**MBG: Annual Corporate Governance Report**

On January 29, 2024, MBG Group Joint Stock Company announced Report No. 2901/2024/BC-MBG on the corporate governance 2023 as follows:

* Name of company: MBG Group Joint Stock Company
* Address: No. 906, Nguyen Khoai Street, Group 10, Thanh Tri Ward, Hoang Mai District, Hanoi, Vietnam
* Head office address: No. 9, Alley 61/4, Lac Trung Street, Vinh Tuy Ward, Hai Ba Trung District, Hanoi, Vietnam
* Tel: 024.3644.7655 Email: [vidicojsc@gmail.com](mailto:vidicojsc@gmail.com)
* Charter capital: VND 1,202,185,400,000
* Securities code: MBG
* Corporate Governance Model:
* The General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and the Board of Management.
* Internal audit execution: Executed.

1. Activities of the General Meeting of Shareholders:

Information about the General Mandates:

On April 17, 2023, MBG Group Joint Stock Company organized the Annual General Meeting of Shareholders 2023. The meeting was a success

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| No. | General Mandate/Decision of the General Meeting of Shareholders No. | Date | Content |
| 01 | 1704/NQ-DHDCD | April 17, 2023 | * Approve the Report on activities of The Board of Directors in 2022   Approve the Report on the activities of the Board of Managers in 2022   * Approve the Report of the Supervisory Board in 2022 * Approve the contents in Proposal No. 01/2023/TTr-HDQT on the approval of the Audited Financial Statement 2022 * Approve the contents in Proposal No. 02/2023/TTr-HDQT on the business plan for 2023 * Approve the contents in Proposal No. 03/2023/TTr-HDQT on the selection of an audit company to audit the Financial Statements 2023 * Approve the contents in Proposal No. 04/2023/TTr-HDQT on the profit distribution in 2022 * Approve the contents in Proposal No. 05/2023/TTr-HDQT on the remuneration settlement for the Board of Directors and the Supervisory Board * Approve the contents in Proposal No. 06/2023/TTr-HDQT on the Board Resolutions submitted to the General Meeting of Shareholders * Approve the contents in Proposal No. 07/2023/TTr-HDQT on the transactions with affiliated parties * Approve the contents in Proposal No. 08/2023/TTr-HDQT on the shares issuance to pay dividends of 2022. |

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

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| No. | Members of the Board of Directors | Position | Date of appointment/dismissal as member/independent member of the Board of Directors | |
| Appointment date | Dismissal date |
| 1 | Mr. Pham Huy Thanh | Chair of the Board of Directors | February 23, 2009 |  |
| 2 | Ms. Dang Thi Tuyet Lan | Member of the Board of Directors | February 23, 2009 |  |
| 3 | Ms. Vuong Bao Yen | Member of the Board of Directors | June 27, 2022 |  |
| 4 | Mr. Duong Quang Dong | Member of the Board of Directors | April 22, 2016 |  |
| 5 | Ms. Tran Thuy Loan | Member of the Board of Directors | June 9, 2020 | Resigned from December 30, 2023 |

1. Board Resolutions/Board Decisions:

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| No. | Board Resolution/Board Decision No. | Date | Content |
| 1 | 1001/2023/QD-MBG | January 10, 2023 | Dismiss and appoint the position of Chief Accountant of the Company. |
| 2 | 2102/2023/NQ-HDQT | February 21, 2023 | Approve the record date to exercise the rights to attend the Annual General Meeting of Shareholders 2023 |
| 3 | 1505/2023/QD-HDQT | May 15, 2023 | Sign a house leasing contract with Vcado Global Joint Stock Company |
| 4 | 260623/2023/QD-HDQT | June 26, 2023 | Sign the contract for services of reviewing the Financial Statements of the accounting period ended on June 30, 2023 and auditing the Financial Statements for the fiscal year ended on December 31, 2023 of the Company. |
| 5 | 0307/2023/NQ-HDQT | July 3, 2023 | Adjust the purpose of using working capital obtained from the shares issuance to increase working capital in 2021 |
| 6 | 1708/2023/QD-HDQT | August 17, 2023 | Sign economic contracts with affiliated companies |
| 7 | 0609/QD- HDQT | September 6, 2023 | Bank loan |
| 8 | 2510/QD- HDQT | October 25, 2023 | Bank loan |
| 9 | 1512/2023/QD-HDQT | December 15, 2023 | Receive the transfer of shares at Công ty Cổ phần Quốc Bảo Vạn Ninh (tentatively translated as Quoc Bao Van Ninh Joint Stock Company) |
| 10 | 1912/2023/QD-HDQT | December 19, 2023 | Transfer the contributed capital at Green Island Joint Stock Company |
| 11 | 2712/2023/QD-HDQT | December 27, 2023 | Transfer the contributed capital at Zone Viet Joint Stock Company |

1. The Supervisory Board/ Audit Committee
2. Information about members of the Supervisory Board:

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| No. | Member of the Supervisory Board | Position | Date of appointment as member of the Supervisory Board | Qualification | Note |
| 1 | Ms. Pham Tuyet Nhung | Chief  of the Supervisory Board | April 22, 2016 | Bachelor of Economics |  |
| 2 | Ms. Nguyen Thi Hanh | Member of the Supervisory Board | June 30, 2017 | Bachelor of Economics | Re-appointed on June 27, 2022. |
| 3 | Ms. Nguyen Thi Quynh | Member of the Supervisory Board | June 27, 2022 | Bachelor of Economics | Appointed on June 27, 2022 |

1. The Executive Board.

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| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| . 1 | Ms. Dang Thi Tuyet Lan | June 15, 1984 | Bachelor of Economics | Appointed as the Deputy General Manager on February 23, 2009 |
| 2 | Mr. Duong Quang Dong | August 1, 1961 | Bachelor | Appointed as the Deputy General Manager on October 11, 2016 |

1. The Chief Accountant

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| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as the member of the Executive Board |
| 1 | Ms. Phan Thi Tra Giang | December 17, 1984 | Bachelor of Economics | Dismissed on January 10, 2023 |
| 2 | Ms. Nguyen Thi Tuyet | January 10, 1983 | Bachelor of Economics | Appointed on January 10, 2023 |

1. Training on corporate governance
2. List of affiliated persons of the public Company and transactions between the affiliated persons of the Company with the Company itself
3. Transactions between the Company and affiliated persons of the Company; or between the Company and major shareholders, PDMR, and affiliated persons of PDMR
4. Transactions between Company’s PDMR, affiliated persons of PDMR and subsidiaries or companies controlled by the Company None
5. Transactions between the Company and other entities: None
   1. Transactions between the Company and the company in which members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers have been founding members or members of the Board of Directors, the Executive Manager (the General Manager) for the past three (03) years (calculated at the time of reporting). None

* General Contractor No. 261021/HDTTXD/MT-MBG on constructing an electrical equipment factory between MBG Group Joint Stock Company and Mien Trung Industrial Joint Stock Company signed on October 26, 2021
* General Contractor No. 261021/HDTTMM/MT-MBG on supplying and installing the electrical equipment production line system between MBG Group Joint Stock Company and Mien Trung Industrial Joint Stock Company signed on October 26, 2021
* General Contractor No. 1208/2020/HDTTXD/PJCPY-MBG on constructing a high-end packaging plastic factory between MBG Group Joint Stock Company and PJACA Phu Yen Joint Stock Company
* General Contractor No. 14081/2020/HDTTMM/PJCPY-MBG on supplying and installing the production lines for a high-end packaging plastic factory between MBG Group Joint Stock Company and PJACA Phu Yen Joint Stock Company
* Contract No. 180801/2023/TTTC/LSPY-MGB on implementing the Lac Sanh hot hot mineral spring resort tourism project - phase 1 between MBG Group Joint Stock Company and Công ty cổ phần MBG Lạc Sanh Phú Yên (tentatively translated as MGB Lac Sanh Phu Yen JSC)
  1. Transactions between the Company and companies where the affiliated people of members of the Board of Directors, members of the Supervisory Board, the Manager (the General Manager) and other managers are members of the Board of Directors, the Executive Manager (the General Manager). None
* Minutes No. 1512/BBTL/MBG-IFG and Tripartite Agreement dated December 15, 2023 between MBG Group Joint Stock Company, Infinity Investment Group Joint Stock Company, and Quang Tien International Golf Joint Stock Company (Mr. Pham Manh Cuong hold the position of the General Manager of Quang Tien International Golf Joint Stock Company is the brother of Mr. Pham Huy Thanh)
  1. Other transactions of the Company (if any) that can bring about material or non-material benefits to members of the Board of Directors, members of the Supervisory Board, and the Manager (General Manager) and other managers: None

1. Share transactions of PDMR and affiliated persons of PDMR (Annual Report 2023):
2. Company’s shares transaction of PDMR and affiliated persons: None
3. Other significant issues: None