**MGR: Annual Corporate Governance Report 2023**

On January 19, 2024, MGroup Group Corporation announced Report No. 01/2024/BCQT on corporate governance in 2023 as follows:

* Company name: MGroup Group Corporation
* Head office address: 19th Floor, Area A, Indochina Park Tower, 04 Nguyen Dinh Chieu Street, Da Kao Ward, District 1, Ho Chi Minh City No. 8 Hoang Hoa Tham Street, Ward 7, Binh Thanh District, Ho Chi Minh City
* Tel: 028.7106.8910 Fax: Email:
* Charter capital: VND 200,000,000,000
* Securities code: MGR
* Corporate governance model:
* The General Meeting, Board of Directors, Supervisory Board and the Managing Director
* Internal audit function: Not implemented yet

1. Activities of the General Meeting:

Information about the meetings and General Mandates/Decisions of the General Meeting (including General Mandates approved by collecting shareholders' ballots):

|  |  |  |  |
| --- | --- | --- | --- |
| No. | General Mandate/Decision of the General Meeting No. | Date | Contents |
| 1 | 01/2023/NQ-DHDCD | April 23, 2023 | Annual General Meeting |

1. Board of Directors (Report 6 months/year)
2. Information about members of the Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Board of Directors | Position (Independent member of the Board of Directors, non-executive member of the Board of Directors) | Date of appointment/dismissal as members/independent members of the Board of Directors | |
| Date of appointment | Date of dismissal |
| 1 | Mr. Mai Duc Hung | Chair of the Board of Directors | April 23, 2023 |  |
| 2 | Mr. Mai Duc Hoan | Member of the Board of Directors | April 23, 2023 |  |
| 3 | Mr. Mai Nam Chuong | Member of the Board of Directors, Managing Director | April 23, 2023 |  |
| 4 | Mr. Le Tu | Member of the Board of Directors, Deputy Managing Director | April 23, 2023 |  |
| 5 | Mr. Nguyen Quoc Hoan | Member of the Board of Directors | April 23, 2023 |  |

1. Board Resolutions/Board Decisions (Semi-annual Report):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Board Resolution/Board Decision | Date | Contents |  |
| 1 | 01/2023/NQ-HDQT | February 22, 2023 | Prepare for the Annual General Meeting |  |
| 2 | 02/2023/NQ-HDQT | April 07, 2023 | Change the business location |  |
| 3 | 03/2023/NQ-HDQT | May 17, 2023 | Select an audit company and reappoint Mr. Mai Nam Chuong |  |

1. Supervisory Board/Audit Committee (Report 6 months/year)
2. Information about members of the Supervisory Board/the Audit Committee

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Member of the Supervisory Board/Audit Committee | Position | Date of appointment/dismissal as member of the Supervisory Board/Audit Committee | Qualification |
| 1 | Ms. Cao Thi Giang | Chief of the Supervisory Board | April 23, 2023 | Master of Business Administration |
| 2 | Ms. Dao Nhat Anh | Member | April 23, 2023 | Bachelor in marketing |
| 3 | Ms. Nguyen Thi Van Anh | Member | April 23, 2023 | Bachelor |

1. Executive Board.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Members of the Executive Board | Date of birth | Qualification | Date of appointment/dismissal as member of the Supervisory Board |
| 1 | Mr. Mai Nam Chuong | October 17, 1981 | Master of Information Technology | May 2013 |
| 2 | Mr. Le Tu | September 14, 1983 | Bachelor of Business Administration | September 2019 |

1. The Chief Accountant

|  |  |  |  |
| --- | --- | --- | --- |
| Full name | Date of birth | Qualification | Date of appointment/dismissal |
| Ms. Nguyen Thi Yen Anh | December 01, 1977 | Finance - Accounting | January 2018 |

1. Training on corporate governance
2. List of related persons in the public company (Report 6 months/year) and transactions of related persons of the Company with the Company itself
3. Transactions between the Company and related persons of the Company; or between the Company and principal shareholders, PDMR, related persons of PDMR:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| No. | Name of organizations/individuals | Related relation with the company | NSH\* No., Date of issue, Place of issue | Head office address/Contact address | Time of transaction with the Company | General Mandate/Decision of the General Meeting of Shareholder No. or Board Resolution/Decision No. (including date of announcement, if any) | Contents, quantity, total value of transaction | Note |
| 1 | Mland Mien Nam Corporation | Same Chair | 0316062436 | 19th Floor, Area A, Indochina Park Tower, No. 4 Nguyen Dinh Chieu Road, Da Kao Ward, Ho Chi Minh City District, Vietnam |  |  | 300,000,000 | Collect deposit |
|  |  | 1,764,992,560 | Provide services |

Notes: NSH\* No. ID Card/Passport No. (for individuals) or Business Registration Certificate No., License on Operations No. or equivalent legal documents (for institutions)

1. Transactions between Company’s PDMR, related persons of PDMR and subsidiaries or companies controlled by the Company
2. Transactions between the Company and other entities:
3. Transactions between the Company and companies where members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers have been founding members or members of the Board of Directors or Executive Manager (Managing Director) for the past three (03) years (as at the date of reporting): None
4. Transactions between the Company and the companies that related persons of members of the Board of Directors, members of the Supervisory Board, Executive Manager (the Managing Director) and other managers who are members of the Board of Directors or Executive Manager (Managing Director): None
5. Other transactions of the Company (if any) can bring about material or non-material benefits to the members of the Board of Directors, members of the Supervisory Board, Executive Manager (Managing Director) and other managers: None
6. Share transactions of PDMR and related persons of PDMR (Report 6 months/year)
   1. Company’s share transactions of PDMR and related persons: None
7. Other significant issues