 2025 Annual General Meeting of Shareholders meets the conditions for valid proceedings.

#### **H. Meeting Proceedings**

- 1. The Presidium, Secretariat, and Shareholder Eligibility & Vote Counting Committees** were unanimously approved by the General Meeting of Shareholders with 100% of attending shareholders voting in favor via a show of hands.
- 2. The General Meeting Agenda** was unanimously approved by the General Meeting of Shareholders with 100% of attending shareholders voting in favor via a show of hands.
- 3. The Working Regulations** were unanimously approved by the General Meeting of

Shareholders with 100% of attending shareholders voting in favor via a show of hands.

4. **The Nomination, Candidacy, and Election Regulations for the Board of Directors (BOD) and Supervisory Board (SB) for the 2025-2030 term** were unanimously approved by the General Meeting of Shareholders with 100% of attending shareholders voting in favor via a show of hands.

5. **List of Candidates for Additional Election to the Board of Directors and Supervisory Board for the 2025-2030 Term:**

Proposed candidates for the Board of Directors (BOD) for the 2025-2030 term, subject to shareholder approval:

1. **Mr. Pham Huy Thanh** – ID No. 025079000465 – Issued on: 20/11/2024 – Issued by: Ministry of Public Security
2. **Ms. Dang Thi Tuyet Lan** – ID No. 001184005893 – Issued on: 05/03/2024 – Issued by: Administrative Management Police Department on Social Order
3. **Ms. Hoang Thi Ba** – ID No. 040185012573 – Issued on: 23/08/2022 – Issued by: Administrative Management Police Department on Social Order

Proposed candidates for the Supervisory Board (SB) for the 2025-2030 term, subject to shareholder approval:

1. **Ms. Pham Thi Nga** – ID No. 038185027050 – Issued on: 16/05/2022 – Issued by: Administrative Management Police Department on Social Order

The General Meeting of Shareholders unanimously approved the candidates with 100% of attending shareholders voting in favor via a show of hands.

#### **6. Discussion Items at the General Meeting:**

**Mr. Pham Huy Thanh**, the Chairperson of the Meeting, presented and discussed the following matters with shareholders and shareholder representatives:

- **Issue 1:** Approval of the 2024 Board of Directors' Activity Report
- **Issue 2:** Approval of the 2024 Executive Board's Activity Report
- **Issue 3:** Approval of the 2024 Supervisory Board's Activity Report
- **Issue 4:** Approval of Proposal No. 01/2025/TTr-HĐQT on the 2024 Audited Financial Statements
- **Issue 5:** Approval of Proposal No. 02/2025/TTr-HĐQT on the 2025 Business Plan
- **Issue 6:** Approval of Proposal No. 03/2025/TTr-HĐQT on Selecting an Independent Auditor for 2025
- **Issue 7:** Approval of Proposal No. 04/2025/TTr-HĐQT on 2024 Profit Distribution
- **Issue 8:** Approval of Proposal No. 05/2025/TTr-HĐQT on Remuneration for the Board of Directors and Supervisory Board
- **Issue 9:** Approval of Proposal No. 06/2025/TTr-HĐQT on Board of Directors' Resolutions in 2024 that Require Shareholder Reporting



- **Issue 10:** Approval of Proposal No. 07/2025/TTr-HĐQT on Transactions with Related Parties
- **Issue 11:** Approval of Proposal No. 08/2025/TTr-HĐQT on the Dismissal and Appointment of BOD and SB Members for the 2025-2030 Term
- **Issue 12:** Approval of Proposal No. 09/2025/TTr-HĐQT on Changing the Company's Head Office Location
- **Issue 13:** Approval of Proposal No. 10/2025/TTr-HĐQT on Postponing the Payment of 2022 Dividends
- **Issue 14:** Approval of Document No. 11/2025/TTr-HĐQT Regarding the approval of the change of the Company's business lines.

#### **Discussion at the Meeting:**

No shareholders raised any further comments or discussions.

#### **I. Conducting the Voting**

1. **Mr. Nguyen Thanh Trung** - Head of the Vote Counting and Election Committee presented to the Congress: "Principles, Voting Procedures, and Statements".
2. The Congress proceeded to vote.

#### **J. Voting Results on the Issues**

1. **Mr. Nguyen Thanh Trung** - Head of the Vote Counting Committee announced the vote counting results at the Congress.

Total voting ballots: 61.537.283 ballots, representing 61.537.283 voting shares, achieving 51.19% of the total voting shares of attending shareholders.

Details:

- Total valid votes: 61.537.283 ballots
  - Total invalid votes: 0 ballots
2. **Mr. Pham Huy Thanh** - Chairman of the Congress, based on the vote counting results from the Vote Counting Committee, declared the following issues approved by the Shareholders' General Meeting:

#### **Issue 1:** Approval of the 2024 Board of Directors' Activity Report

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.

*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

#### **Issue 2:** Approval of the 2024 Board of General Directors' Activity Report

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting



ballots of attending shareholders.

- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 3: Approval of the 2024 Supervisory Board's Activity Report**

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 4: Approval of Report No. 01/2025/TTr-BOD on the 2024 Audited Financial Statements**

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 5: Approval of Report No. 02/2025/TTr-BOD on the 2025 Business Plan**

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.



- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.  
*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 6: Approval of Report No. 03/2025/TTr-BOD on the Selection of the 2025 Financial Statement Auditing Firm**

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.  
*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 7: Approval of Report No. 04/2025/TTr-BOD on the 2024 Profit Distribution**

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.  
*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 8: Approval of Report No. 05/2025/TTr-BOD on the Remuneration Payment for the Board of Directors and Supervisory Board**

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.  
*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 9: Approval of Report No. 06/2025/TTr-BOD on the 2024 Board of Directors' Resolutions**



Requiring Reporting to the Shareholders' General Meeting

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.

*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 10:** Approval of Report No. 07/2025/TTr-BOD on Transactions with Related Parties

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.

*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 11:** Approval of Report No. 08/2025/TTr-BOD on the Dismissal and Appointment of BOD and Supervisory Board Members for the 2025-2030 Term

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.

*The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 12:** Approval of Report No. 09/2025/TTr-BOD on the Change of the Company's Headquarters

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
- Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.



- Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 13:** Approval of Report No. 10/2025/TTr-BOD on the Postponement of 2022 Dividend Payments

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**Issue 14:** Approval of Document No. 11/2025/TTr-HDQT Regarding the approval of the change of the Company's business lines

- Valid votes: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Invalid votes: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Votes in favor: 61.537.283 ballots/61.537.283 ballots, achieving 100% of the total voting ballots of attending shareholders.
  - Votes against: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
  - Abstentions: 0 ballots/61.537.283 ballots, achieving 0% of the total voting ballots of attending shareholders.
- The Congress unanimously approved with 61.537.283 votes in favor, achieving 100% of the total voting ballots of attending shareholders.*

**3. Election Results for Board of Directors and Supervisory Board Members (2025-2030 Term)**

- Ballots issued: 61.537.283 , corresponding to 61.537.283 shares of attending shareholders.
- Ballots received: 61.537.283 corresponding to 61.537.283 shares of attending shareholders.
- Valid votes: 61.537.283 corresponding to 61.537.283 shares of attending shareholders.
- Invalid votes: 0, corresponding to 0 shares of attending shareholders.

**Votes received by each Board of Directors candidate:**

No.	Full Name	ID Number	Number of	Voting
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			Shares	Percentage
1	Mr. Pham Huy Thanh	025079000465	61.537.283	100%
2	Ms. Dang Thi Tuyet Lan	001184005893	61.537.283	100%
3	Ms. Hoang Thi Ba	040185012573	61.537.283	100%

*(Percentage calculated based on the total number of voting shares represented by valid ballots)*

**Votes received by each Supervisory Board candidate:**

No.	Full Name	ID Number	Number of Shares	Voting Percentage
1	Ms. Pham Thi Nga	038185027050	61.537.283	100%

*(Percentage calculated based on the total number of voting shares represented by valid ballots)*

**3. Approval of Meeting Minutes and Resolutions**

The 2025 Annual Shareholders' Meeting adjourned at 12:00 on the same day.

All meeting contents were recorded in the Minutes, which were read before the General Meeting and unanimously approved by shareholders. The Minutes comprise 07 pages, prepared in 05 copies as follows: 01 copy filed in the 2025 Annual Shareholders' Meeting records at Company Headquarters, 03 copies kept by the Administration Department, 01 copy retained by the Secretariat.

Resolutions of the 2025 Annual Shareholders' Meeting shall be properly documented and notified to all shareholders in compliance with applicable laws.

**SECRETARY**



**LE HAI YEN**

**CHAIRPERSON OF THE GENERAL**



**PHAM HUY THANH**



No: 0505/NQ-ĐHĐCĐ

Hanoi, May 05, 2025

**RESOLUTION**

**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**MBG GROUP JOINT STOCK COMPANY**

**Bases:**

- Enterprise Law No. 59/2020/QH14 adopted by the National Assembly of Vietnam on June 17, 2020;
- Securities Law No. 54/2020/QH14 adopted by the National Assembly of Vietnam on November 26, 2020;
- Government Decree No. 155/2020/ND-CP dated December 31, 2020 detailing implementation of certain provisions of the Securities Law;
- Charter of MBG Group Joint Stock Company;
- Minutes of the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company dated May 05, 2025.

The General Meeting of Shareholders unanimously resolved to approve the Meeting's resolutions with the following main contents:

**RESOLUTIONS**

**Article 1: Approve the 2024 Board of Directors' Activity Report**

**Article 2: Approve the 2024 Board of Management's Activity Report**

**Article 3: Approve the 2024 Supervisory Board's Report**

**Article 4: Approve the content of Submission No. 01/2025/TTr-BOD regarding the approval of 2024 audited financial statements**

The Meeting unanimously approved the 2024 audited financial statements prepared by International Auditing and Valuation Company Limited.

**Article 5: Approve the content of Submission No. 02/2025/TTr-BOD regarding the 2025 business plan, specifically as follows:**

Unit: Billion VND

No.	Indicator	2025
1	Charter capital	1,202.185
2	Net revenue	373.423
3	After-tax profit	34.746
4	Total assets	1,654.946

**Article 6: Approve the content of Submission No. 03/2025/TTr-BOD regarding selection of financial statement auditor for 2025**

1. Approve the selection of independent auditors for fiscal year 2024  
To facilitate operations, the Board of Directors proposes the General Meeting select from the following audit firms to perform the audit of annual financial statements, semi-annual financial statements, and quarterly financial statement reviews in 2025:
  - CPA VIETNAM Auditing Company Limited
  - UHY Auditing and Consulting Company Limited
  - VACO Auditing Company Limited
  - International Auditing and Valuation Company Limited
2. If the above audit firms are unsuitable, the General Meeting authorizes the Board of Directors to select another audit firm for MBG Group Joint Stock Company's 2025 audit in compliance with current laws.

**Article 7: Approve the content of Submission No. 04/2025/TTr-BOD regarding 2024 profit distribution as follows:**

No.	Content	Amount (VND)
<b>I</b>	<b>Unappropriated profit after tax:</b>	<b>27.389.260.232</b>
1	Retained profits from previous years	7.891.557.395
2	2024	27.389.260.232
<b>II</b>	<b>Profit Distribution Plan:</b>	-
1	Dividend distribution in 2024 (in shares)	-
2	Development investment fund: 2%	-
3	Bonus and welfare fund: 1%	-
4	Financial provision fund: 1%	-
5	2023 profit offset	35.280.817.627
<b>III</b>	<b>Unappropriated profit after tax to retain:</b>	-

**Article 8: Approve the content of Submission No. 05/2024/TTr-BOD regarding remuneration for the Board of Directors and Supervisory Board**

The Meeting approved the following remuneration scheme:

No.	Position	Qty	Max. remuneration (VND/person/month)	Months/year	Total (VND)
<b>I</b>	<b>Board of Directors</b>	<b>4</b>			
1	Chairman	1	4,000,000	12	<b>48,000,000</b>
2	Members	3	2,000,000	12	<b>72,000,000</b>
<b>II</b>	<b>Supervisory Board</b>	<b>3</b>			
1	Head	1	2,000,000	12	<b>24,000,000</b>



2	Members	2	1,000,000	12	24,000,000
III	Total				168,000,000

**Article 9: Approve the content of Submission No. 06/2025/TTr-BOD regarding 2024 Board resolutions requiring AGM approval:**

Decision No. 260624/QD-BOD dated 26/06/2024 on contracting financial statement review for accounting period ending 30/06/2024 and audit for fiscal year ending 31/12/2024 of MBG Group JSC.

Decision No. 051201/2024/QD dated 05/12/2024 on terminating 2024 audit contract and selecting new auditor.

Decision No. 1212/2024/QD-BOD dated 12/12/2024 on receiving share transfer at Home Eco Group JSC.

**Article 10: Approve the content of Submission No. 07/2025/TTr-BOD regarding Related-party Transactions:**

1. Approve goods trading, service provision, cooperation, borrowing, lending, and guarantees with internal partners (BOD members, Supervisory Board, Management Board, Chief Accountant) and related persons (as defined in Clause 17, Article 4 of 2020 Enterprise Law) in 2025.
2. Authorize the BOD to direct and monitor the execution of these transactions in compliance with laws and Company Charter.

**Article 11: Approve the content of Submission No. 08/2025/TTr-BOD regarding dismissal and appointment of BOD and Supervisory Board members for 2025-2030 term.**

**Article 12: Approve the content of Submission No. 09/2025/TTr-BOD regarding change of company headquarters.**

**Article 13: Approve the content of Submission No. 10/2024/TTr-BOD regarding postponement of 2022 dividend payment.**

**Article 14: Approval of Document No. 11/2025/TTr-HĐQT Regarding the approval of the change of the Company's business lines.**

**Article 15: Effective Date**

This Resolution takes effect from the signing date. The Board of Directors, Management Board and relevant Departments are responsible for implementation.

**Distribution medium:**

- Shareholders, Company Website;
- Members of the Board of Directors (BOD), Board of Management (BOM), Supervisory Board (SB);
- Filed by the Administration Department.

**TM. BOARD OF DIRECTORS**



**PHAM HUY THANH**

## SHAREHOLDER ELIGIBILITY VERIFICATION REPORT

### FOR THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS MBG GROUP JOINT STOCK COMPANY

At 8:30 AM on May 05, 2025, at the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company held at: 3rd Floor, MBG Building, No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi.

The Shareholder Eligibility Verification Committee consists of:

- |    |                    |            |
|----|--------------------|------------|
| 1. | Mr. Hoang Tuan Nam | - Chairman |
| 2. | Ms. Pham Thi Nga   | - Member   |
| 2. | Ms. Phung Thi Hien | - Member   |

The Shareholder Eligibility Verification Committee has verified the eligibility of shareholders attending the Annual General Meeting of Shareholders of MBG Group Joint Stock Company.

#### The specific results are as follows:

1. Total outstanding shares are 120,218,540 shares, equivalent to 100% of voting shares.
2. Total number of attending shareholders is 24 persons, representing 61.537.283 shares, accounting for 51.19% of total voting shares of the Company. Of which:
  - + ) In-person attendees: 5 persons.
  - + ) Proxy attendees: 19 persons.
3. Total absent voting shares are 58.681.257 shares, equivalent to 48.81% of total voting shares.

According to Clause 1, Article 145 of the 2020 Enterprise Law and the Company's Charter, the General Meeting of Shareholders shall be conducted when attended shareholders represent more than 50% of total voting rights. Thus, with 51.19% of voting shares attending, the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company is validly conducted.

Our Organizing Committee takes full responsibility for the statistics of shareholders attending the Meeting and the basis for conducting the Meeting as above.





This Shareholder Eligibility Verification Report was prepared at 09:00 AM on May 05, 2025 and has been publicly reported to the General Meeting.

**FOR THE SHAREHOLDER ELIGIBILITY  
VERIFICATION COMMITTEE  
CHAIRMAN**



**HOANG TUAN NAM**



## **MINUTES OF VOTE COUNTING FOR RESOLUTIONS**

### **ADOPTED AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Today, May 05, 2025 at 11:15 AM, at the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company held at: 3rd Floor, MBG Building, No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi.

The Vote Counting Committee consists of:

1. Mr. Nguyen Thanh Trung - Chairman
2. Ms. Nguyen Thi Dung - Member
2. Ms. Nguyen Thi Nhung - Member

The Vote Counting Committee has conducted the vote counting for all reports and submissions in the agenda of the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company.

At the time of voting, the number of attending shareholders was 24 persons, representing 61.537.283 shares, accounting for 51.19 % of total voting shares.

#### **Vote counting results are as follow:**

1. Total ballots issued: 61.537.283 ballots
2. Total ballots collected: 61.537.283 ballots
3. Total valid ballots: 61.537.283 ballots
4. Total invalid ballots: 0 ballots

#### **VOTING RESULTS BY AGENDA ITEM**

##### **Item 1: Approval of the 2024 Board of Directors' Activity Report**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%
  - o Abstentions: 0 ballots, accounting for: 0%

##### **Item 2: Approval of the 2024 Executive Board's Activity Report**





1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%
  - o Abstentions: 0 ballots, accounting for: 0%.

**Item 3: Approval of the 2024 Supervisory Board's Activity Report**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%
  - o Abstentions: 0 ballots, accounting for: 0%

**Item 4: Approval of Submission No. 01/2025/TTr-BOD regarding the 2024 Audited Financial Statements**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%
  - o Abstentions: 0 ballots, accounting for: 0%

**Item 5: Approval of Submission No. 02/2025/TTr-BOD regarding the 2025 Business Plan**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%
  - o Abstentions: 0 ballots, accounting for: 0%

**Item 6: Approval of Submission No. 03/2025/TTr-BOD regarding Selection of Audit Firm for 2025 Financial Statements**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%
  - o Abstentions: 0 ballots, accounting for: 0%

**Item 7: Approval of Submission No. 04/2025/TTr-BOD regarding 2024 Profit Distribution**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%

- Abstentions: 0 ballots, accounting for: 0%

**Item 8: Approval of Submission No. 05/2025/TTr-BOD regarding Remuneration for Board of Directors and Supervisory Board**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - Votes in favor: 61.537.283 ballots, accounting for: 100%
  - Votes against: 0 ballots , accounting for: 0%
  - Abstentions: 0 ballots, accounting for: 0%

**Item 9: Approval of Submission No. 06/2025/TTr-BOD regarding 2024 Board Resolutions Requiring AGM Reporting**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - Votes in favor: 61.537.283 ballots, accounting for: 100%
  - Votes against: 0 ballots , accounting for: 0%
  - Abstentions: 0 ballots, accounting for: 0%

**Item 10: Approval of Submission No. 07/2025/TTr-BOD regarding Related-party Transactions**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - Votes in favor: 61.537.283 ballots, accounting for: 100%
  - Votes against: 0 ballots , accounting for: 0%
  - Abstentions: 0 ballots, accounting for: 0%

**Item 11: Approval of Submission No. 08/2025/TTr-BOD regarding Dismissal/Appointment of Board and Supervisory Board Members for 2025-2030 Term**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - Votes in favor: 61.537.283 ballots, accounting for: 100%
  - Votes against: 0 ballots , accounting for: 0%
  - Abstentions: 0 ballots, accounting for: 0%

**Item 12: Approval of Submission No. 09/2025/TTr-BOD regarding Change of Company Headquarters**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - Votes in favor: 61.537.283 ballots, accounting for: 100%
  - Votes against: 0 ballots , accounting for: 0%
  - Abstentions: 0 ballots, accounting for: 0%

**Item 13: Approval of Submission No. 10/2025/TTr-BOD regarding Postponement of 2022 Dividend Payment**

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1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - o Votes in favor: 61.537.283 ballots, accounting for: 100%
  - o Votes against: 0 ballots , accounting for: 0%
  - o Abstentions: 0 ballots, accounting for: 0%

**Item 14: Approval of Document No. 11/2025/TTr-HĐQT Regarding the approval of the change of the Company's business lines**

1. Invalid voting ballots: 0 ballots
2. Valid voting ballots: 61.537.283 ballots
  - a. Votes in favor: 61.537.283 ballots, accounting for: 100%
  - b. Votes against: 0 ballots , accounting for: 0%
  - c. Abstentions: 0 ballots, accounting for: 0%

The vote counting process was concluded with the preparation of this Vote Counting Minutes at 11:30 AM on the same day.

This Minutes consists of 04 (four) pages, prepared in 02 (two) copies, and has been read, understood and unanimously approved by all members of the Vote Counting Committee. The Committee's representative publicly announced the vote counting results to the General Meeting. The Vote Counting Committee has handed over all voting ballots and this Minutes to the Meeting Secretariat.

**CHAIRMAN**



**NGUYEN THANH TRUNG**

**MEMBER**



**NGUYEN THI DUNG**

**MEMBER**



**NGUYEN THI NHUNG**



**MBG GROUP JOINT STOCK  
COMPANY  
VOTE COUNTING AND ELECTION  
COMMITTEE**

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

**MINUTES OF VOTE COUNTING FOR BOARD OF DIRECTORS  
AND SUPERVISORY BOARD MEMBERS**

Today, May 05, 2025 at 11:30 AM, at the 2025 Annual General Meeting of Shareholders of MBG Group Joint Stock Company, held at: 3rd Floor, MBG Building, No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi City.

The Election and Vote Counting Committee consists of:

1. Mr. Nguyen Thanh Trung - Chairman
2. Ms. Nguyen Thi Dung - Member
3. Ms. Nguyen Thi Nhung - Member

The Committee has conducted the vote counting for the election of Board of Directors and Supervisory Board Members for the 2025-2030 term of MBG Group Joint Stock Company. The General Meeting unanimously agreed to elect these members.

At the time of conducting the election of Board of Directors members and Supervisory Board members, the number of shareholders and shareholder representatives attending the General Meeting was 24 persons, representing 61.537.283 shares, accounting for 51.19% of the total voting shares.

**I. VOTE COUNTING RESULTS FOR BOARD OF DIRECTORS MEMBERS:**

1. Ballots issued: 61.537.283 ballots
2. Ballots collected: 61.537.283 ballots
3. Valid ballots: 61.537.283 ballots
4. Invalid ballots: 0 ballots

**Election Results:**

No.	Full Name	ID Number	Shares	Voting Percentage
1	Mr. Pham Huy Thanh	025079000465	61.537.283	100%
2	Ms. Dang Thi Tuyet	001184005893	61.537.283	100%





	Lan			
3	Ms. Hoang Thi Ba	040185012573	61.537.283	100%

*(Percentages calculated based on total voting shares represented by valid ballots)*

## II. VOTE COUNTING RESULTS FOR SUPERVISORY BOARD MEMBERS:

1. Ballots issued: 61.537.283 ballots
2. Ballots collected: 61.537.283 ballots
3. Valid ballots: 61.537.283 ballots
4. Invalid ballots: 0 ballots

### Election Results:

No.	Full Name	ID Number	Shares	Voting Percentage
1	Ms. Pham Thi Nga	038185027050	61.537.283	100%

*(Percentages calculated based on total voting shares represented by valid ballots)*

Pursuant to the 2020 Enterprise Law, the Election Regulations approved at the General Meeting, and the above vote-counting results, Mr. Pham Huy Thanh, Ms. Dang Thi Tuyet Lan, and Ms. Hoang Thi Ba have been elected as Members of the Board of Directors of MBG Group Joint Stock Company for the 2025-2030 term, and Ms. Pham Thi Nga has been elected as a Member of the Supervisory Board of MBG Group Joint Stock Company for the 2025-2030 term.

This minutes document has been prepared in **two (02) copies**, which have been read, understood, and unanimously agreed upon by all members of the Election and Vote Counting Committee. The representative of the Election and Vote Counting Committee announced the voting results to the General Meeting. The Election and Vote Counting Committee then handed over all election ballots and the minutes to the Secretariat of the General Meeting.

**CHAIRMAN**



**NGUYEN THANH TRUNG**

**MEMBER**



**NGUYEN THI DUNG**

**MEMBER**



**NGUYEN THI NHUNG**



**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

Hanoi, May 5, 2025

**INFORMATION DISCLOSURE FORM**

**To:** - State Securities Commission;  
- Stock Exchange.

1/ Full Name: Pham Huy Thanh

2/ Gender: Male

3/ Date of Birth: March 10, 1979

4/ Place of Birth: Phu Tho

5/ Citizen ID Number (or Passport Number):

Issue Date:

Place of Issue:

6/ Nationality: Vietnam

7/ Ethnicity: Kinh

8/ Permanent Address:

9/ Phone Number: .....

10/ Email (if any): .....

11/ Name of the Organization Subject to Information Disclosure: MBG Group Joint Stock Company

12/ Current Position at the Organization Subject to Information Disclosure: Chairman of the Board of Directors

13/ Other Positions Currently Held at Other Organizations (if any):

- Chairman of the Board of Directors of MBG Lac Sanh Phu Yen Joint Stock Company
- Chairman of the Board of Directors cum General Director of Central Industry Joint Stock Company
- Chairman of the Board of Directors of Quoc Bao Van Ninh Joint Stock Company

14/ Number of Shares Held: accounting for % of charter capital, including:

+ Representative ownership: 0 shares, accounting for 0% of charter capital

+ Individual ownership: 11,513,484 shares, accounting for 9.58% of charter capital

15/ Shareholding Commitments (if any): None

16/ Work Experience:

Time Period	Company	Position
2004 - 2006	Military Petroleum Joint Stock Company	Officer
2007 - 2009	Haco Vietnam Joint Stock Company	Director



October 2007 - February 2009	Vietnam Import-Export and Trade Investment Co., Ltd.	Chairman of the Members' Council
From July 2019 - Present	Central Industry Joint Stock Company	Chairman of the Board of Directors cum General Director
From July 2019 - Present	MBG Lac Sanh Phu Yen Joint Stock Company	Chairman of the Board of Directors
February 2009 - August 2020	Vietnam Construction & Trade Development Investment JSC (now renamed MBG Group Joint Stock Company)	Chairman of the Board of Directors cum General Director
May 2021 - July 2022	Dong A Hotel Group Joint Stock Company	Chairman of the Board of Directors
From August 2020 - Present	MBG Group Joint Stock Company	Chairman of the Board of Directors
From September 2024 - Present	Quoc Bao Van Ninh Joint Stock Company	Chairman of the Board of Directors

17/ Related interests in the public company (if any): None

18/ Conflicting interests with the public company (if any): None

19/ Professional qualifications: Chemical Engineer, Bachelor of Business Administration

I hereby certify that the above statements are true. If any information is found to be incorrect, I take full responsibility before the law.

**DECLARANT**

(Signature, full name)

**PHAM HUY THANH**

List of related persons of the declarant:

No.	Stock Code	Full Name	Securities Trading Account (if any)	Position at the Company (if any)	Relationship with the Company / Insider	Identification Document Type (*) (ID Card/Passport/Busines Registratio Certificate)	Identification Document No. (*) / NSH No.	Issue Date	Place of Issue	Registered Address / Contact Address	Share Ownership at End of Period	Ownership Percentage at End of Period	Start Date of Being a Related Person of the Company/Insider	End Date of Being a Related Person of the Company/Insider	Reason (for change of relationship to be recorded in column 13 and 14)	Notes (regarding lack of identification document number and other remarks)
1	MBG	Nguyen Thi Bich Soi			Mother						0	0%	'05/05/2025			
2	MBG	Pham Manh Cuong			Brother						134	0.000112%	'05/05/2025			
3	MBG	Pham Thi Thu Huong			Sister						0	0%	'05/05/2025			
4	MBG	Dang Thi Tuyet Lan	111C005893069C015893	Chairwoman of the Board	Wife						11.220.629	9,33%	'05/05/2025			



5	MBG	Pham Kim Ngan								0	0%	'05/05/2025			
6	MBG	Pham Duc Quang								0	0%	'05/05/2025			
7	MBG	Dang Van Can								16.267	0.0135 31%	'05/05/2025			
8	MBG	Dang Thi Tien								0	0%	'05/05/2025			
9	MBG	MBG Lac Sanh Phu Yen JSC	001C03 9361							0	0%	'05/05/2025			
10	MBG	Central Industry Joint Stock Company								0	0%	'05/05/2025			

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Related Persons as Defined in Clause 46, Article 4 of the Securities Law dated November 26, 2019

46.A related person is an individual or organization that has a relationship with another in the following cases:

- a) A company and its insiders; a public fund, a public securities investment company, and the insiders of that public fund or public securities investment company;
- b) A company and an organization or individual that owns more than 10% of the voting shares or contributed capital of that company;
- c) An organization or individual that, in relation to another organization or individual, directly or indirectly controls or is controlled by that organization or individual, or is jointly controlled with that organization or individual;
- d) An individual and their biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, spouse, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, biological younger brother, biological younger brother-in-law, sister-in-law, or younger sister-in-law;
- đ) A fund management company and the investment funds or securities investment companies it manages;
- e) A contractual relationship in which one organization or individual acts as a representative for another organization or individual;
- g) Other organizations or individuals considered related persons as defined by the Enterprise Law.



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

Hanoi, May 5, 2025

**INFORMATION DISCLOSURE FORM**

To: - State Securities Commission;  
- Stock Exchange.

1/ Full name: Dang Thi Tuyet Lan

2/ Gender: Female

3/ Date of birth: June 15, 1984

4/ Place of birth: Hanoi

5/ ID/Passport number: \

- Date of issue:
- Place of issue:

6/ Nationality: Vietnamese

7/ Ethnicity: Kinh

8/ Permanent address:

9/ Phone number: [Redacted]

10/ Email (if any): [Redacted]

11/ Name of the organization subject to information disclosure: MBG Group Joint Stock Company

12/ Current position at the organization: Board Member – Deputy General Director

13/ Other positions currently held in other organizations (if any):

- Chairwoman of the Board of Directors cum General Director of PJACA Phu Yen Joint Stock Company.
- Chairwoman of the Board of Greenscape Dong Hoa Joint Stock Company

14/ Number of shares held: Holding percentage of charter capital, including:

- Representative ownership: 0 shares, equivalent to 0% of charter capital
- Individual ownership: 11,220,629 shares, equivalent to 9.33% of charter capital

15/ Commitment to holding shares (if any): None

16/ Work experience:



Period	Company	Position
2006 - Oct 2007	Kova Paint Co., Ltd.	Accountant
Oct 2007 - Feb 2009	Vietnam Import-Export and Investment Trading Co., Ltd.	Deputy Director
Mar 2009 - Present	Vietnam Construction and Trading Development Investment Joint Stock Company (now renamed MBG Group JSC)	Deputy General Director & Board Member
Nov 2018 - Oct 2021	PJACA GROUP Joint Stock Company	Chairwoman of the Board of Directors
July 2019 - Present	PJACA Phu Yen Joint Stock Company	Chairwoman of the Board of Directors cum General Director
Sep 2024 - Present	Greenscape Dong Hoa Joint Stock Company	Chairwoman of the Board of Directors

17/ Related interests in the public company (if any): None

18/ Conflicts of interest with the public company (if any): None

19/ Professional qualifications: Bachelor's Degree in Accounting, Bachelor's Degree in Business Administration

I hereby certify that the information provided above is true and correct. I take full responsibility before the law for any inaccuracies.

#### DECLARANT

(Sign and write full name)



**DANG THI TUYET LAN**



LIST OF RELATED PERSONS:

No.	Stock Code	Full Name	Securities Trading Account (if any)	Position in Company (if any)	Relationship with Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address	Number of Shares Held	Ownership Percentage	Start Date as a Related Person	End Date as a Related Person	Reason for Change (if applicable)	Notes
1	MBG	Nguyen Thi Bich Soi			Mother-in-law						0	0%	'05/05/2025			
2	MBG	Dang Trung Kien			Brother						0	0%	'05/05/2025			
3	MBG	Pham Hong Van			Sister-in-law						0	0%	'05/05/2025			
4	MBG	Pham Huy Thanh	111C000465	069C056143	Husband						11,513,484	9.58%	'05/05/2025			
5	MBG	Pham Kim Ngan			Child						0	0%	'05/05/2025			
6	MBG	Pham Duc Quang			Child						0	0%	'05/05/2025			

7	MBG	Dang Van Can								16,267	0.013531 %	'05/05/2025			
8	MBG	Dang Thi Tien								0	0%	'05/05/2025			
9	MBG	PIACA Phu Yen Joint Stock Company								0	0%	'05/05/2025			

Related Persons as Defined in Clause 46, Article 4 of the Law on Securities dated November 26, 2019

46. A related person is an individual or organization that has a relationship with another in the following cases:

- a) An enterprise and its insiders; a public fund, a public securities investment company, and their insiders;
- b) An enterprise and any organization or individual that owns more than 10% of the voting shares or contributed capital of that enterprise;
- c) An organization or individual that, in relation to another organization or individual, directly or indirectly controls, is controlled by, or is under common control with such organization or individual;



- դ) A fund management company and the securities investment funds or securities investment companies it manages;
- ե) A contractual relationship in which an organization or individual represents another organization or individual;
- զ) Other organizations and individuals deemed related persons as defined by the Law on Enterprises.

**SOCIALIST REPUBLIC OF VIETNAM**

Independence - Freedom - Happiness

Hanoi, May 5, 2025

**INFORMATION DISCLOSURE FORM**

To: State Securities Commission;  
Stock Exchange.

1/ Full Name: Hoang Thi Ba

2/ Gender: Female

3/ Date of Birth: March 14, 1985

4/ Place of Birth: Quynh Luu, Nghe An

5/ Citizen Identification Number (or Passport Number):

Date of Issuan

Place of Issuance:

6/ Nationality: Vietnam

7/ Ethnicity: Kinh

8/ Permanent Address:

9/ Phone Number: [Redacted]

10/ Email (if any): hoangba85@gmail.com

11/ Name of the organization subject to information disclosure: MBG Group Joint Stock Company

12/ Current position at the organization subject to information disclosure: None

13/ Other positions currently held in other organizations (if any): None

14/ Number of shares held: Percentage of charter capital, including:

Represented ownership: 0 shares, accounting for 0% of charter capital

Individual ownership: 0 shares, accounting for 0% of charter capital

15/ Commitments to holding shares (if any): None

16/ Employment history:

Period	Organization	Position
June 2006 - December 2008	Panasonic Communications Vietnam	Employee
December 2008 - Present	Thuy Loi University	Lecturer

17/ Related interests with the public company (if any): None

18/ Conflicting interests with the public company (if any): None

19/ Professional qualifications: Doctor of Business Administration





I hereby certify that the above statements are true and correct. I take full legal responsibility for any false information provided.

**DECLARANT**

(Signature, Full Name)

A handwritten signature in blue ink, appearing to be 'Hoang Thi Ba', written in a cursive style.

**HOANG THI BA**

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List of related persons:

No.	Stock Code	Full Name	Securities Trading Account (if any)	Position in Company (if any)	Relationship with Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address	Number of Shares Held	Ownership Percentage	Start Date as a Related Person	End Date as a Related Person	Reason for Change (if applicable)	Notes
1	MBG	Hoang Van Au			Father						0	0%	'05/05/2025			
2	MBG	Dang Thi Dao			Mother						0	0%	'05/05/2025			
3	MBG	Hoang Quoc Quang			Brother						0	0%	'05/05/2025			
4	MBG	Hoang Thi Diep			Sister						0	0%	'05/05/2025			
5	MBG	Le Thu Trang			Sister-in-law						0	0%	'05/05/2025			
6	MBG	Ho Thanh Vinh			Brother-in-law						0	0%	'05/05/2025			



(\*) A related person is defined in Clause 46, Article 4 of the Securities Law dated November 26, 2019.

46. A related person refers to an individual or organization that has a relationship with another individual or organization in the following cases:

- a) An enterprise and its insiders; a public fund, a public securities investment company, and their respective insiders;
- b) An enterprise and an organization or individual that owns more than 10% of the voting shares or contributed capital of that enterprise;
- c) An organization or individual that, in relation to another organization or individual, directly or indirectly controls, is controlled by, or is under common control with that organization or individual;
- d) An individual and their biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law (wife's father), mother-in-law (wife's mother), spouse, biological child, adopted child, daughter-in-law, son-in-law, biological brother, biological sister, biological younger brother, brother-in-law, younger brother-in-law, sister-in-law, younger sister-in-law;
- đ) A securities investment fund management company and the securities investment funds or securities investment companies managed by such fund management company;
- e) A contractual relationship in which one organization or individual acts as a representative of another organization or individual;
- g) Other organizations or individuals that are considered related persons under the provisions of the Enterprise Law.

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

Hanoi, May 5, 2025

**INFORMATION DISCLOSURE FORM**

**To: - State Securities Commission;  
- Stock Exchange.**

1/ Full name: PHAM THI NGA

2/ Gender: Female

3/ Date of birth: June 4, 1985

4/ Place of birth:

5/ Citizen ID number (or passport number):

Issue date:

Place of issue:

Security

6/ Nationality: Vietnam

7/ Ethnicity: Kinh

8/ Permanent address:

9/ Phone number:

10/ Email (if any):

11/ Name of the organization subject to information disclosure: MBG Group Joint Stock Company

12/ Current position at the organization subject to information disclosure: None

13/ Other current positions held at other organizations (if any):

14/ Number of shares held: % of charter capital, including:

+ Representative ownership: 0 shares, accounting for 0% of charter capital

+ Individual ownership: 0 shares, accounting for 0% of charter capital

15/ Shareholding commitments (if any): None

16/ Work experience:

Period	Organization	Position
October 2013 - August 2022	WINCOMMERCE GENERAL TRADING SERVICES JOINT STOCK COMPANY	Cashier & Customer Service Supervisor
September 2022 - November 2022	PJACA GROUP JOINT STOCK COMPANY	Employee





December 2022 - Present	VAN PHONG HOLDING COMPANY LIMITED	Employee
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17/ Related interests with the public company (if any): None

18/ Conflicting interests with the public company (if any): None

19/ Professional qualification: Bachelor's degree in Accounting

I hereby declare that the above statements are true. If any false information is found, I take full legal responsibility.

**DECLARANT**

*(Sign and write full name)*



**PHAM THI NGA**

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List of related declarants:

No.	Stock Code	Full Name	Securities Trading Account (if any)	Position at the Company (if any)	Relationship with the Company/Insider	Identification Document Type (*) (ID Card/Passport/Business Registration Certificate)	Identification Document No. (*) / NSH No.	Issue Date	Place of Issue	Registered Address / Contact Address	Shares Owned at End of Period	Ownership Percentage at End of Period	Start Date of Being a Related Person of the Company/Insider	End Date of Being a Related Person of the Company/Insider	Reason (for changes related to column 13 and 14)	Notes (regarding lack of identification document number and other remarks)
1	MBG	Tran Quoc Tuan			Husband						27	0.0000225%	05/05/2025			
2	MBG	Tran Tri Dung			Son						0	0	05/05/2025			Still a minor
3	MBG	Tran Nhat Quang			Son						0	0	05/05/2025			Still a minor

\* Related persons as defined in Clause 46, Article 4 of the Securities Law dated November 26, 2019.

46. A *related person* is an individual or organization that has a relationship in the following cases:

- An enterprise and its insiders; a public fund, a public securities investment company, and the insiders of such public fund or public securities investment company;
- An enterprise and an organization or individual that owns more than 10% of the voting shares or contributed capital of that enterprise;





- c) An organization or individual that, in relation to another organization or individual, directly or indirectly controls or is controlled by that organization or individual, or is under common control with that organization or individual;
- d) An individual and their biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, spouse, biological child, adopted child, daughter-in-law, son-in-law, biological brother, biological sister, biological younger sibling, brother-in-law, younger brother-in-law, sister-in-law, younger sister-in-law;
- d) A securities investment fund management company and the securities investment funds or securities investment companies managed by that company;
- e) A contractual relationship in which one organization or individual represents another organization or individual;
- g) Other organizations or individuals considered related persons under the provisions of the Enterprise Law.