

**MGROUP GROUP  
CORPORATION**  
No: 02/2026/CBTT – MGROUP

THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom – Happiness  
Ho Chi Minh City, January 21, 2026

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

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

- Name of company: **MGROUP CORPORATION**
  - Stock symbol: **MGR**
  - Address of headoffice: 19th Floor, Block A, Indochina Park Tower, No. 04  
Nguyen Dinh Chieu, Ward Tan Dinh, Ho Chi Minh City, Vietnam.
  - Phone: 028.7106.8910
  - The person who made the disclosure: Mr. Mai Nam Chuong  
Position: Current position: Member of the Board of Directors, person who  
discloses infor-mation.
  - Type of information disclosure:  
- ☐ 24h      - ☐ 72h      - ☐ Request      - ☐ Abnormal      - ☒ Periodic
1. Information disclosure content:

*Management report 2025 of MGROUP Group Corporation.*

2. This information is published on the company's information disclosure page at  
info.mgroup.vn address on January 21, 2026.

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

**Attached documents:**

- Report On Corporate Governance.

**ORGANIZATION REPRESENTATIVE  
INFORMATION DISCERNERS**



**MAI NAM CHUONG**



## Appendix V

### REPORT ON CORPORATE GOVERNANCE

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

**MGROUP  
GROUP CORPORATION**

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

No: 01/2026/BCQT

HCMC, January 21, 2026

### REPORT ON CORPORATE GOVERNANCE 01/01/2025 to 31/12/2025

Dear: \_\_\_\_\_

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

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

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

- Telephone: 028.7106.8910

Fax:

Email: info@mgroup.vn

- Charter capital: 200.000.000.000 đồng

- Stock symbol: MGR

- Governance model:

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

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

#### I. Activities of the General Meeting of Shareholders

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

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

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

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



No.	Board of Directors' members	Position Independent members of the Board of Directors, Non-executive members of the Board of Directors)	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Mai Duc Hung	Chairman Of The Board Of Directors	April 23,2023	
2	Mr. Mai Duc Hoan	Members of Board of Directors -General Director	June 30,2025	
3	Mr. Mai Nam Chuong	Members of Board of Directors	April 23,2023	
4	Mr. Le Tu	Members of Board of Directors -Deputy General Director	April 23,2023	
5	Mr. Nguyen Quoc Hoan	Members of Board of Directors	April 23,2023	

2. Meetings of the Board of Directors:

No.	Board of Director' member	Number of meetings attended by Board of Directors	Attendance rate	Reasons for absence
1	Mr. Mai Duc Hung	9/9	100%	
2	Mr. Mai Nam Chuong	9/9	100%	
3	Mr. Le Tu	9/9	100%	
4	Mr. Nguyen Quoc Hoan	9/9	100%	
5	Mr.Mai Duc Hoan	9/9	100%	

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

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

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

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



3	03/2025/NQ-HĐQT	April 22, 2025	supplementing the documents of the Annual General Meeting of Shareholders in 2025	100%
4	04/2025/NQ-HĐQT	May 13,2025	Dismissal, appointment of chief accountants	100%
5	05/2025/NQ-HĐQT	May 23,2025	Choose audit company	100%
6	06/2025/NQ-HĐQT	June 05,2025	Transfer of Northern MLAND Real Estate Joint Stock Company and lend capital to Nam Hoa Joint Stock Company	100%
7	07/2025/NQ-HĐQT	June 30,2025	Dismissal and appointment of General Director Legal Representative	100%
8	08/2025/NQ-HĐQT	September 22,2025	Regarding the implementation of the Shareholders' written consultation	100%
9	09/2025/NQ-HĐQT	October 14,2025	Stop the implementation of the written opinion of Decree No. 08/2025/NQ-HĐQT	100%

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

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

No.	Members of Board of Supervisors/ Audit Committee	Position	The date becoming/ceasing to be the member of the Board of Supervisors/ Audit Committee	Qualification
1	Mrs. Cao Thị Giang	- Head of control board	Dismissal Date 29/04/2025	Master of Business Administration
2	Mr. Cao Viet Cuong	- Head of control board	Appointment Date 05/05/2025	Bachelor
3	Ms. Dao Nhat Anh	- Member	April 23,2023	Marketing
4	Mrs. Nguyen Thi Van Anh	- Member	April 23,2023	Bachelor

#### 2. Meetings of Board of Supervisors or Audit Committee

No.	Members of Board of Supervisors/ Audit Committee	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Mr. Cao Viet Cuong	1/1	100%		
2	Ms. Dao Nhat Anh	1/1	100%		



3	Mrs.Nguyen Thi Van Anh	1/1	100%		
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3. Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors or Audit Committee: **None**

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

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

#### IV. Board of Management

No.	Members of Board of Management	Date of birth	Qualification	Date of appointment / dismissal of members of the Board of Management /
1	Mr. Mai Nam Chuong		Master of Information Technology	Appointed 05/2013 Dismissal 30/06/2025
2	Mr. Le Tu		Bachelor of Business Administration	September 2019

#### V. Chief Accountant

No.	Name	Date of birth	Qualification	Date of appointment/ Dismissal
1	Ms. Nguyen Thi Yen Anh		Financial accounting	Appointed 01/2018 Dismissal 13/05/2025
2	Mrs. Hoang Thi Xuan		Financial accounting	Appointed 13/05/2025

#### VI. Training courses on corporate governance:

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

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

1. The list of affiliated persons of the Company:

No.	Name of organization/individual	Securities trading account (if any)	Position at the Company (if any)	NSH No.*, date of issue, place of issue	Head Office Address/ Contact Address	Time of starting to be affiliated person	Time of ending to be affiliated person	Reasons	Relationship with the
1	Mai Duc Hung		Chairman Of The Board Of Directors			May 2013			Internal persons



2	Mai Duc Hoan		Members of Board of Directors - General			June 30,2025			Internal persons
3	Mai Nam Chuong		Members of Board of Directors			May 2013			Internal persons
4	Le Tu		Members of Board of Directors - Deputy General Director			Septembe r 2019			Internal persons
5	Nguyen Quoc Hoan		TVHĐQT/ members of Board of Directors			Novembe r 2020			Internal persons
6	Nguyen Thi Yen Anh		Chief Accountant			January 2018	Dismi ssal May 13,202 5		Internal persons



7	Hoang Thi Xuan	Chief Accountant				May 13,2025			Internal persons
8	Cao Thi Giang	Members of the Board of Supervisor				June 4,2022	Dismissal May April 29,2025		Internal persons
9	Cao Viet Cuong	Members of the Board of Supervisor				May 05,2025			
10	Dao Nhat Anh	Members of the Board of Supervisor				April 2021			
11	Nguyen Thi Van Anh	Members of the Board of Supervisor				June 4,2022			

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

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



No.	Name of organization/individual	Relationship with the Company	NSH No.* date of issue, place of issue	Head Office Address/Contact Address	Time of transactions with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Note
1	Southern Mland Joint Stock Company	Same chairman	0316062436	19th Floor, Block A, Indochina Park Tower, No. 4 Nguyen Dinh Chieu, Da Kao Ward, District 1, Ho Chi Minh City, Vietnam			500.000.000	Pay the deposit
2	Nam Hoa Joint Stock Company	Subsidiaries	2901370384	Pisces Street, Tay Hoa Block, Tay Hoa Ward, Cua Lo Town, Nghe An			7.615.663.121	Loan

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

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

No.	Transaction executor	Relationship with internal persons	Position at the listed Company	ID card No. /Passport No., date of issue, place of Issue	Address	Name of subsidiaries or companies which the Company control	Time of transaction	Content, quantity, total value of transaction	Note
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4. Transactions between the Company and other objects

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

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

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

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

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

No.	Name	Securities trading account (if any)	Position at the company (if any)	ID card No./Passport No., date of issue, place of issue	Address	Number of shares owned at the end of the period	Percentage of share ownership at the end of the period	Note
1	Mai Duc Hung		Chairman Of The Board Of Directors			5.940.000	29.70%	
1.01	Nghiêm Thi Hai					0		Biological Mother
1.02	Mai Duc Hoang					0		Brother
1.03	Le Thi Tuoi					0		Sister-in-law
1.04	Mai Đức Hoan					0		Brother
1.05	Bui Thi Thanh					0		Sister-in-law
1.06	Mai Đức Huy					0		Younger siblings
1.07	Mai Thi Huyen					0		Sister
1.08	Nguyen Van Chinh					0		Brother-in-law
1.09	Mai Thi Thuong					0		Younger siblings



1.10	Le Viet Tuan					0		Brother in law
2	Mai Duc Hoan		Members of Board of Directors - General Director			240.000	1.2%	
2.01	Nghiem Thi Hai					0		Biological mother
2.02	Bui Thi Thanh					0		Wife
2.03	Mai Duc Anh					0		Biological child
2.04	Mai Duc Hung Cuong					0		Biological child
2.05	Mai Duc Hoang					0		Brother
2.06	Le Thi Tuoi					0		Sister-in-law
2.07	Mai Duc Huy					0		Younger siblings
2.08	Mai Thi Huyen					0		Sister
2.09	Nguyen Van Chinh					0		Brother-in-law
2.10	Mai Thi Thuong					0		Younger siblings
2.11	Le Viet Tuan					0		Brother in law
3	Mai Nam Chuong		Members of Board of Directors			600.000	3%	
3.01	Mai Van Chat					0		Biological Father
3.02	Đang Thi An					0		Biological Mother
3.03	Nguyen Thi Kim Thanh					0		Wife
3.04	Mai Tuan Khoa					0		Biological child
3.05	Mai Tuan Khang					0		Biological child
3.06	Mai Viet Cuong					0		Younger siblings
3.07	Nguyen Thi Thanh Hong					0		Sister in law



3.08	Nguyen Dinh Nghia					0		Father-in-law
3.09	Nguyen Tien Dung					0		Brother-in-law
3.10	Nguyen Thi Thu					0		Sister-in-law
3.11	Nguyen Phi Hung					0		Brother-in-law
3.12	Nguyen Thi Quynh Huong					0		Sister-in-law
4	Le Tu		Members of Board of Directors - Deputy General Director			400.000	2.00%	
4.01	Le My					0		Biological child
4.02	Le Vy					0		Biological child
4.03	Le Phong					0		Brother
4.04	Le Thi Huong					0		Sister-in-law
5	Nguyen Quoc Hoan	093C023 335	Members of Board of Directors			240.0000	1.20%	
5.01	Nguyen Quoc Thiu					0		Biological father
5.02	Nguyen Thi Huyen Trang					0		Wife
5.03	Nguyen Quoc Tri					0		Biological child
6	Hoang Thi Xuan		Chief Accountan t			0		
6.01	Tran Minh Duc					0		Husband
6.02	Tran Minh Sang					0		Biological child
6.03	Tran Ngoc Tam Dan					0		Biological child
6.04	Tran Ngoc Tam An					0		Biological child
7	Cao Viet Cuong		Head of the Board of			0		



			Supervisor					
7.01	Pham Giao Thy					0		Wife
8	Dao Nhat Anh		Members of the Board of Supervisor			0		
8.01	Dao Van Son					0		Biological father
8.02	Nguyễn Thị Hữu Hòa					0		Biological mother
8.03	Dao Huy Quang					0		Brother
8.04	Dao Thi Van Anh					0		Sister
9	Nguyen Thi Van Anh		Members of the Board of Supervisor			0		
9.01	Tran Dai Nghia					0		
9.02	Tran Dai Tien					0		Biological child
9.03	Tran May Anh					0		Biological child
9.04	Trinh Thi Hai					0		Biological mother
9.05	Nguyen Thi Kim Anh					0		Sister
9.06	Nguyen Duc Thinh					0		Brother

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

No.	Transaction executor	Relationship with internal persons	Number of shares owned at the beginning of the period		Number of shares owned at the end of the period		Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
			Number of shares	Percentage	Number of shares	Percentage	



1	Mai Nam Chuong		5.993.300	29.97%	600.000	3%	Portfolio Selling
2	Mai Duc Hoan		0	0%	240.000	1.2%	Buy to increase the ownership rate
3	MAI DUC HUNG INVESTMENT FUND CO., LTD	Same chairman	0	0%	5.153.300	25.77%	Buy to increase the ownership rate

**IX. Other significant issues: None**

**Recipients:**

- As above;
- Archive office.

**CHAIRMAN OF THE BOARD OF DIRECTORS**

(Sign, full name and seal)



**MAI DUC HUNG**