

No.: 22../CBTT-MCG

*Ha Noi, date 18 month 02 year 2025*

**INFORMATION DISCLOSURE  
ON THE ELECTRONIC INFORMATION PORTAL OF THE STATE SECURITIES  
COMMISSION AND HANOI STOCK EXCHANGE**

To: - State Securities Commission,  
- Hanoi Stock Exchange.

**1. Organization name: MCG Energy and Real Estate Joint Stock Company**

- Stock code: MCG
- Address: Alley 102, Truong Chinh Street, Phuong Mai Ward, Dong Da District, Hanoi
- Contact phone number: 024.38694773
- Email: [vanphong@mcger.com](mailto:vanphong@mcger.com)

**2. Information disclosure content:**

Documents of the Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company in 2025.

3. This information was published on the Company's website on 18../02../2025 at the link:

<https://www.mcger.com/dang-bai/categories/tin-tuc>

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

Attached documents:

- Information content to be published and related documents.

**Recipients:**

- As above;
- File: TCHC.

**ORGANIZATION REPRESENTATIVE**

Legal representative/Authorized person to disclose information

*(Ký, ghi rõ họ tên, chức vụ, đóng dấu)*



**TỔNG GIÁM ĐỐC**  
*Nguyễn Ngọc Hưng*

## INVITATION Annual General Meeting of Shareholders 2025

To: SHAREHOLDERS OF MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY

The Board of Directors of MCG Energy and Real Estate Joint Stock Company (MCK: MCG) would like to announce the organization of the 2025 Annual General Meeting of Shareholders with the following contents:

**1. Time: 08:00 on March 21, 2025**

**2. Location: Hall, 7th Floor - Office Tower Building - Meco Complex,  
Alley 102, Truong Chinh Street, Phuong Mai Ward, Dong Da District, Hanoi City.**

**3. Participants:**

Shareholders holding MCG shares according to the closing date list 10/02/2025.

**4. Main content of the Congress:**

- Report on the activities of the Board of Directors/ Report of independent members of the Board of Directors

- Report on the activities of the Board of Directors on the results of production and business in 2024 and the production and business plan in 2025

- Report on the activities of the Board of Supervisors in 2024

- Report on salaries and remuneration of the Board of Directors, the Supervisory Board, the person in charge of internal audit, the person in charge of internal audit in 2024; Salary and remuneration plan for members of the Board of Directors, the Supervisory Board, the person in charge of internal audit, the person in charge of internal audit in 2025

- Audited financial statements for 2024

- Election of members of the Board of Directors, members of the Supervisory Board for the term 2025 - 2030

- Selection of an auditor for the 2025 financial statements

- Other issues.

**5. Meeting Documents: Published on website [www.mcger.com](http://www.mcger.com) from date 18/02/2025.**

**6. Register to attend the Congress:**

To facilitate the organization, we request that shareholders please send in advance the Confirmation/Authorization Letter/Confirmation of Attendance at the Meeting via post/email/phone/zalo to the Company.

- **Contact : Organization and Administration Department**

Phone : 0981.507687 (zalo) / (024) 38694773 / (024) 22138518

Email : vanphong@mcger.com.

- **Or send information by mail:**

Recipient : Organization and Administration Department

MCG Energy and Real Estate Joint Stock Company.

Address : 7th Floor - Office Tower Building - Meco Complex,

Lane 102 Truong Chinh Street - Phuong Mai Ward - Dong Da District - Hanoi City.

**Note: Shareholders are requested to note:**

- When attending the General Meeting, shareholders are requested to bring: Invitation letter / Confirmation of attendance at the General Meeting / Authorization to attend the General Meeting (if any), ID card / passport (original) to complete the registration procedure.

**Best regards!**

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Nguyen Ngoc Binh



**PROGRAMME**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**Date 21 month 3 year 2025**

Numerical order	CONTENT	TIME	OPERATION
1	Reception and verification of qualifications of delegates	08 <sup>h</sup> 00 - 09 <sup>h</sup> 00	Organizing Committee
2	Stabilize the organization, report on the situation of shareholders attending the meeting, introduce guests, elect the Presidium, Secretariat, Ballot Counting Committee (voting), regulations of the General Meeting of Shareholders; the Presidium runs the General Meeting	09 <sup>h</sup> 00 - 09 <sup>h</sup> 05	Organizing Committee
3	Board of Directors Report/Independent Board Member	09 <sup>h</sup> 05 - 09 <sup>h</sup> 20	Presidium/ Independent Board Member
4	Executive Board Report	09 <sup>h</sup> 20 - 09 <sup>h</sup> 30	Board of Directors
5	Report of the Board of Supervisors	09 <sup>h</sup> 30 - 09 <sup>h</sup> 40	Board of Control
6	Proposal of voting issues to be approved	09 <sup>h</sup> 40 - 09 <sup>h</sup> 45	Presidium
7	Report on selection of audit unit 2025	09 <sup>h</sup> 45 - 10 <sup>h</sup> 00	Board of Control
8	Answering questions	10 <sup>h</sup> 00 - 10 <sup>h</sup> 10	Presidium
9	Opinion of A&C Auditing and Consulting Co., Ltd. Hanoi Branch on MCG's 2024 audit results	10 <sup>h</sup> 10 - 10 <sup>h</sup> 20	Representative Auditing Company
10	Introducing the list of nominees and candidates for election to the Board of Directors and Supervisory Board for the 2025 - 2030 term	10 <sup>h</sup> 20 - 10 <sup>h</sup> 25	Presidium
11	- Approval of: Regulations on nomination, candidacy and election of Board of Directors, Board of Supervisors for the term 2025-2030; Rules for voting on issues - Instructions for voting and electing members of the Board of Directors, members of the Board of Supervisors for the term 2025-2030 - Voting on issues approved at the Congress and electing members of the Board of Directors, members of the Board of Supervisors for the term 2025-2030	10 <sup>h</sup> 25 - 10 <sup>h</sup> 45	Counting Committee
12	- The Congress takes a break - Counting votes on issues passed at the Congress and votes for members of the Board of Directors and members of the Supervisory Board for the 2025 - 2030 term	10 <sup>h</sup> 45 - 11 <sup>h</sup> 15	Counting Committee
13	Answering questions	11 <sup>h</sup> 15 - 11 <sup>h</sup> 25	Presidium
14	The vote counting committee approved: Voting results on issues to be approved at the Congress; Election results for members of the Board of Directors and members of the Supervisory Board for the 2025 - 2030 term; Election results for the Chairman of the Board of Directors and Head of the Supervisory Board for the 2025 - 2030 term	11 <sup>h</sup> 25 - 11 <sup>h</sup> 45	Counting Committee
15	Board of Directors, Supervisory Board for the 2025 - 2030 term launched	11 <sup>h</sup> 45 - 11 <sup>h</sup> 50	
16	Approval of the Minutes and Resolutions of the Congress	11 <sup>h</sup> 50 - 12 <sup>h</sup> 05	Secretariat
17	Closing of the Congress	12 <sup>h</sup> 05	Presidium

**DRAFT**

**WORKING REGULATIONS  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**

**To: General Meeting of Shareholders of MCG Energy and Real Estate Joint  
Stock Company**

*Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National  
Assembly of the Socialist Republic of Vietnam on June 17, 2020;*

*Pursuant to the Charter of MCG Energy and Real Estate Joint Stock Company  
dated July 24, 2023,*

**\* Objectives of the Regulations:**

- Ensure compliance with the provisions of law and the Company's Charter.
- Ensure the principles of publicity, democracy and the legitimate rights of all shareholders.
- Ensure the concentration and organizational stability of the General Meeting of Shareholders.

The Organizing Committee of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company would like to report to the General Meeting of Shareholders to approve the Working Regulations at the General Meeting as follows:

**CHAPTER 1  
GENERAL PROVISIONS**

**Article 1. Scope of regulation and applicable subjects:**

1. These regulations apply to the organization of the Company's 2025 Annual General Meeting of Shareholders (hereinafter referred to as the General Meeting) in the form of a direct General Meeting.
2. These regulations specifically stipulate the rights and obligations of shareholders and parties participating in the General Meeting; conditions and procedures for conducting the General Meeting.

## CHAPTER 2 RIGHTS AND OBLIGATIONS OF SHAREHOLDERS ATTENDING THE GENERAL MEETING

### **Article 2. Conditions of participation:**

Shareholders are legal entities, individuals or representatives of shareholders, groups of shareholders owning voting shares of MCG Energy and Real Estate Joint Stock Company on the shareholder record date (*February 10, 2025*) are entitled to attend the 2025 Annual General Meeting of Shareholders.

### **Article 3. Rights and obligations of shareholders attending the General Meeting:**

1. Shareholders or shareholders' representatives attending the General Meeting must bring their identification documents (*CCCD or Passport*) and invitation letter, authorization letter (*if authorized*) to the shareholder qualification verification committee.

2. Shareholders and authorized representatives attending the General Meeting must strictly comply with the working regulations of the General Meeting of Shareholders. If shareholders violate these regulations, depending on the specific level, the Presidium will consider and take action according to Point b, Clause 7, Article 146 of the Law on Enterprises.

3. Late shareholders have the right to register immediately, then have the right to participate and vote at the General Meeting. The Chairman is not responsible for stopping the General Meeting for shareholders to register and the validity of the votes already conducted will not be affected.

### **Article 4. Authorization to attend the General Meeting of Shareholders:**

Shareholders may authorize their representatives to attend meetings and vote on Company matters within their authority. The authorized person does not necessarily have to be a shareholder of the Company. The authorized person may exercise the rights within the authorized scope in accordance with the provisions of law and the Company's Charter. The authorized person may not authorize a third party.

### **Article 5. Order of the Congress:**

1. All shareholders attending the General Meeting must be present at the prescribed time and complete the registration procedures with the Shareholders' Qualification Examination Committee and receive voting cards.

2. Shareholders entering the General Meeting room must sit in the correct position or area as prescribed by the General Meeting Organizing Committee. Absolutely comply with the arrangements of the General Meeting Organizing Committee, and behave in a civilized and polite manner.

3. Do not smoke in the General Meeting room.

4. Do not talk privately or use mobile phones during the General Meeting. All phones must not ring.

5. Shareholders must comply with the regulations on the use and protection of General Meeting documents.

### **CHAPTER 3**

#### **VOTING ON ISSUES AT THE CONGRESS**

##### **Article 6. Voting principles:**

All issues on the agenda of the General Meeting are approved by public voting of all shareholders/authorized persons by ballot and voting card. Each shareholder/authorized person will be given 01 ballot and 01 voting card.

The voting card contains the name of the shareholder, the number of shares with voting rights and the seal of MCG Energy and Real Estate Joint Stock Company.

The voting card contains the name of the shareholder, the number of shares with voting rights and the contents to be voted on at the meeting, the voting card has the seal of MCG Energy and Real Estate Joint Stock Company.

##### **Article 7. Voting method:**

Voting cards can be used in case there are issues that need to be voted on at the meeting. Shareholders raise their ballots to vote for approval, disapproval, or no opinion when the Chairman asks for opinions on the issues that need to be voted on at the meeting.

The ballots record the contents that need to be voted on as stated in the submissions, shareholders/authorized persons choose the option: "Approve", "Disapprove" or "No opinion" for each issue that needs to be approved at the meeting and submit the ballots to the Vote Counting Committee.

**Article 8. Approval of decisions of the General Meeting of Shareholders:**

1. Resolutions on the following contents shall be passed if approved by shareholders representing 65% or more of the total number of votes of all shareholders attending the meeting:

- a. Types of shares and total number of shares of each type;
- b. Changes in business lines, occupations and fields;
- c. Changes in the Company's organizational and management structure;
- d. Investment projects or sale of assets with a value of 35% or more of the total value of assets recorded in the Company's most recent financial statements, unless the Company's Charter stipulates a different ratio or value;
- dd. Reorganization or dissolution of the Company;
- e. Other matters as prescribed by the Company's Charter.

2. Resolutions shall be passed when approved by shareholders owning more than 50% of the total number of votes of all shareholders attending the meeting, except for the cases specified in Clauses 1, 3, 4 and 6, Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company Charter.

**CHAPTER 4**  
**SPEAKING OPINIONS AT THE CONGRESS**

**Article 9. Registration for speaking:**

Shareholders attending the General Meeting who wish to express their opinions must register their opinions on the registration form, then submit it to the Presidium's support team. The Presidium's support team is responsible for compiling opinions and sending them to the Presidium through the General Meeting's secretariat.

**Article 10. Manner of speaking:**

Shareholders should speak briefly, avoid repetition and focus on the key issues that need to be discussed, in accordance with the approved agenda of the General Meeting. The Chairman of the General Meeting will arrange for shareholders to speak in the order of registration and answer shareholders' questions.

## **CHAPTER 5**

### **RESPONSIBILITIES OF THE PRESIDIAL BOARD**

#### **Article 11. Number and duties of the Presidium:**

1. Number of presidium: The presidium consists of 3 members.
2. Duties of the presidium:
  - a. Conduct the activities of the General Meeting of Shareholders according to the proposed General Meeting agenda approved by the General Meeting of Shareholders.
  - b. Guide the delegates and the General Meeting in discussion.
  - c. Submit drafts and conclusions on necessary issues for the General Meeting of Shareholders to vote.
  - d. Respond to or appoint responsible persons to answer questions requested by the General Meeting.
  - e. The presidium works according to the principles of collective, democratic centralism, conducts the General Meeting in a valid and orderly manner and reflects the wishes of the majority of shareholders and representatives of shareholders attending.

## **CHAPTER 6**

### **SHAREHOLDER QUALITY INSPECTION COMMITTEE**


#### **Article 12. Number and responsibilities of the Shareholder Qualification Inspection Board:**

1. The number of members of the shareholder qualification examination committee is nominated by the Organizing Committee of the General Meeting.
2. The qualification examination committee is responsible for examining the qualifications of delegates and reporting to the General Meeting of Shareholders on the results of the qualification examination.

## **CHAPTER 7**

### **CONGRESS SECRETARY**

#### **Article 13. Number and responsibilities of congress secretaries:**

1. The Secretary of the Congress is introduced by the Organizing Committee and approved by the Congress.
- 



2. The Secretary of the Congress is responsible for:
  - a. Fully and honestly recording the entire content of the Congress and the issues that have been approved by the shareholders or are still noted in the minutes of the Congress and approved by the Congress before the closing.
  - b. Assisting the Presidium in announcing draft documents, conclusions, and resolutions of the Congress.
  - c. Receiving questions from shareholders through the Presidium's support team.

## **CHAPTER 8**

### **VOTE COUNTING COMMITTEE**

#### **Article 14. Number and responsibilities of the Ballot Counting Committee:**

1. The Ballot Counting Committee is introduced by the Organizing Committee and approved by the General Meeting of Shareholders
2. The Ballot Counting Committee has the following duties:
  - a. Disseminate the voting principles.
  - b. Conduct the vote counting.
  - c. Announce to the General Meeting the results of the shareholders' vote counting on issues approved at the General Meeting.
  - d. Review and report to the General Meeting for decision on cases of violations of the voting rules.

The Working Regulations of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company shall take effect immediately after being voted and approved by the Company's General Meeting of Shareholders./.

**TM. CONGRESS ORGANIZING  
COMMITTEE**  
**HEAD OF ORGANIZING COMMITTEE**



Nguyen Ngoc Hung

**DRAFT**

**REPORT OF THE BOARD OF DIRECTORS**  
TERM SUMMARY 2020 - 2025  
AND ORIENTATION OF ACTIVITIES FOR THE TERM 2025 - 2030

**Dear Shareholders of MCG Energy and Real Estate Joint Stock Company!**

On behalf of the Board of Directors (BOD) of MCG Energy and Real Estate Joint Stock Company, we would like to warmly welcome the delegates and shareholders to our 2025 Annual General Meeting of Shareholders today.

The Board of Directors of MCG Energy and Real Estate Joint Stock Company would like to send to the shareholders a report on the results of operations for the 2020-2025 term and the orientation of operations for the 2025-2030 term, including the following main contents:

**PART I**  
**RESULTS OF ACTIVITIES FOR TERM 2020 - 2025**

In the past 5 years, the Company's production and business activities have encountered many difficulties, hydropower and real estate investment projects have been blocked due to mechanisms and policies on compensation for site clearance and project conversion.

Facing many difficulties and challenges, during the past term, the Board of Directors has always closely followed the mechanisms, policies and guidelines of the Party and the State to gradually remove bottlenecks in investment activities, maintain the Company's production and business activities as a premise and leverage for the development period 2025 - 2030.

**I. CORPORATE MANAGEMENT:**

**1. Implement a production maintenance strategy, closely follow policy mechanisms to build a foundation for the 2025 - 2030 development period with the following groups of solutions:**

***1.1. About Investment:***

- Approach planning, closely follow local investment policies to develop and expand investment in the electricity and real estate sectors as a premise for the development period 2025 - 2030.

- Closely follow policies to remove bottlenecks for investment projects that are currently delayed.



***1.2. Regarding production and business:***

- Accelerate the completion of hydropower projects to put them into operation.
- Organize effective exploitation of the Company's area at the 102 Truong Chinh project.
- Strengthen management to organize effective exploitation of completed and put into operation hydropower projects.
- Focus on completing some remaining items of the 102 Truong Chinh project.
- Continue to search for and implement construction contracts for capital projects with planned capital budgets.

***1.3. About finance:***

- Resolutely handle tax debts.
- Closely follow and effectively organize debt collection by all means.
- Continue to review and liquidate equipment that is no longer needed.
- Change ownership ratio, divest capital in some subsidiaries and affiliated companies without effectiveness.

**2. Improve management and administration:**

- Implement centralized management to enhance operational capacity and production organization with the goal of concentrating intelligence and management strength to achieve optimal results at the lowest cost.
- Review and develop innovative policies and mechanisms for governance: corporate governance regulations, internal audit regulations; clearly define the authority and responsibility of the Board of Directors and the General Director in governance and operations.
- Review and re-evaluate human resources, staffing, and appropriate personnel arrangements at affiliated units.
- Strengthen inspection and supervision at construction works and projects that the company is investing and constructing.
- Apply 4.0 technologies in management and operations.

**II. PRODUCTION AND BUSINESS SITUATION:**

**1. Production and business activities:**

***1.1. Regarding real estate and electricity investment:***

***a. Project 102 Truong Chinh:***

- Cooperation in exploiting assets at Project 102 Truong Chinh is stable, ensuring revenue according to plan.

- The company is continuing to follow the procedures to request to convert part of the function of the HH1B office building into a house for sale; record the assets on the land with areas owned by the Company.

- The Hanoi People's Committee has requested the Departments of Hanoi City and Dong Da District to consider the proposal to allow the company to be the investor of the school on the 2,700m<sup>2</sup> land plot at the 102 Truong Chinh project in the form of socialization.

*b. Cao Bang Wind Power Project:*

- Construction of wind measuring column in Hung Thinh Commune, Bao Lac, Bao Lam, Cao Bang is underway.

*c. Hydropower Projects:*

- Nam Hoa 1 Hydropower Project (*capacity 18MW*): has not been completed and put into operation because the site clearance for the reservoir area has not been completed due to some difficulties and policy problems.

- Suoi Choang Hydropower Project (*capacity 4MW*): has not been completed (*because the cleared area is natural forest*).

- Binh Long Hydropower Project (*capacity - 6.5MW*): due to being put into operation, the investment efficiency has not been achieved due to high interest costs and large depreciation of fixed assets.

- Nam Hoa 2 Hydropower Project (*capacity - 8MW*): has not been exploited effectively due to high interest costs and depreciation of fixed assets, so the costs have not been fully covered.

**1.2. Regarding construction and installation:**

- Completed the final settlement of Song Tranh 2 Hydropower project with Irrigation Construction Corporation 4 - JSC.

- Completed the construction and handover of Khanh Khe Hydropower project, Binh Long Hydropower project.

- Completed the final settlement of Ban Mong - Son La reservoir project.

- Completed the construction and is in the process of final settlement of bidding package No. 20: Song Cai main dam and Auxiliary dam No. 1 of Tan My Irrigation System project, Ninh Thuan province.

- Currently preparing to sign a joint venture contract for the construction of technical infrastructure of the Project: Investment in the construction of technical infrastructure of Van Tu craft village industrial cluster, Phu Xuyen district, Hanoi city.

## **2. Results of financial management work:**

- To increase financial resources for production and business activities, the Company has divested capital from Mecos Real Estate Joint Stock Company, Mecos Saigon Irrigation Construction Joint Stock Company; Mecos Minerals Joint Stock Company, Van Lam Mechanical Joint Stock Company.

- Adjusted the capital contribution ratio at Anpha Hydropower Investment Joint Stock Company.

- Purchased shares of Binh Long Renewable Energy Company with an ownership ratio of 10%.

- Debt collection for projects under construction and newly completed projects has achieved good results through measures and solutions such as direct, indirect, through law offices to collect outstanding debts: VND 17,716,339,000 billion has been recovered from the Song Tranh 2 Hydropower project by the Irrigation Construction Corporation 4 as the general contractor; it is expected that in 2025, the amount of debt collected will be about VND 8 billion.

- Tax debt has been paid and settled, currently the Company has no tax debt.

## **3. Evaluate the reasons for not achieving the set profit target:**

- Investment activities for energy projects have not yet generated profits, mainly due to interest and depreciation of fixed assets accounting for large costs.

- Debt collection: significantly decreased compared to the previous period due to the recovery of a part of long-term debt and some bad debt receivables that have been provisioned for, however, the remaining debt is still outstanding.

- Legal procedures to convert part of the function of the HH1B office building into housing for sale have not been completed.

- Due to changes in some policies, the progress of investment in real estate projects has been delayed.

- Some projects that the company planned to implement could not be implemented because the Investor had not completed the construction permit procedures.

#### 4. Business performance results in 2024:

*Unit: billion VND*

Order	Target	Merge	
		Plan 2024	Implementation in 2024
	A	1	2
<b>1</b>	<b>OUTPUT</b>	<b>125,482</b>	<b>40,64</b>
-	Construction	96,452	0,70
-	Industrial production; trade and services	29,030	39,94
<b>2</b>	<b>REVENUE</b>	<b>161,691</b>	<b>45,03</b>
-	Construction	130,660	5,10
-	Industrial production; trade and services	29,030	39,94
-	Other sources	2,000	
<b>3</b>	<b>PROFIT AFTER TAX</b>	<b>1,53</b>	<b>-7,01</b>

- Revenue in 2024 did not meet the plan due to construction revenue not meeting the plan, mainly because the construction projects expected to be constructed were stuck in site clearance and legal procedures.

- Profit after tax in 2024 of the parent company continued to lose VND 4.15 billion, mainly due to the need to set aside provisions for financial investment losses in subsidiaries and associates with an amount of VND 5.94 billion. Profit on the consolidated report lost VND 7.01 billion due to the need to consolidate the production and business results of An Pha Hydropower Investment Joint Stock Company, a subsidiary with a loss of VND 8.68 billion, with interest expense of VND 12.1 billion accounting for the majority.

### III. ACTIVITIES OF THE BOARD OF DIRECTORS DURING THE TERM 2020 - 2025:

#### 1. Activities of the Board of Directors during the 2020 - 2025 term:

During the 2020 - 2025 term, the Board of Directors held 62 meetings, and issued 75 resolutions and decisions to implement the resolution of the 2024 annual shareholders' meeting, mainly on important issues to promptly serve production and business activities, investment and development, and financial work.

Numerical order	Resolution/ Decision Number	Date	Content
1	01/2020/NQ-HDQT	17/8/2020	Resolution approving the issuance of an advance payment guarantee of VND 14,908,000,000 under Construction Contract No. 06/HDKT-XD/HBM dated December 27, 2010 and Contract Appendix dated August 18, 2020 for the construction of Ban Mong HCN Project at Vietnam Joint Stock Commercial Bank for Investment and Development - Thanh Xuan Branch
2	02/2020/NQ-HDQT	08/9/2020	Resolution approving the issuance of guarantees at Vietnam Joint Stock Commercial Bank for Investment and Development - Thanh Xuan Branch - Package 01-DM-IAM, 04-DM-IAM
3	02A/2020/NQ-HDQT	08/9/2020	Resolution on using bad debt reserve to offset irrecoverable receivables
4	03/2020/NQ-HDQT	13/10/2020	Resolution on adjusting the 2020 production and business plan
5	04/2020/NQ-HDQT	09/11/2020	Resolution unanimously agreed to reduce the ownership ratio of Vietnam Mechanical and Construction Joint Stock Company at Anpha Hydropower Investment Joint Stock Company from 51% to 46% of charter capital of Anpha Hydropower Investment Joint Stock Company.
6	05/2020/NQ-HDQT	25/11/2020	Resolution approving and passing contracts/transactions between Vietnam Mechanical and Construction Joint Stock Company and related parties with insiders in 2020
7	06/2020/NQ-HDQT	22/12/2020	Resolution approving the signing of the general construction contract for the project "Binh Long Hydropower Plant, Cao Bang Province" between Vietnam Mechanical and Construction Joint Stock Company and Binh Long Renewable Energy Joint Stock Company.
8	07/2020/NQ-HDQT	29/12/2020	Resolution approving the signing of loan contracts with lenders who are Internal parties, related parties, and related parties of internal parties to pay for construction contractors of Ban Mong Construction Project, Binh Long Construction Project, Nam Hoa 1 Construction Project, and Tan My Construction Project.
9	07A/2021/NQ-HDQT	16/01/2021	Resolution approving the construction business plan of "Binh Long Hydropower Project" under the general construction contract No. 1509/2020/HDXL/BL-MECO dated September 15, 2020 between Binh Long Renewable Energy Joint Stock Company and Vietnam Mechanical and Construction Joint Stock Company.
10	08/2021/NQ-HDQT	22/02/2021	Resolution approving the finalization of the list of shareholders to exercise the right to attend the 2021 Annual General Meeting of Shareholders
11	09/2021/NQ-HDQT	02/3/2021	Resolution approving and passing contracts/transactions between Vietnam Mechanical and Construction Joint Stock Company and related parties in 2021

Numerical order	Resolution/ Decision Number	Date	Content
12	10/2021/NQ-HDQT	29/3/2021	Resolution approving the time and venue for the 2021 Annual General Meeting of Shareholders
13	11/2021/NQ-HDQT	29/3/2021	Resolution to agree to divest all capital of Vietnam Mechanical and Construction Joint Stock Company invested in Meco Saigon Irrigation Construction Joint Stock Company
14	12/2021/NQ-HDQT	19/4/2021	Resolution on liquidating the capital contribution contract with Ha Tay Branch - Nam Cuong Hanoi Group Joint Stock Company to divest capital at Duong Noi New Urban Area Project - Ha Dong District
15	08/2021/QĐ-HDQT	19/4/2021	Decision to dismiss Mr. Tran Hai Anh from the position of General Director
16	09/2021/QĐ-HDQT	19/4/2021	Decision to appoint Mr. Nguyen Ngoc Hung as General Director
17	13/2021/NQ-HDQT	20/8/2021	Resolution approving the closing of the list of shareholders to collect written opinions of shareholders to change the name of the Company
18	14/2021/NQ-HDQT	10/9/2021	Resolution to postpone the time to collect shareholders' written opinions due to social distancing according to Directive 20/CT-UBND dated September 6, 2021 of Hanoi People's Committee
19	24/2021/QĐ-HDQT	21/09/2021	Decision on obtaining shareholders' opinions in writing.
20	15/2021/NQ-HDQT	27/9/2021	Resolution approving the guarantee, loan, and use of assets as security at the Joint Stock Commercial Bank for Investment and Development of Vietnam - Ha Thanh Branch.
21	16/2021/NQ-HDQT	11/11/2021	Resolution to amend the Charter of Operations due to the change of the Company's name
22	27/2021/QĐ-HDQT	23/11/2021	Decision to appoint Mr. Tran Hai Anh to the position of Administrative Officer and Company Secretary
15	28/2021/QĐ-HDQT	23/11/2021	Decision to appoint Mr. Pham Hong Sang to the position of Internal Audit Manager
23	17/2021/NQ-HDQT	07/12/2021	Resolution to agree to divest all capital invested by the Company in Meco Real Estate JSC (Subsidiary)
24	18/2021/NQ-HDQT	23/12/2021	Resolution assigning the General Director to handle outstanding debts before preparing the 4th quarter 2021 financial statements



Numerical order	Resolution/ Decision Number	Date	Content
25	19/2022/NQ-HDQT	13/01/2022	Resolution approving the finalization of the list of shareholders to exercise the right to attend the 2022 General Meeting of Shareholders
26	02/2022/QĐ-HDQT	14/01/2022	Decision to appoint Mr. Trinh Thai Son to the position of Deputy General Director of the Company
27	02A/2022/QĐ-HDQT	15/01/2022	Decision on assigning tasks to the Board of Directors
28	19A/2022/NQ-HDQT	08/02/2022	Resolution approving the request for credit guarantee and loan limit at BIDV Thanh Xuan
29	06/2022/QĐ-HDQT	11/02/2022	Decision to establish the 2022 Annual General Meeting of Shareholders Preparation Committee
30	20/2022/NQ-HDQT	17/02/2022	Resolution approving the time and venue for the 2022 Annual General Meeting of Shareholders
31	21/2022/NQ-HDQT	15/3/2022	Resolution to amend the Charter of Operations due to changes in Company information
32	07A/2022/QĐ-HDQT	30/3/2022	Decision to approve the plan to handle the recovery of advances for construction of works and projects of the Company and its subsidiaries.
33	22/2022/NQ-HDQT	22/4/2022	Resolution to approve and pass contracts/transactions with related parties in 2022
34	23/2022/NQ-HDQT	18/5/2022	Resolution promulgating Internal Audit Regulations
35	24/2022/NQ-HDQT	0/6/2022	Resolution on loan guarantee
36	25/2022/NQ-HDQT	29/6/2022	Resolution to agree to divest all capital invested by the Company in the Subsidiary.
37	14/2022/QĐ-HDQT	24/8/2022	Decision to establish Debt Collection Board
38	28/2022/NQ-HDQT	05/9/2022	Resolution on changing the capital representative at Hoa Binh Construction and Electromechanical Joint Stock Company
39	15/2022/QĐ-HDQT	28/9/2022	Decision on assigning staff to participate in the Management Board of Mecol Complex Apartment Complex 102 Truong Chinh
40	29/2022/NQ-HDQT	21/10/2022	Resolution approving the liquidation of Audit Contract No. HDKT/BDO/2022.146 dated June 23, 2022 with BDO Auditing Company Limited

Numerical order	Resolution/ Decision Number	Date	Content
41	30/2022/NQ-HĐQT	22/11/2022	Resolution approving the selection of an auditing unit to provide auditing services for the fiscal year ending December 31, 2022
42	31/2022/NQ-HĐQT	22/12/2022	Resolution approving the purchase of shares of Anpha Hydropower Investment Joint Stock Company and Binh Long Renewable Energy Joint Stock Company by receiving the transfer from Mr. Nguyen Ngoc Binh - Chairman of the Board of Directors
43	32/2022/NQ-HĐQT	22/12/2022	Resolution approving the signing of the construction contract for the Ho Tung Mau project with MCG Construction Joint Stock Company
44	33/2022/NQ-HĐQT	26/12/2022	Resolution to approve debt offset
45	34/2022/NQ-HĐQT	27/12/2022	Resolution approving debt cancellation using provision for bad debts
46	35/02/NQ-HĐQT	27/12/2022	Resolution approving inventory handling using reserve funds
47	36/2022/NQ-HĐQT	27/12/2022	Resolution approving additional provisions, handling debts, assets, financial losses and provision reversal
48	37/2022/NQ-HĐQT	31/12/2022	Resolution approving the contents of additional provisions for doubtful debts
49	38/2023/NQ-HĐQT	27/02/2023	Resolution to approve and pass contracts/transactions with related parties in 2023
50	39/2023/NQ-HĐQT	29/3/2023	Resolution approving the finalization of the shareholder list to organize the 2023 Annual General Meeting of Shareholders
51	40/2023/NQ-HĐQT	30/3/2023	Resolution approving the joint venture with Thien Nam Asset Management and Exploitation Joint Stock Company to sign a contract for the construction package "Construction of technical infrastructure - Van Tu Project"
52	04/2023/QĐ-HĐQT	07/4/2023	Decision to establish the Committee to prepare for the 2023 Annual General Meeting of Shareholders
53	41/2023/NQ-HĐQT	25/4/2023	Resolution on extending the time to hold the 2023 Annual General Meeting of Shareholders
54	42/2023/NQ-HĐQT	22/5/2023	Resolution approving the use of collateral to guarantee for Thien Nam Asset Management and Exploitation Joint Stock Company to borrow capital from BIDV Ha Thanh according to HDTD 03A/HDTD dated March 6, 2023

Numerical order	Resolution/ Decision Number	Date	Content
55	43/2023/NQ-HĐQT	24/5/2023	Resolution approving the use of collateral to guarantee Thien Nam Asset Management and Exploitation Joint Stock Company to borrow capital from BIDV Ha Thanh according to HDTD 03A/HDTD dated March 6, 2023 (supplementing content to disclose information as required by Hanoi Stock Exchange)
56	44/2023/NQ-HĐQT	26/5/2023	Resolution approving the use of collateral to guarantee Thien Nam Asset Management and Exploitation Joint Stock Company to borrow capital from BIDV Ha Thanh according to HDTD 03A/HDTD dated March 6, 2023 (continuing to supplement content to disclose information as required by Hanoi Stock Exchange)
57	45/2023/NQ-HĐQT	06/6/2023	Resolution approving the time and venue of the 2023 Annual General Meeting of Shareholders
58	46/2023/NQ-HĐQT	07/6/2023	Resolution approving the cancellation of the list of shareholders exercising the right to attend the 2023 Annual General Meeting of Shareholders (Registration date: April 21, 2023) according to the consolidated list of securities owners No. V728/2023-MCG/VSD-DK dated April 25, 2023 provided by the Vietnam Securities Depository Center.
59	47/2023/NQ-HĐQT	08/6/2023	Resolution approving the finalization of the list of shareholders to exercise the right to attend the 2023 Annual General Meeting of Shareholders and the date of the 2023 Annual General Meeting of Shareholders
60	07/2023/QĐ-HĐQT	30/6/2023	Decision to dismiss Mr. Trinh Thai Son from the position of Deputy General Director from July 1, 2023
61	48/2023/NQ-HĐQT	06/9/2023	Resolution approving securities business plan
62	09/2023/QĐ-HĐQT	02/8/2023	Decision on assignment of tasks in the Board of Directors
63	49/2023/NQ-HĐQT	22/9/2023	Resolution approving the plan to partially offset the accumulated losses of the parent company and consolidate using development investment funds.
64	50/2023/NQ-HĐQT	20/12/2023	Resolution to agree to divest all capital invested by the Company in the Subsidiary - Van Lam Mechanical Joint Stock Company
65	51/2023/NQ-HĐQT	31/12/2023	Resolution on provision for doubtful debts and provision for inventory price reduction as of December 31, 2023
66	52/2024/NQ-HĐQT	24/01/2024	Resolution approving and approving the signing of contracts/transactions with subsidiaries, related parties, and related persons expected to arise in 2024

Numerical order	Resolution/ Decision Number	Date	Content
67	53/2024/NQ-HDQT	25/01/2024	Resolution approved: - Signing an investment cooperation contract with Linh Viet Nam Investment Company Limited - Lending Linh Viet Nam Investment Company Limited 3 billion
68	54/2024/NQ-HDQT	15/02/2024	Resolution approving the finalization of the list of shareholders to exercise the right to attend the 2024 Annual General Meeting of Shareholders
69	55/2024/QĐ-HDQT	12/3/2024	Resolution approving the time and venue for the 2024 Annual General Meeting of Shareholders
70	56/2024/NQ-HDQT	25/3/2024	Resolution approving the loan to Linh Viet Nam Investment Company Limited to serve the business and investment needs of Linh Viet Nam Investment Company Limited.
71	57/2024/NQ-HDQT	28/3/2024	Resolution approving the participation in contributing capital to establish LTM Quang Binh Entertainment Services Investment and Business Joint Stock Company
72	58/2024/NQ-HDQT	26/4/2024	Resolution approving the participation in contributing capital to establish LTM Quang Binh Entertainment Services Investment and Business Joint Stock Company
73	59/2024/NQ-HDQT	09/12/2024	Resolution on the implementation of procedures to terminate the operations of the Central Branch
74	59A/2024/NQ-HDQT	31/12/2024	Resolution on approving provisions for 2024

## **2. Evaluation of performance results of Board of Directors members during the 2020 - 2025 term:**

The Board of Directors has regularly followed the daily activities and project implementation areas of the Company, directed and supervised the Executive Board and management staff to implement the resolutions of the General Meeting of Shareholders and the Board of Directors in production and business activities; Directly and promptly resolved difficulties and obstacles, oriented and directed the Company's urgent and important tasks. The majority of the Board of Directors members fully participated in the Board of Directors' meetings with a high sense of responsibility, promoting the leadership capacity of the Board of Directors' members for the benefit of shareholders and the sustainable development of the Company. In addition to performing and completing the general responsibilities for the Board of Directors' activities, the Board of Directors' members have completed the assigned tasks according to the assignment of tasks, specifically:

- The Chairman has fulfilled the duties of the Chairman of the Board of Directors in accordance with the Enterprise Law, the Charter and the Board of Directors' operating regulations in establishing and implementing the annual work program, assigning tasks among the members of the Board of Directors, organizing meetings, collecting written opinions, issuing resolutions, decisions and notices of the Board of Directors.

- Independent members of the Board of Directors have made positive contributions to the process of perfecting the Company's internal management system, and working with the Board of Directors to manage and supervise business operations.

- Members of the Board of Directors assigned to be in charge of the Company's business areas have also made efforts to perform their assigned tasks.

### **3. Supervision of the Board of Directors:**

- Despite the company's difficult operating conditions, the Board of Directors has made many efforts in management and directly implemented the resolutions of the General Meeting of Shareholders and the Board of Directors. However, the Company's production and business results during the term did not meet the set plan.

- In 2025, it is forecasted that there will continue to be many challenges and new development requirements. The Board of Directors still needs to continue to review, improve and enhance professional capacity, be more proactive and creative to increase efficiency, progress and quality in business management and operation; The Board of Directors needs to seriously assess the objective and subjective causes in production and business operations in 2024, propose solutions, remove difficulties, and be more determined and make more efforts to well implement the strategies, goals and business plan targets for 2025 assigned by the General Meeting of Shareholders and the Board of Directors.

## **PART II**

### **ORIENTATION OF ACTIVITIES FOR TERM 2025 - 2030**

During the 2020 - 2025 term, the Board of Directors has made efforts to maintain production and prepare resources for sustainable and in-depth development of production and business activities in the 2025 - 2030 period, specifically:

#### **1. Vision:**

*Focus on two main areas: Energy and Real Estate. Strive to be in the Top 100 in Energy and Real Estate by 2030.*

#### **2. Mission:**

*Bringing safe energy and real estate products with true intellectual value.*

### **3. Strategy:**

- Continue to invest in projects in the fields of Energy and Real Estate, with special focus on wind and solar energy projects.
- Leverage available resources by participating in the management and construction of energy, real estate, technical infrastructure, and equipment supply projects.

### **4. 5-year plan 2025 - 2030:**

#### **4.1. Period from 2025 - 2026:**

- For investment: Complete the investment preparation process of at least 50 MW of Energy and a project of about 30,000m<sup>2</sup> of real estate floor.
- Organize the effective exploitation of the area owned by the Company at the 102 Truong Chinh project.
- Carry out procedures to record assets on the land of the 102 Truong Chinh project.
- Invest in a school in the form of socialization on the 2,7000m<sup>2</sup> land at the 102 Truong Chinh project.
- Promote debt collection.
- Implement measures to effectively exploit investments.

#### **4.2. Period from 2026 - 2028:**

- For production: Production output and revenue increase by at least 10%, production profit increases by at least 10%. Ensure sufficient payment sources for the entire system.
- For investment: Basic completion of investment of at least 100 MW of hydropower and 50,000m<sup>2</sup> of real estate floor space.
- For finance: start earning investment profits through investment projects.

#### **4.3. Period from 2028 - 2030:**

- For production: Focus on projects that the company directly invests in, but the total revenue of the system still ensures a minimum growth of 10%, and production profit growth of 10%.
- For investment: Prepare enough for the investment process in the new term with at least 100 MW of energy and 150,000m<sup>2</sup> of real estate.
- For finance: Prepare enough financial capacity to ensure at least investment projects.
- Bring MCG shares to a value of 10,000 VND and start paying dividends.

### ***Dear shareholders!***

Above are the results of the Board of Directors' activities in 2024 and the Board of Directors' directions of activities in 2025 and the following years.



MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY  
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Although there will still be difficulties in 2024 and the following years, the Board of Directors believes that with efforts, solidarity and responsibility, the Board of Directors will complete the set goals and tasks.

Wishing all shareholders health, happiness and success!

*Wish the Congress great success!*

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Nguyen Ngoc Binh



**DRAFT**

## **BOARD OF MANAGEMENT REPORT**

To: General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company

The Board of Directors (BOD) of MCG Energy and Real Estate Joint Stock Company (MCG E&R) would like to send to Shareholders a report consisting of two parts as follows:

- 1. Implement the 2024 production and business and investment plan;**
- 2. Production and business plan and investment in 2025;**

The specific content is as follows:

### **I. IMPLEMENTATION OF THE 2024 BUSINESS AND INVESTMENT PLAN.**

#### **1. Implement the Company's production and business plan.**

Production and business results in 2024 are shown in the following table:

*Unit: Billion VND*

Number order	Target	Merge		
		Plan 2024	Implementation in 2024	% Plan Completion
		1	2	3= 2/1
<b>1</b>	<b>OUTPUT</b>	<b>125,482</b>	<b>40,64</b>	<b>32,39%</b>
-	Construction	96,452	0,70	0,73%
-	Industrial production; trade and services	29,030	39,94	137,57%
<b>2</b>	<b>REVENUE</b>	<b>161,691</b>	<b>45,03</b>	<b>27,85%</b>
-	Construction	130,660	5,10	3,90%
-	Industrial production; trade and services	29,030	39,94	137,57%
-	Other sources	2,000		
<b>3</b>	<b>PROFIT AFTER TAX</b>	<b>1,53</b>	<b>-7,01</b>	

#### **\* Construction and installation:**

- The Nam Hoa 1 Hydropower Project, Son La Province, has not achieved the planned output in 2024. The delay is due to the fact that the Investor has not completed the site clearance, so the diversion culvert has not been constructed;

- The Binh Long Hydropower Project has completed the final settlement with the Investor.

##### **1.1. Mechanical production:**

- Nam Hoa 1 Hydropower Project has completed 100% of the fabrication and installation work. Currently, it has not been tested yet because the Investor has not completed the site clearance, resulting in the diversion junction not being installed, so water has not been stored for testing and acceptance;



1.2. Industrial production, trade and service revenue reached 137.57% of the output, revenue reached 137.57% of the 2024 plan because the Nam Hoa 2 hydropower project overcame the problem and completed ahead of schedule.

1.3. Investment in projects: The 102 Truong Chinh real estate project (Meco Complex) was completed in 2014 and continues to generate revenue for the company in office leasing, trade, and household electricity business; Completing legal documents to apply for converting part of the function of the HH1B office building to housing for sale.

## **2. Evaluation of the Company's production and business performance**

The company has completed a number of targets set at the 2024 Shareholders' Meeting. However, there are some tasks that have encountered many difficulties during implementation due to the following main reasons:

### **- Objective reasons:**

+ Nam Hoa 1 Hydropower Project is delayed due to slow site clearance work by the investor, leading to some items being behind schedule;

+ Local policies related to investment activities, policies on site clearance for difficult and complicated projects, prolonging the completion time of the project, directly affecting the project completion progress, increasing costs, borrowing and repayment terms... of the enterprise.

+ The new wind power project has been included in the Power Plan 8 so it cannot be implemented as planned.

### **- Subjective causes:**

+ The bidding and project search process encountered difficulties, leading to no projects to construct;

+ Company capacity decreased after the covid pandemic: Outdated construction equipment, reduced workforce;

+ The difficulty in real estate business revenue is due to the legal procedures to convert part of the function of the HH1B office building into housing for sale, which is still facing difficulties in the general policies of state management agencies. The company plans to accelerate the completion of conversion procedures in 2025 to soon record revenue.

## **II. PRODUCTION, BUSINESS AND INVESTMENT PLAN FOR 2025.**

### **1. The Company's 2025 Production and Business Plan.**

Based on the company's production and business capacity and signed contracts with partners, the Board of Directors and the Executive Board of the Company develop a production and business plan for the 2025 fiscal year (accounting year from January 1, 2025 to December 31, 2025) as follows:

Unit: Billion VND

Number order	Target	Merge		
		Implementation in 2024	Plan 2025	Note
		1	2	
1	<b>OUTPUT</b>	40,64	97,28	
-	Construction	0,70	12,91	
-	Industrial production; trade and services	39,94	84,37	
2	<b>REVENUE</b>	45,03	131,10	
-	Construction	5,10	46,73	
-	Industrial production; trade and services	39,94	84,37	
3	<b>PROFIT AFTER TAX</b>	-7,01	0,55	

## 2. The Company's 2025 investment plan.

To successfully implement the 2025 plan approved by the General Meeting of Shareholders and the Board of Directors, the Company proposes necessary solutions to complete the following specific goals:

### 2.1. Improve the Company's operational efficiency.

#### 2.1.1. Regarding direct management of production and business activities:

- Focus on directing and operating the construction and installation of Nam Hoa 1 Hydropower Project, completing and generating commercial electricity when site clearance work meets requirements.
- Record eligible assets on land of project 102 Truong Chinh.
- Focus on directing and speeding up the completion of legal procedures to convert part of the office block function of the 102 Truong Chinh project into housing for sale.
- Focus on directing and managing the construction and installation of real estate projects:
  - Van Tu Craft Village Industrial Cluster, Phu Xuyen District, Hanoi City;
  - Complete technical consulting and project management contracts.
- Participate in construction work in companies in the same system, new work to increase output and revenue;
- Focus on developing commercial business.

#### 2.1.2. Investment 2025:

- Continue to request investment and adjust planning, change the purpose of land use of 3,000m<sup>2</sup> at project 102 Truong Chinh.
- Looking for other investment projects such as: Real estate, clean energy and hydropower and irrigation projects.

#### 2.1.3. Regarding financial work:

- Timely financial balance, prioritizing key projects with clear effectiveness.

- Establish specialized committees to decide on approval, supplement personnel, tools, and debt collection measures to increase the effectiveness of debt collection work.

**2.2. Perfecting the Company's management and human resources system:**

- Continue to build culture and maintain the MCG E&R brand.
- Complete financial regulations, contract management regulations, salary and bonus regulations.

**2.3. Administration work:**

- Human Resource Management: In a streamlined and efficient direction, assigning managers in charge of fields, industries, and blocks to accurately assess capacity and work performance.

- Financial management: Develop financial plans associated with cost management and risk management of each project.

- Asset management: Develop asset usage plans in line with production and business strategies, resolutely handle inefficiently exploited assets.

- Production planning management: Adhere to annual production and business strategies and plans.

**Best regards!**

**Recipient:**

- As above;
- File: VT.



**GENERAL DIRECTOR**  
CÔNG TY  
CỔ PHẦN  
NĂNG LƯỢNG  
VÀ BẤT ĐỘNG SẢN  
**MCG**  
Đ. ĐÔNG ĐÀ - T. HÀ NỘI



**Nguyen Ngoc Hung**

**DRAFT**

## **REPORT OF THE SUPERVISORY BOARD**

To: Shareholders' Meeting of MCG Energy and Real Estate Joint Stock Company

*Dear shareholders!*

Performing the functions and tasks of the Board of Supervisors according to the Enterprise Law and the Charter of MCG Energy and Real Estate Joint Stock Company, our Board of Supervisors would like to report the situation and results of production and business activities in 2024 of MCG Energy and Real Estate Joint Stock Company to the 2025 Annual General Meeting of Shareholders, including the following 3 contents:

1. The situation of the Board of Supervisors' activities in 2024
2. Results of monitoring activities in 2024
3. The Board of Supervisors' work plan in 2025

### **PART I. PERFORMANCE STATE OF THE SUPERVISORY BOARD IN 2024**

Review and evaluate the performance of the Board of Directors, the Board of Management and the Company's management system throughout the fiscal year in relation to the implementation of the Company's 2024 plan, approved by the General Meeting of Shareholders.

Monitor and coordinate with the Board of Management to organize inspections of the Company's production, business and financial activities. Directly work with the Board of Directors in the Company to detect risks and shortcomings to propose appropriate solutions for the Board of Directors, the Company's executive board and units;

Monitor and inspect the development of the Company's regulations and rules and the implementation of issued regulations and rules;

In 2024, select the auditing company A&C Auditing and Consulting LLC in accordance with the resolution of the General Meeting of Shareholders;

Appraise the Company's financial statements, business situation reports (quarterly, 6 months and one year), review the indicators and proportions;

Participate in reviewing and inspecting some unfinished construction projects of the company such as: Nam Hoa 1, Suoi Choang; Perform some other tasks according to the functions and tasks of the Board of Control.

## **PART II. RESULTS OF MONITORING ACTIVITIES IN 2024**

### **I. Company management and operation:**

#### **1. Board of Directors:**

- The activities of the Board of Directors in 2024 complied with the Charter of the Company's organization and operation as well as the provisions of current laws;
- Supervising the activities of the Board of Directors, complying with the law, properly implementing the resolutions of the Shareholders' Meeting and the resolutions of the Board of Directors;
- Performing the functions and tasks as prescribed, organizing regular meetings and issuing timely resolutions and decisions based on the actual situation of the Company to develop the Company in the right direction as approved by the General Meeting of Shareholders;
- In addition to performing and completing the common responsibilities for the activities of the Board of Directors, the members of the Board of Directors have completed the assigned tasks according to the assignment of tasks. However, in 2024, due to the impact of the general economic difficulties, the Company did not complete a number of targets set at the General Meeting of Shareholders.

#### **2. Company Executive Board:**

- The Company's operations are implemented by the Executive Board on the basis of resolutions and decisions of the General Meeting of Shareholders, the Board of Directors and the Company's Charter:
- Despite the company's operating conditions facing many difficulties, the Executive Board has been proactive and diligent, making many efforts to complete tasks, and has had flexible and timely operational solutions. However, the Company's production and business results in 2024 did not meet the set plan.

#### **\* About construction and installation:**

- The Nam Hoa 1 Hydropower Project, Son La Province, has not achieved the planned output. The delay is due to the fact that the Investor has not completed the site clearance, so the diversion culvert has not been constructed;
- The Ban Mong Hydropower Project, Son La Province, has completed 100% of the project warranty work, fulfilling all responsibilities to the Investor.
- The Tan My Irrigation Project has completed construction and completed the price compensation work with the Investor.
- The Binh Long Hydropower Project has completed the final settlement work with the Investor.

***\* Mechanical production:***

Nam Hoa 1 Hydropower Project has completed 100% of the fabrication and installation work. Currently, it has not been tested yet because the Investor has not completed the site clearance, resulting in the diversion junction not being installed, so water has not been stored for testing and acceptance.

***\* Trade and industrial production:***

Industrial production, trade and service revenue reached 137.57% of the output, revenue reached 137.57% of the 2024 plan because Nam Hoa 2 hydropower project overcame the problem and completed ahead of schedule.

***\* Investment projects:***

The 102 Truong Chinh Real Estate Project (Meco Complex) was completed in 2014 and continues to generate revenue for the company in office leasing, commerce, and household electricity business; Legal documents are being completed to convert part of the function of the HH1B office building into housing for sale.

***\* Regarding debt collection:***

- Implemented measures and solutions such as direct, indirect, through law offices to collect debts. The collection of old debts achieved good results. Long-standing projects requiring provisions and facing many difficulties in debt collection have been gradually resolved.

- Arrange, organize and restructure the personnel apparatus to meet the requirements of the company's production and business activities at each point in time;

- The activities of the Company's Board of Directors in 2024 have not yet completed the revenue target according to the plan set by the Shareholders' Meeting. The group's business results continue to be at a loss, the profit on the consolidated report is at a loss, the accumulated loss up to December 31, 2024 is 441,321,252,547 VND; Ineffective operations of subsidiaries, associates, revenue from construction of hydropower projects decreased. Due to the general difficulties of the economy and the obstacles from the general legal procedures of the state, the Company has not been able to complete a number of unfinished projects and evaluate and deploy construction for new projects in 2024.

**II. Business and financial performance in 2024:**

Based on information and documents on the management and operation of the Company's business activities provided by the Board of Directors, General Director and functional departments of the Company, approved by A&C Auditing and Consulting Co., Ltd., the members of the Board of Supervisors have carried out the inspection and review work and made the following comments and assessments:

The consolidated financial statements reflect fairly and fairly in all material respects the financial situation of the entity as at December 31, 2024, which were audited, inspected, approved and issued an opinion by A&C Auditing and Consulting Co., Ltd. except: at the time of preparing this Report, we could not fully confirm or verify by alternative audit procedures the balance of receivables and payables as at December 31, 2024.

The results of production and business activities and cash flows for the fiscal year ended on the same day are in accordance with current Vietnamese accounting standards and regimes and relevant legal regulations.

### 1. The Company's financial situation in 2024:

Unit: VND

Numerical order	ASSET	Code	Explanation	Final number	Beginning of year number
<b>A -</b>	<b>CURRENT ASSETS</b>	<b>100</b>		<b>97.495.267.265</b>	<b>112.804.969.983</b>
<b>I.</b>	<b>Cash and cash equivalents</b>	<b>110</b>	<b>V.1</b>	<b>5.096.837.970</b>	<b>11.326.533.872</b>
1.	Cash	111		5.096.837.970	6.434.413.946
2.	Cash equivalents	112		-	4.892.119.926
<b>II.</b>	<b>Short-term financial investments</b>	<b>120</b>		<b>906.801.515</b>	<b>-</b>
1.	Trading securities	121	V.2a	1.128.905.891	-
2.	Provision for diminution in value of trading securities	122	V.2a	(222.104.376)	-
3.	Investments held to maturity	123		-	-
<b>III.</b>	<b>Short-term receivables</b>	<b>130</b>		<b>43.478.517.745</b>	<b>54.119.384.151</b>
1.	Short-term receivables from customers	131	V.3	46.590.605.262	53.101.481.672
2.	Short-term advances to suppliers	132	V.4	11.281.258.844	17.207.295.183
5.	Short-term loan receivables	135	V.5	9.333.020.468	1.333.020.468
6.	Other short-term receivables	136	V.6	67.460.324.275	74.903.098.365
7.	Provision for short-term doubtful receivables	137	V.7	(91.186.691.104)	(92.425.511.537)
<b>IV.</b>	<b>Inventories</b>	<b>140</b>	<b>V.8</b>	<b>44.152.104.546</b>	<b>42.244.485.858</b>
1.	Inventories	141		44.152.104.546	42.244.485.858
2.	Provision for diminution in value of inventories	149		-	-
<b>V.</b>	<b>Other short-term assets</b>	<b>150</b>		<b>3.861.005.489</b>	<b>5.114.566.102</b>
1.	Short-term prepaid expenses	151		38.158.712	125.814.104
2.	Deductible value-added tax	152		3.822.239.970	4.988.145.191
3.	Taxes and other receivables from the State	153	V.15	606.807	606.807
<b>B -</b>	<b>LONG-TERM ASSETS</b>	<b>200</b>		<b>1.231.709.965.226</b>	<b>1.206.875.029.026</b>
<b>I.</b>	<b>Long-term receivables</b>	<b>210</b>		<b>7.000.000</b>	<b>-</b>
6.	Other long-term receivables	216	V.12	7.000.000	-
<b>II.</b>	<b>Fixed assets</b>	<b>220</b>		<b>235.493.905.593</b>	<b>249.327.008.227</b>

1.	Tangible fixed assets	221	V.9	235.493.905.593	249.327.008.227
	Original cost	222		387.255.173.918	385.486.783.009
	Accumulated depreciation	223		(151.761.268.325)	(136.159.774.782)
<b>III.</b>	<b>Investment property</b>	<b>230</b>	<b>V.10</b>	<b>91.756.249.478</b>	<b>97.959.606.366</b>
	Original cost	231		117.774.019.565	132.036.029.974
	Accumulated depreciation	232		(26.017.770.087)	(34.076.423.608)
<b>IV.</b>	<b>Long-term unfinished assets</b>	<b>240</b>		<b>892.799.311.060</b>	<b>847.136.810.827</b>
1.	Long-term unfinished production and business costs	241		-	-
2.	Unfinished capital construction costs	242	V.11	892.799.311.060	847.136.810.827
<b>V.</b>	<b>Long-term financial investments</b>	<b>250</b>		<b>11.613.900.149</b>	<b>12.449.500.574</b>
3.	Investments in other entities	253	V.2b	19.891.470.000	19.891.470.000
4.	Provisions for long-term financial investments	254	V.2b	(8.277.569.851)	(7.441.969.426)
5.	Investments held to maturity	255		-	-
<b>VI.</b>	<b>Other long-term assets</b>	<b>260</b>		<b>39.598.946</b>	<b>2.103.032</b>
1.	Long-term prepaid expenses	261		39.598.946	2.103.032
	<b>TOTAL ASSETS</b>	<b>270</b>		<b>1.329.205.232.491</b>	<b>1.319.679.999.009</b>
	<b>RESOURCES OF CAPITAL</b>				
<b>C -</b>	<b>LIABILITIES</b>	<b>300</b>		<b>1.097.356.305.189</b>	<b>1.080.815.804.933</b>
<b>I.</b>	<b>Short-term liabilities</b>	<b>310</b>		<b>420.016.903.189</b>	<b>397.603.645.933</b>
1.	Short-term payables to suppliers	311	V.13	125.441.294.218	122.879.328.294
2.	Short-term advances from buyers	312	V.14	13.024.604.848	13.049.905.146
3.	Taxes and other payables to the State	313	V.15	2.241.562.825	2.097.471.151
4.	Payables to employees	314		897.079.946	1.224.916.339
5.	Short-term payables	315	V.16	174.876.529.159	156.856.742.374
9.	Other short-term payables	319	V.17a	92.300.143.096	93.753.472.096
10.	Short-term borrowings and financial leases	320	V.18a	3.954.062.564	400.640.000
12.	Bonus and welfare funds	322		7.281.626.533	7.341.170.533
<b>II.</b>	<b>Long-term liabilities</b>	<b>330</b>		<b>677.339.402.000</b>	<b>683.212.159.000</b>
7.	Other long-term payables	337	V.17b	129.219.000.000	136.800.000.000
8.	Long-term borrowings and financial leases	338	V.18b	548.120.402.000	546.412.159.000
<b>D -</b>	<b>OWNER'S EQUITY</b>	<b>400</b>		<b>231.848.927.302</b>	<b>238.864.194.076</b>
<b>I.</b>	<b>Owner's equity</b>	<b>410</b>	<b>V.19</b>	<b>231.848.927.302</b>	<b>238.864.194.076</b>
1.	Owner's capital contribution	411		575.100.000.000	575.100.000.000
-	Common shares with voting rights	411a		575.100.000.000	575.100.000.000
-	Preferred shares	411b		-	-
2.	Share premium	412		32.960.749.348	32.960.749.348
5.	Treasury shares	415		(73.426.398.513)	(73.426.398.513)
11.	Undistributed profits after tax	421		(441.321.252.547)	(437.572.515.317)
-	Undistributed profits accumulated to the end of the previous period	421a		(437.572.515.317)	(437.572.515.317)



-	Undistributed profits for the current period	421b		(3.748.737.230)	-
12.	Capital sources for capital construction investment	422		-	-
13.	Non-controlling interests	429		138.535.829.014	141.802.358.558
<b>II.</b>	Other funds and funds	<b>430</b>		-	-
	<b>TOTAL CAPITAL</b>	<b>440</b>		<b>1.329.205.232.491</b>	<b>1.319.679.999.009</b>

(Source: Excerpt from 2024 consolidated financial statements)

## 2. Business results in 2024:

Numerical order	ASSET	Code	Explanation	Final number	Beginning of year number
1.	Sales and service revenue	01	VI.1	45.033.889.413	38.486.208.802
2.	Revenue deductions	02		-	-
3.	Net sales and service revenue	10		45.033.889.413	38.486.208.802
4.	Cost of goods sold	11	VI.2	35.830.287.393	36.557.371.951
5.	Gross profit from sales and service revenue	20		9.203.602.020	1.928.836.851
6.	Financial revenue	21	VI.3	877.107.345	30.936.380.805
7.	Financial expenses	22	VI.4	13.724.210.077	16.690.252.720
	Including: interest expense	23		12.102.785.667	14.260.801.826
8.	Profit or loss in joint ventures and associates	24		-	-
9.	Selling expenses	25		-	-
10.	Administrative expenses	26	VI.5	3.421.168.570	30.661.847.212
11.	Net operating profit	30		(7.064.669.282)	(14.486.882.276)
12.	Other income	31	VI.6	224.603.148	14.918.083.051
13.	Other expenses	32	VI.7	175.200.640	1.081.426.886
14.	Other profits	40		49.402.508	13.836.656.165
15.	Total accounting profit before tax	50		(7.015.266.774)	(650.226.111)
16.	Current corporate income tax expense	51		-	-
17.	Deferred corporate income tax expense	52	VI.8	-	382.470.319
18.	Profit after corporate income tax	60		(7.015.266.774)	(1.032.696.430)
19.	Profit after tax of parent company	61		(3.748.737.230)	6.920.716.269
20.	Profit after tax of non-controlling shareholders	62		(3.266.529.544)	(7.953.412.699)
21.	Basic earnings per share	70	VI.9	(72)	133
22.	Diluted earnings per share	71	VI.9	(72)	133

(Source: Excerpt from 2024 consolidated financial statements)

Thus, in 2024, the revenue and profit targets did not meet expectations compared to the Resolution of the General Meeting of Shareholders, the Group's net loss was 3.75 billion VND, the Group's accumulated loss was 441.3 billion; short-term debt was 322.5 billion VND greater than short-term assets, the Board of Supervisors assessed as follows:

### **1. Objective reasons:**

- 2024 is a difficult year for the world economy in general; bad debt increases and inflation remains high, geopolitical conflicts and technological fragmentation are causing tension. Vietnam's economy in 2024 is also significantly affected by the world economic situation. The driving forces of the economy have not been effective, facing many difficulties; the resilience of many enterprises has reached its limit; production and business activities are difficult, the impacts of changes in the State's policies and guidelines;

- Some projects have increased volume, leading to the need to sign a contract with the investor, leading to a prolonged construction period;

- The Nam Hoa 1 Hydropower Project has not yet completed the diversion sluice, so water has not been stored to test the equipment load and put the project into use.

- Investment activities for energy projects such as: Nam Hoa 2 Hydropower Plant have not generated profits in the short term due to having to bear high interest costs and depreciation costs in the initial stage of commercial power generation; Nam Hoa 1 Hydropower Plant; Suoi Choang has not yet generated commercial power;

- Local policies related to investment activities still have many shortcomings, especially the site clearance work of the project has encountered many difficulties, leading to prolongation of the project completion time, directly affecting the project completion progress, increasing costs, borrowing and debt repayment terms... of enterprises.

### **2. Subjective causes:**

- Due to the subcontractors, during the construction process, they also encountered many difficulties due to natural disasters and epidemics, which directly affected the capacity and human resources during the construction process;

- Debt collection encountered many difficulties because businesses in debt also encountered difficulties, leading to debt collection being affected and not meeting the set requirements;

- The legal procedures to convert part of the function of the HH1B office building into housing for sale have not been completed, and there are still problems with the general policies of state management agencies, so the revenue from the real estate business sector has not been recorded according to the set plan;

- Due to changes in a number of policies in 2023, the investment progress of projects has been delayed;

- Some projects that the company planned to implement in 2023-2024 could not be implemented because the Investor had not completed the construction licensing procedures, such as the Bidding Package for the construction of technical infrastructure for the Van Tu craft village industrial cluster, Phu Xuyen district, Hanoi;

- Large financial costs due to financial investment losses in subsidiaries and affiliated companies with ineffective business operations;

- Investment capital is stagnant in projects that have not yet been put into commercial operation, so it is impossible to reproduce production and business as well as arrange debt repayment,

- The work of analyzing and planning, balancing capital sources to serve projects has not yet met the progress of project and construction implementation.

### **3. Recommendations of the Board of Supervisors:**

***3.1. From the above assessments and recommendations on performance results, the Board of Supervisors proposes that the General Meeting of Shareholders approve:***

The report of the Board of Directors and the Executive Board of the Company on the business results in 2024 and the business plan in 2025 was submitted to the Congress.

***3.2. Recommendations of the Board of Supervisors to the Board of Directors and the Board of General Directors of the Company:***

Based on the above issues, in order to gradually improve the effectiveness of directing and operating the Company's production and business activities, the Board of Supervisors has the following recommendations:

- Actively implement debt collection measures, especially for long-term debts to increase payment capacity and balance cash flow;

- Establish specialized committees to decide on approval, supplement personnel, tools, and debt collection measures to increase the effectiveness of debt collection;

- Continue to carry out the overall restructuring of the Company in an effective direction, consistent with the actual situation of the Company's production and business activities;

- Focus on completing legal procedures to request the conversion of part of the office building function into commercial housing with facilities for sale and revenue generation for real estate business activities;

- Closely follow the investment work of Nam Hoa 1 and Suoi Choang hydropower projects on schedule to ensure the commercial power generation plan;

- Evaluate and select works, projects, and locations with large investment space to focus resources on effective implementation as well as create cash flow for the Enterprise;

- Balance finances in a timely manner, prioritize key projects with clear effectiveness;

- Promote the development of additional business departments in coordination with the investment planning department to seek new jobs to increase output and revenue through forms of cooperation, bidding; marketing....;

- Propose methods, solutions, policies, and mechanisms so that the coordination between departments and divisions in the company is smooth, smooth, and quick, ensuring that the work is clearly grasped by the departments to implement well and in accordance with functions and tasks;

- Organize the application of information technology in the management and operation of production and business organizations;
- Implement well the production and business plan; financial, management and human resources work for 2023-2024 approved by the general meeting of shareholders,
- Recruitment, salary and welfare policies for employees need to be completed in accordance with each stage, each period, and corporate culture. To have a stable and secure human resources system, focusing on self-development, work, research to approach the market, and new technologies.

### **III. 2025 WORK PLAN OF THE BOARD OF SUPERVISION:**

- Participate in reviewing the 2025 Financial Report with the Independent Auditor,
- Inspect the investment, construction and implementation activities of the Company's projects.
- Control the activities of the Board of Directors and the Executive Board in:
  - + Implementing the Company's strategy approved by the General Meeting of Shareholders and the Board of Directors.
  - + Implementing the 2025 production and business plan
  - + Effectively using shareholders' capital.
  - + Complying with the Company's charter.
- Organizing the appraisal of the quarterly, 6-month and annual Financial Reports along with inspecting and organizing the implementation of financial and accounting work and other work.

Above are the basic contents of the Board of Supervisors on the Company's production and business activities in 2024 and the operation plan for 2025.

**The Board of Supervisors respectfully presents to the congress!**

*Wish the congress great success!*

**ON BEHALF OF THE BOARD OF  
SUPERVISION  
HEAD OF BOARD**



**Dinh Thi Van**

**REPORT**  
**SALARY AND REMUNERATION OF THE BOARD OF DIRECTORS AND SUPERVISORS IN 2024**  
**PLAN FOR PAYING SALARY AND REMUNERATION TO MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORS, INTERNAL AUDITORS, MANAGEMENT AND COMPANY SECRETARY, INFORMATION DISCLOSURE MANAGERS IN 2025**

**I. Salary and remuneration paid in 2024:**

**1. Total salary and remuneration of the Board of Directors in 2024: 609,283,786 VND**

**1.1. Board of Directors' salary:**

TT	FULL NAME	TITLE	PLANNING SALARY	ACTUAL SALARY	NOTE
1	Nguyen Ngoc Binh	Chairman of the Board	624.000.000	491.783.786	Specialized

**1.2. Board of Directors' remuneration:**

TT	FULL NAME	TITLE	PLANNING SALARY	ACTUAL SALARY	NOTE
	<b>Tổng tiền thù lao</b>		<b>240.000.000</b>	<b>117.500.000</b>	
1	Nguyen Van Huyen	Board Member	60.000.000	30.000.000	Non-specialized
2	Tran Hai Anh	Board Member	60.000.000	30.000.000	Non-specialized
3	Do Quang Tuan	Independent Board Member	60.000.000	30.000.000	Non-specialized
4	Tran Ngoc Chien	Independent Board Member	60.000.000	27.500.000	Non-specialized

**2. Total remuneration of the Board of Supervisors in 2024: 39,000,000 VND**

TT	FULL NAME	TITLE	PLANNING SALARY	ACTUAL SALARY	NOTE
	<b>Total remuneration</b>		<b>78.000.000</b>	<b>39.000.000</b>	
1	Dinh Thi Van	Head of Control Board	30.000.000	15.000.000	Non-specialized
2	Hoang Thi Kim Anh	Controlling Member	24.000.000	12.000.000	Non-specialized
3	Nguyen Thiet	Controlling Member	24.000.000	12.000.000	Non-specialized

**3. Total remuneration of internal audit PT, administrative PT cum secretary, in charge of information disclosure in 2024: 24,000,000 VND**

TT	FULL NAME	TITLE	PLANNING SALARY	ACTUAL SALARY	NOTE
	<b>Total remuneration</b>		<b>48.000.000</b>	<b>24.000.000</b>	
1	Pham Hong Sang	Internal Auditor	24.000.000	12.000.000	
2	Tran Hai Anh	Administrator and Company Secretary	24.000.000		Concurrent Board Member
3	Nguyen Ngoc Hung	Information Disclosure Officer	24.000.000	12.000.000	

**II. Salary and remuneration plan for the Board of Directors and Board of Supervisors in 2025:**

TT	TITLE	SALARY/MONTH	REMUNERATION /MONTH	NOTE
1	Chairman of the Board	52.000.000	15.000.000	
2	Member of the Board	37.000.000	5.000.000	
3	Head of the Supervisory Board	22.000.000	2.500.000	
4	Member of the Supervisory Board	12.000.000	2.000.000	

**III. Remuneration plan for Internal Auditor, Administration Officer and Corporate Secretary, and Information Disclosure Officer in 2024:**

TT	TITLE	SALARY/MONTH	REMUNERATION /MONTH	NOTE
1	Internal Auditor	15.000.000	2.000.000	
2	Administrator and Corporate Secretary	15.000.000	2.000.000	
3	Information Disclosure Officer	12.000.000	2.000.000	

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Nguyen Ngoc Binh

**DRAFT**

**PROPOSAL OF ISSUES TO BE VOTED ON  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
Date      month      year 2025

To: General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the following issues to be voted on:

**1. 2024 business results and 2024 profit distribution:**

**Key indicators:**

- Output	:	19,578 billion VND
- Revenue	:	45.03 billion VND
- Profit after tax	:	- 7,01 billion VND
- Dividend	:	Not distributed

**2. Report on the activities of the Board of Directors, Report of the Board of General Directors, Report of the Board of Supervisors**

**3. Audited financial statements for 2024**

**4. 2025 business production plan and 2025 dividend:**

- Output	:	97,28 billion VND
- Revenue	:	131,10 billion VND
- Profit after tax	:	0,55 billion VND
- Dividend	:	Not distributed

**5. Salary, Remuneration of members of the Board of Directors and Board of Supervisors, Head of Internal Audit, Head of Administration and Company Secretary, Head of Information Disclosure (including taxes)**

The Board of Directors respectfully submits to the General Meeting of Shareholders the total salary for the Chairman of the Board of Directors and remuneration for members of the Board of Directors and the Supervisory Board in the 2024 fiscal year is VND 648,283,786 (Six hundred forty-eight million two hundred eighty-three thousand, seven hundred eighty-six dong); the total remuneration for the Internal Auditor, the Administration Officer and the Company Secretary, and the Information Disclosure Officer in the 2024 fiscal year is VND 24,000,000 (Twenty-four million dong) and proposes the remuneration for members of the Board of Directors and the Supervisory Board, the Internal Auditor, the Administration Officer and the Company Secretary, and the Information Disclosure Officer in the 2025 fiscal year as follows:



NUMERICAL ORDER	TITLE	SALARY /MONTH	REMUNERATION /MONTH	NOTE
1	Chairman of the Board of Directors	52.000.000	15.000.000	
2	Member of the Board of Directors	37.000.000	5.000.000	
3	Head of the Supervisory Board	22.000.000	2.500.000	
4	Member of the Supervisory Board	12.000.000	2.000.000	
5	In charge of internal audit	15.000.000	2.000.000	
6	In charge of administration and corporate secretary	12.000.000	2.000.000	
7	In charge of information disclosure	12.000.000	2.000.000	

**6. Dismissal of the deceased independent member of the Board of Directors, Mr. Tran Ngoc Chien.**

**7. Election of members of the Board of Directors and Supervisory Board for the 2025 - 2030 term:**

7.1. The number of Board members for the 2025 - 2030 term of MCG Energy and Real Estate Joint Stock Company is 3 Board members: including 02 Board members and 01 independent Board member.

7.2. The number of members of the Board of Supervisors for the 2025 - 2030 term of MCG Energy and Real Estate Joint Stock Company is 3 members.

**8. Authorization to the Board of Directors:**

8.1. Accept transactions with a value of less than 35% of total assets recorded in the most recent financial statement with related parties being:

- Enterprises and individuals of enterprises related to the Company include: An Pha Hydropower Investment Joint Stock Company; Thien Nam Asset Management and Exploitation Joint Stock Company; Van Lam Mechanical Joint Stock Company; MCG Construction Joint Stock Company; Binh Long Renewable Energy Joint Stock Company;



Electromechanical Equipment and Spare Parts Joint Stock Company; Khanh Khe Hydropower Joint Stock Company; Meco Electricity Investment and Development Joint Stock Company; Meco Saigon Irrigation Construction Joint Stock Company; MECO Mineral Joint Stock Company; Hoa Binh Electromechanical and Construction Joint Stock Company; BP Consulting and Construction Investment Joint Stock Company; Yen Bai Artificial Board Joint Stock Company; Ha Tinh Industrial Park Investment and Development Joint Stock Company; HTC Global Joint Stock Company; Long Giang Company Limited; Linh Viet Nam Investment Company Limited; My Hung Renewable Energy Joint Stock Company; Tien Thanh Development Investment Joint Stock Company.

- Accept transactions with individuals, businesses who are insiders and people related to insiders of the Company.

- Contents of approved contracts and related transactions include:

+ Construction and installation;

+ Purchase and sale of goods, shares, investment capital contribution; joint venture cooperation, association (including Contracts/Deposit Agreements serving the above transactions);

+ Borrowing, lending, guaranteeing and receiving guarantees;

+ Payment, clearing, debt swap

**8.2.** Choose the time to decide to change ownership ratio, divest capital in some Subsidiaries and Associates.

**8.3.** Approval of the exchange of debt of Shareholders at the Parent Company with shares in related companies owned by shareholders.

**8.4.** Choose the time to sell treasury stocks and investment stocks not lower than the market price at the time of sale; sell the remaining assets of the Company at Project 102 Truong Chinh and liquidate other assets to pay debts and mobilize capital from members of the Board of Directors, Executive Board or other sources with interest rates equivalent to banks at the time for the Company to resolve its financial structure.

**8.5.** Clearing outstanding receivables and payables of projects/works in accordance with current regulations. Making provisions for bad debts, handling bad debts with provisions according to legal regulations. For long-standing outstanding debts of projects/works, suppliers who do not reconcile debts and request payment from the company or suppliers who have been dissolved or bankrupt, these debts can be cleared according to current regulations.



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Respectfully submit to the General Meeting of Shareholders for consideration and approval of the above issues!

Best regards!

ON BEHALF OF THE BOARD  
OF DIRECTORS  
CHAIRMAN



Nguyen Ngoc Binh





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**DRAFT**

## **SUBMISSION**

### **Regarding the selection of the Auditing Unit for the 2025 Financial Statements**

To: General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government of the Socialist Republic of Vietnam detailing the implementation of a number of articles of the Securities Law;

Pursuant to the Charter of MCG Energy and Real Estate Joint Stock Company, The Board of Supervisors of MCG Energy and Real Estate Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the selection of an independent auditing company to audit the Company's 2025 Financial Statements as follows:

#### **1. Criteria for selecting an independent auditing company:**

- Is a company legally operating in Vietnam and approved by the Ministry of Finance and the State Securities Commission to conduct audits for Public Interest Entities in 2024;
- Has experience in auditing Public Interest Entities in Vietnam;
- Has a reputation in the field of auditing;
- Has a team of auditors with good professional qualifications and extensive experience in fields similar to the Company's field of operation;
- Meets the requirements on the scope of audit and audit plan of the Company;
- Has no conflict of interest when auditing the Company's Financial Statements;
- Has an audit fee appropriate to the scope of audit and audit plan of the Company.

#### **2. Specific recommendations on selecting an independent auditing company:**

Based on the above criteria, the Board of Supervisors respectfully submits to the General Meeting of Shareholders for approval the list of auditing companies to select the auditing unit to review the Company's semi-annual financial statements and audit the Company's 2025 financial statements, including:





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**- Branch of A & C Auditing and Consulting Company Limited in Hanoi**

Address: 40 Giang Vo, Cat Linh Ward, Dong Da District, Hanoi City.

**- AASC Auditing Company Limited**

Address: No. 1, Le Phung Hieu Street, Trang Tien Ward, Hoan Kiem District, Hanoi, Vietnam.

**- Nhan Tam Viet Auditing Company Limited**

Address: 2nd Floor, Platinum Residences Building, No. 06 Nguyen Cong Hoan, Ngoc Khanh Ward, Ba Dinh District, Hanoi, Vietnam.

Respectfully submit to the General Meeting of Shareholders to authorize the Board of Directors of the Company to decide to select one of the three auditing companies in the above list to review the Company's semi-annual financial statements and audit the Company's 2025 financial statements in accordance with the provisions of law.

Respectfully submit to the General Meeting of Shareholders for consideration and approval of the above issues!

**Thanks a lot!**

**Recipients:**

- General Meeting of Shareholders;
- Supervisory Board, Board of Directors, Board of Management;
- Office, Departments;
- File: VT

**TM. SUPERVISION BOARD  
HEAD OF BOARD**

**Dinh Thi Van**



**DRAFT**

**REGULATIONS**  
**ON NOMINATION, CANDIDATE AND ELECTION OF BOARD OF DIRECTORS,**  
**SUPERVISORY BOARD**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
**TERM 2025 - 2030**

**Base:**

- *Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP detailing the implementation of a number of articles of the Securities Law passed on December 31, 2020;*
- *Charter of MCG Energy and Real Estate Joint Stock Company;*
- *Internal regulations on the governance of MCG Energy and Real Estate Joint Stock Company,*

The Congress's Ballot Counting Committee announced the Regulations on nomination and candidacy for the election of the Board of Directors and the Board of Supervisors at the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company..

**I. Explanation of terms/abbreviations:**

- Company: MCG Energy and Real Estate Joint Stock Company
- BOD: Board of Directors
- BOS: Supervisory Board
- GMS: General Meeting of Shareholders
- Delegates: Shareholders, representatives (*authorized persons*)

**II. Chairman at the Congress:**

The Chairman of the Congress is responsible for presiding over the election with the following specific tasks:

- Introducing the list of nominees and candidates for the Board of Directors and the Supervisory Board
- Supervising the voting and counting of votes
- Resolving complaints about the election (*if any*).

### **III. Regulations on nomination and candidacy for the Board of Directors:**

- Number of Board members: 03 people
- Term: 2025 - 2030
- Number of Board candidates: Unlimited.

#### **1. Right to nominate and run for the Board of Directors (according to Article 25 of the Company Charter):**

Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Directors. Shareholders have the right to combine their voting rights to nominate candidates for the Board of Directors.

In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the current Board of Directors may nominate additional candidates or organize nominations according to a mechanism prescribed by the Company in the Internal Regulations on Corporate Governance.

#### **2. Candidate criteria for the Board of Directors:**

Candidates for the Board of Directors must fully meet the following criteria and conditions (*according to Article 155 of the Enterprise Law 59/2020/QH14, Decree 155/2020/ND-CP*):

- Have full civil act capacity, not be subject to the prohibition of enterprise management as prescribed in Clause 2, Article 17 of the Enterprise Law 59/2020/QH14;
- Have professional qualifications and experience in business management of the Company and do not necessarily have to be a shareholder of the Company;
- Must not be a relative (*wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, brother, sister, brother-in-law, sister-in-law, brother-in-law, brother-in-law, sister-in-law, brother-in-law of the husband*) of the General Director and other managers of the Company, of the manager, or the person with the authority to appoint the manager of the parent company.
- A member of the Board of Directors of the Company may only concurrently be a member of the Board of Directors of a maximum of 05 other companies.

### **IV. Regulations on nomination and candidacy for the Board of Supervisors:**

- Number of members of the Supervisory Board: 03 people
- Term: 2025 - 2030
- Number of candidates for the Supervisory Board: Unlimited.

**1. Right to nominate and run for the Board of Supervisors** (*According to Article 36 of the Company Charter*):

Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Supervisors. Shareholders have the right to combine their voting rights to nominate candidates for the Board of Supervisors.

In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough, the incumbent Board of Supervisors can nominate additional candidates or organize nominations according to a mechanism prescribed by the Company in the Internal Regulations on Corporate Governance.

**2. Candidate criteria for BKS:**

Candidates for the Board of Supervisors must fully meet the following criteria and conditions (*according to Article 169 of the Enterprise Law 59/2020/QH14, Decree 155/2020/ND-CP*):

- Have full civil act capacity, not subject to the provisions of Clause 2, Article 17 of the Enterprise Law 59/2020/QH14;
- Have been trained in one of the majors of economics, finance, accounting, auditing, law, business administration or a major suitable to the business activities of the enterprise;
- Not a person with a family relationship of a member of the Board of Directors, General Director and other managers of the Company;
- Not a manager of the Company; not necessarily a shareholder or employee of the Company, unless otherwise provided by the Company's Charter.

**V. Election principles:**

- Comply with the provisions of law and the Company's Charter
  - Voting rights are calculated based on the number of shares owned and represented.
- Election results are calculated based on the number of shares with voting rights of shareholders attending the meeting.
- Each election, a shareholder representative is only allowed to use one (01) ballot.
  - The Ballot Counting Committee is nominated by the Presidium and approved by the General Meeting. Members of the Ballot Counting Committee must not be on the list of nominees and candidates for the Board of Directors and the Supervisory Board.

**VI. Election method:**

Implement the cumulative voting method (*according to Clause 3, Article 148 of the Enterprise Law 59/2020/QH14*).

- On each shareholder's ballot, the total number of votes to be cast will be recorded corresponding to the total number of shares owned multiplied (x) by the number of elected members of the Board of Directors and the Supervisory Board.

- Shareholders have the right to cumulative voting according to the following method:

+ Concentrate all their votes on 01 candidate

+ Divide the votes equally among the candidates

+ Divide the votes among the candidates according to different ratios.

## **VII. Ballots:**

### **1. Contents of the Ballot:**

- The ballot for the election of members of the Board of Directors and the Supervisory Board shall include the name of the shareholder, the number of shares owned, the total number of votes cast, and the list of candidates arranged in alphabetical order.

- The ballot shall be issued by the Organizing Committee and shall be stamped with the Company's seal.

- Each shareholder/shareholder representative shall be given two (02) ballots, including: ballot for members of the Board of Directors and ballot for members of the Supervisory Board.

- How to write the ballot:

+ Shareholders must write the number of votes for each candidate in the blank box of that candidate on the ballot.

+ In case a shareholder mistakenly allocates more than the total number of votes cast, the shareholder must request the Ballot Counting Committee to reissue the ballot immediately at the General Meeting. The Ballot Counting Committee shall collect and invalidate the damaged ballot by crossing it out.

### **2. Invalid ballots are ballots that:**

- Not issued by the Organizing Committee of the Congress such as: not in accordance with the prescribed form, without the Company's seal, crossed out, torn, patched.

- Ballots for candidates exceeding the number of members to be elected (*exceeding 01 person*).

- The total number of votes for candidates on the ballot exceeds the total number of shareholders' votes to be elected.

- Ballots are submitted to the Counting Committee after the voting ends and the Ballot Box has been sealed.



### **VIII. Principles for determining elected members of the Board of Directors and members of the Supervisory Board:**

- The elected members of the Board of Directors and members of the Supervisory Board will be determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of Board members is 05 members and the Supervisory Board is 03 members.

- In case there are two (02) or more candidates with the same number of votes (*when choosing the last person*), a re-election will be held for these candidates. If the re-election is still equal, the decision on whether to continue the election or not will be decided by the General Meeting of Shareholders.

### **IX. Application documents for nomination and candidacy for election to the Board of Directors and Supervisory Board:**

1. The application for nomination/candidate for election to the Board of Directors and Board of Supervisors includes:

- Application for candidacy/nomination for election to the Board of Directors/Board of Supervisors (*according to the attached form*).

- CV of the candidate (*according to the attached form*).

- Copies of the following documents: ID card/passport/permanent residence registration

- Diplomas and certificates certifying educational and professional qualifications (*notarized*).

- Certificate of ownership percentage of shareholders/groups of shareholders who satisfy the nomination conditions as stipulated in the Company's Charter.

- The person nominating to the Board of Directors and Board of Supervisors must be responsible before the law and the General Meeting of Shareholders for the accuracy and honesty of the content of his/her application.

2. Shareholders are requested to send the nomination/candidate application for membership of the Board of Directors/Board of Supervisors to the Company before 4:00 p.m. on March 10, 2025 to the following address:

**- ORGANIZATION - ADMINISTRATION DEPARTMENT**

**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**

**- Address: 7th Floor - Office Tower Building, Meco Complex, Lane 102 Truong Chinh Street, Phuong Mai, Dong Da, Hanoi**

**- Phone: 024.38694773/ 024.22138518 / 0981.507687.**

**- Email: [vanphong@mcger.com](mailto:vanphong@mcger.com)**



**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
Email: vanphong@mcger.com | Website: www.mcger.com

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Above is the entire Regulation on nomination, candidacy and election of members to be elected to the Board of Directors and Supervisory Board of MCG Energy and Real Estate Joint Stock Company at the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

This Regulation shall take effect immediately after being approved by the General Meeting of Shareholders./.

TM. BOARD OF DIRECTORS  
CHAIRMAN

The stamp is circular and red. It contains the following text: 'M.S.D.N.: 010010329' at the top, 'CÔNG TY C. PHÂN N. LƯỢNG VÀ B. ĐỘNG SẢN' in the center, and 'MCG' at the bottom. The location 'Q. Đ. Đ. - T. P. H. N.' is written around the bottom edge. A blue ink signature is written over the stamp.

**Nguyen Ngoc Binh**



**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
 Email: vanphong@mcger.com | Website: www.mcger.com

**SOCIALIST REPUBLIC OF VIETNAM**  
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**APPLICATION FOR NOMINATION FOR BOARD OF DIRECTORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 1 - Applicable to shareholders owning 10% or more of shares)*

To: Organizing Committee of the 2025 Annual General Meeting of Shareholders  
 - MCG Energy and Real Estate Joint Stock Company

My name is: .....

ID card number: ..... Date of issue: ...../...../..... Place of issue: .....

Address: .....

Currently owned:..... share *(In words: .....*)

Corresponding to the total face value is *(VND)*: .....

The period of holding shares of MCG Energy and Real Estate Joint Stock Company continuously until ...../...../2025 is .... months.

After studying the regulations on shareholders' rights and the standards and conditions for becoming a member of the Board of Directors in the Charter of MCG Energy and Real Estate Joint Stock Company and the Enterprise Law, I find myself qualified to run for membership in the Board of Directors of MCG Energy and Real Estate Joint Stock Company.

I would like to request the Organizing Committee of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company to allow me to run for election as a member of the Board of Directors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term.

If elected by the Company's 2025 Annual General Meeting of Shareholders as a member of the Board of Directors, I will devote all my capacity and enthusiasm to contribute to the development of MCG Energy and Real Estate Joint Stock Company.

I hereby enclose my CV and diplomas and certificates with this Application.

Best regards!

....., date .....month..... year 2025

**SHAREHOLDERS**  
*(Sign and print full name)*





**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
 Email: vanphong@mcger.com | Website: www.mcger.com

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**NOMINATION FORM**  
**CANDIDATES FOR THE BOARD OF DIRECTORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 2 - Applicable to shareholders owning 10% or more of shares)*

To: Organizing Committee of the 2025 Annual General Meeting of Shareholders  
 - MCG Energy and Real Estate Joint Stock Company

My name is: .....  
 ID card number: ..... Date of issue: ...../...../..... Place of issue: .....  
 Address: .....  
 Currently owned:..... share *(In words: .....)*  
 Corresponding to the total face value is *(VND)*: .....  
 The period of holding shares of MCG Energy and Real Estate Joint Stock Company continuously until ...../...../2025 is .... months.

After studying the regulations on shareholders' rights and the standards and conditions for membership in the Board of Directors in the Charter of MCG Energy and Real Estate Joint Stock Company and the Enterprise Law, I am qualified to nominate a candidate to join the Board of Directors of MCG Energy and Real Estate Joint Stock Company.

I would like to request the Organizing Committee of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company to nominate me as a candidate to participate as a member of the Board of Directors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term, specifically as follows:

- Mr (Mrs): .....
- ID card number: ..... Date of issue: ...../...../..... Place of issue: .....
- Address: .....
- Education level: ..... Specialized: .....
- Currently owned:..... share *(In words: .....)*
- Corresponding to the total face value is *(VND)*: .....

I hereby enclose the CV and certificates of the nominee with this Application.

Best regards!

....., date .....month..... year 2025

**SHAREHOLDERS**  
*(Sign and print full name)*





**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
Email: vanphong@mcger.com | Website: www.mcger.com

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**APPLICATION FOR NOMINATION TO JOIN THE BOARD OF SUPERVISORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 3 - Applicable to shareholders owning 10% or more of shares)*

To: Organizing Committee of the 2025 Annual General Meeting of Shareholders  
- MCG Energy and Real Estate Joint Stock Company

My name is: .....

ID card number: ..... Date of issue: ...../...../..... Place of issue: .....

Address: .....

Currently owned:..... share *(In words: .....*)

Corresponding to the total face value is *(VND)*: .....

The period of holding shares of MCG Energy and Real Estate Joint Stock Company continuously until ...../...../2025 is .... months.

After studying the regulations on shareholders' rights and the standards and conditions for becoming a member of the Board of Directors in the Charter of MCG Energy and Real Estate Joint Stock Company and the Enterprise Law, I find myself qualified to run for the position of member of the Board of Supervisors of MCG Energy and Real Estate Joint Stock Company.

I would like to request the Organizing Committee of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company to allow me to run for a position as a member of the Board of Supervisors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term.

If elected by the Company's 2025 Annual General Meeting of Shareholders as a member of the Board of Supervisors, I will devote all my capacity and enthusiasm to contribute to the development of MCG Energy and Real Estate Joint Stock Company.

I hereby enclose my CV and diplomas and certificates with this Application.

Best regards!

....., date .....month..... year 2025

**SHAREHOLDERS**  
*(Sign and print full name)*



**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
 Email: vanphong@mcger.com | Website: www.mcger.com

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**NOMINATION FORM**  
**CANDIDATES FOR THE BOARD OF SUPERVISORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 4 - Applicable to shareholders owning 10% or more of shares)*

To: Organizing Committee of the 2025 Annual General Meeting of Shareholders  
 - MCG Energy and Real Estate Joint Stock Company

My name is: .....  
 ID card number: ..... Date of issue: ...../...../..... Place of issue: .....  
 Address: .....  
 Currently owned:..... share *(In words: .....)*  
 Corresponding to the total face value is *(VND)*: .....  
 The period of holding shares of MCG Energy and Real Estate Joint Stock Company  
 continuously until ...../...../2025 is .... months.

After studying the regulations on shareholders' rights and the standards and conditions for becoming a member of the Board of Supervisors in the Charter of MCG Energy and Real Estate Joint Stock Company and the Enterprise Law, I am qualified to nominate a candidate to join the Board of Supervisors of MCG Energy and Real Estate Joint Stock Company.

I would like to request the Organizing Committee of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company to nominate me as a candidate to become a member of the Board of Supervisors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term, specifically as follows:

- Mr (Mrs): .....
- ID card number: ..... Date of issue: ...../...../..... Place of issue: .....
- Address: .....
- Education level: ..... Specialized: .....
- Currently owned:..... share *(In words: .....)*
- Corresponding to the total face value is *(VND)*: .....

I hereby enclose the CV and certificates of the nominee with this Application.

Best regards!

....., date .....month..... year 2025

**SHAREHOLDERS**  
*(Sign and print full name)*



**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
 Email: vanphong@mcger.com | Website: www.mcger.com

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**NOMINATION FORM**  
**CANDIDATES FOR THE BOARD OF DIRECTORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 5 - Applicable to groups of shareholders owning 10% or more of shares)*

To: Organizing Committee of the 2025 Annual General Meeting of Shareholders  
 - MCG Energy and Real Estate Joint Stock Company

We are shareholders of MCG Energy and Real Estate Joint Stock Company, jointly holding ..... shares, accounting for .....% of the voting shares of MCG Energy and Real Estate Joint Stock Company continuously until ...../...../2025, which is ..... months.

After studying the regulations on shareholders' rights and the standards and conditions for membership in the Board of Directors in the Charter of MCG Energy and Real Estate Joint Stock Company and the Enterprise Law, we are qualified to nominate candidates to join the Board of Directors of MCG Energy and Real Estate Joint Stock Company.

We would like to request the Organizing Committee of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company to allow us to nominate candidates to participate as members of the Board of Directors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term, specifically as follows:

- Mr (Mrs): .....
- ID card number: ..... Date of issue: ...../...../..... Place of issue: .....
- Address: .....
- Education level: ..... Specialized: .....
- Currently owned:..... share *(In words: .....*)
- Corresponding to the total face value is *(VND)*: .....

We hereby attach the nominee's CV, diplomas, certificates and group meeting minutes with this Application.

Best regards!

....., date .....month..... year 2025  
**SHAREHOLDERS**  
*(Sign and print full name)*



**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
 Email: vanphong@mcger.com | Website: www.mcger.com

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**NOMINATION FORM**  
**CANDIDATES FOR THE BOARD OF SUPERVISORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 6 - Applicable to groups of shareholders owning 10% or more of shares)*

To: Organizing Committee of the 2025 Annual General Meeting of Shareholders  
 - MCG Energy and Real Estate Joint Stock Company

We are shareholders of MCG Energy and Real Estate Joint Stock Company, jointly holding ..... shares, accounting for .....% of the voting shares of MCG Energy and Real Estate Joint Stock Company continuously until ...../...../2025, which is .... months.

After studying the regulations on shareholders' rights and the standards and conditions for membership in the Board of Supervisors in the Charter of MCG Energy and Real Estate Joint Stock Company and the Enterprise Law, we are qualified to nominate candidates to join the Board of Supervisors of MCG Energy and Real Estate Joint Stock Company.

We propose that the Organizing Committee of the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company allow us to nominate candidates to participate as members of the Board of Supervisors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term, specifically as follows:

- Mr (Mrs): .....
- ID card number: ..... Date of issue: ...../...../..... Place of issue: .....
- Address: .....
- Education level: ..... Specialized: .....
- Currently owned:..... share *(In words: .....*)
- Corresponding to the total face value is *(VND)*: .....

We hereby attach the nominee's CV, diplomas, certificates and group meeting minutes with this Application.

Best regards!

....., date .....month..... year 2025

**SHAREHOLDERS**  
*(Sign and print full name)*







**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
 Email: vanphong@mcger.com | Website: www.mcger.com

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**GROUP MEETING MINUTES**  
**NOMINATION OF CANDIDATES FOR THE BOARD OF DIRECTORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 7 - Applicable to groups of shareholders owning 10% or more of shares)*

Today, on ...../...../2025, at ....., we are shareholders of MCG Energy and Real Estate Joint Stock Company, jointly holding ..... shares, accounting for .....% of the Company's voting shares, whose names are listed below:

Numerical order	Shareholder name	ID card number	Address	Number of shares owned	Sign
	<b>Total:</b>				

Agree to nominate:

- Mr (Mrs): .....
- ID card number: ..... Date of issue: ...../...../..... Place of issue: .....
- Address: .....
- Education level: ..... Specialized: .....
- Currently owned:..... share *(In words: .....*)
- Corresponding to the total face value is *(VND)*: .....

as a candidate for the Board of Directors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term.

At the same time, we agreed to nominate one person from the group:

Mr (Mrs): .....

Phone number: ..... Email: .....

act as a representative of the group to carry out nomination procedures in accordance with the Regulations on nomination and candidacy for the Board of Directors.

This record is made at ..... o'clock....., date ...../...../2025 at .....

.....

....., date .....month..... year 2025  
**REPRESENTATIVE OF SHAREHOLDERS**  
*(Sign and print full name)*





**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | Fax: (84-24) 3869 1568  
 Email: vanphong@mcger.com | Website: www.mcger.com

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**GROUP MEETING MINUTES**  
**NOMINATION OF CANDIDATES FOR THE BOARD OF SUPERVISORS**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY TERM 2025 - 2030**  
*(Form 8 - Applicable to groups of shareholders owning 10% or more of shares)*

Today, on ...../...../2025, at ....., we are shareholders of MCG Energy and Real Estate Joint Stock Company, jointly holding ..... shares, accounting for .....% of the Company's voting shares, whose names are listed below:

Numerical order	Shareholder name	ID card number	Address	Number of shares owned	Sign
	<b>Total:</b>				

Agree to nominate:

- Mr (Mrs): .....
- ID card number: ..... Date of issue: ..../...../..... Place of issue: .....
- Address: .....
- Education level: ..... Specialized: .....
- Currently owned:..... share *(In words: .....*)
- Corresponding to the total face value is *(VND)*: .....

as a candidate to join the Board of Supervisors of MCG Energy and Real Estate Joint Stock Company for the 2025 - 2030 term.

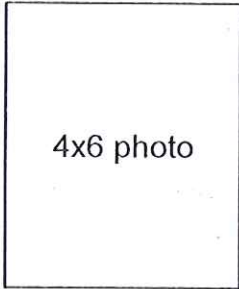
At the same time, we agreed to nominate one person from the group:

Mr (Mrs): .....  
 Phone number: ..... Email: .....

act as a representative of the group to carry out nomination procedures in accordance with the Regulations on nomination and candidacy for the Board of Supervisors.

This record is made at ..... o'clock....., date ...../...../2025 at .....

....., date .....month..... year 2025  
**REPRESENTATIVE OF SHAREHOLDERS**  
*(Sign and print full name)*



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**PERSONAL RESUME**  
**CANDIDATES FOR BOARD OF DIRECTORS / SUPERVISORY BOARD**  
**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
**TERM 2025 - 2030**

1. Full name:
2. ID card number: ..... Date of issue: ...../...../..... Place of issue: .....
3. Gender (Male/Female): .....
4. Date of birth: .....
5. Nationality: .....
6. Permanent address: .....
7. Cultural level: .....
8. Professional qualifications: .....
9. Work process:

Time	Job	Work agency	Position



10. Number of shares held: ..... shares.
11. Related persons include: Wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, biological sibling, brother-in-law, brother-in-law, sister-in-law, sister-in-law.

I hereby certify that the above statements are completely true. If they are false, I will take legal responsibility.

....., date ..... month ..... year 2025

**WRITER**



## **RULES**

### **Voting at the 2025 Annual General Meeting of Shareholders**

#### **I. Voting form:**

- The contents approved in the submissions, submitted to the 2025 Annual General Meeting of Shareholders shall be conducted by direct and public voting at the General Meeting.
- In case the General Meeting arises content that needs to be voted on, shareholders shall use the Voting Card to vote when the Chairman asks for opinions on the issue to be voted on.

#### **II. Voting ballot:**

1. Shareholders or authorized representatives are given 01 voting card to vote on the contents to be approved at the meeting.
2. The voting card contains the name of the shareholder, shareholder code, number of shares held, and total number of votes.
3. The voting value of the voting card corresponds to the ratio of the number of shares with voting rights held by the shareholder to the total number of shares participating in the vote at the meeting.
4. The voting card is valid when the following conditions are met:
  - Issued by the Organizing Committee of the meeting, stamped with the Company's seal, not erased, and intact.
5. The voting card is invalid when:
  - Not issued by the Organizing Committee of the meeting such as: not in accordance with the prescribed form, not bearing the Company's seal, crossed out, torn, or patched.

#### **III. Voting procedure:**

- Shareholders or authorized representatives mark “x” in the box agreeing to all voting issues. Or mark “x” in one of the 3 boxes: “Agree”, “Disagree”, or “No opinion” for each voting issue.
- In case a shareholder marks the wrong voting issue: the shareholder must request the Ballot Counting Committee to reissue the voting card at the meeting. The Ballot Counting Committee will collect and invalidate the damaged voting card by crossing the ballot.
- The ballot must be placed in the ballot box. After the ballot box is unsealed, the Ballot Counting Committee will not accept any more ballots.

**ON BEHALF OF THE ORGANIZING  
COMMITTEE  
HEAD OF ORGANIZING COMMITTEE**



100103  
CÔNG TY  
CỔ PHẦN  
NĂNG LƯỢNG  
VÀ BẤT ĐỘNG SẢN  
MCG  
HÀ NỘI

**Nguyen Ngoc Hung**



**MCG ENERGY AND REAL ESTATE JOINT STOCK COMPANY**  
 Address: 102 Truong Chinh - Phuong Mai - Dong Da - Hanoi  
 Tel: (84-24) 38694773 | (84-24) 2213 8518  
 Email: vanphong@mcger.com | Website: www.mcger.com

**CONFIRMATION OF ATTENDANCE  
 ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**To: MCG Energy and Real Estate Joint Stock Company**

- Name of individual/organization: .....
- Citizen ID card / business registration certificate: .....
- Date issued: ...../...../..... Place of issue: .....
- Permanent address/Head office: .....
- .....

I/We currently own: ..... common stock  
*(In words: ..... share)* of  
 MCG Energy and Real Estate Joint Stock Company.

By this document, I/we confirm my attendance at the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company.

....., date ..... month ..... year 2025

**SHAREHOLDER REGISTRATION**  
*(Sign and print full name /  
 Sign and seal for shareholders who are organizations)*

**Note:** To facilitate the organization, we request shareholders to send the Meeting Attendance Confirmation in advance via post/email/zalo/phone to MCG Energy and Real Estate Joint Stock Company.

- Address: 7th Floor - Office Tower Building - Meco Complex, Alley 102 Truong Chinh Street, Phuong Mai Ward, Dong Da District, Hanoi City.

- Phone: 0981.507687 (zalo) / (024) 38694773 / (024) 22138518 - email: [vanphong@mcger.com](mailto:vanphong@mcger.com)



**AUTHORIZATION FORM TO ATTEND MEETING  
 ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

To: MCG Energy and Real Estate Joint Stock Company.

**1. Authorized person:**

- Name of individual/organization: .....
- ID card/business registration certificate: ..... Date of issue: ...../...../.....
- Place of issue: .....
- Number of shares owned: .....shares.
- Permanent address/Head office:.....

**2. Authorized recipient:**

- Personal name: .....
- ID card/Passport: .....Date of issue: ...../...../..... Place of issue:.....
- Address: ..... Phone:.....

**Or authorize:**

Mr. Nguyen Ngoc Binh - Chairman of the Board of Directors

Ms. Dinh Thi Van - Head of Supervisory Board

**3. Authorization content:**

- Attend the 2025 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company.
- Exercise the right to speak and vote on all issues at the General Meeting with the number of shares I own in accordance with the provisions of the Law.

**4. Term of authorization:**

This Power of Attorney is only valid during the 2024 Annual General Meeting of Shareholders of MCG Energy and Real Estate Joint Stock Company. In case the Company has to hold the 2nd or 3rd Annual General Meeting of Shareholders, this Power of Attorney is valid for those meetings.

**5. Responsibilities of the Authorizer and the Authorized Person:**

I am fully responsible for this authorization and commit to strictly comply with the current regulations of the Law and the Charter of MCG Energy and Real Estate Joint Stock Company, and commit not to make any complaints or lawsuits against the Company.

*Note: The authorized person is not allowed to authorize a third party to perform the tasks stated in this Power of Attorney.*

**AUTHORIZED PERSON**  
(Sign and print full name)

....., date ..... month ..... year 2025

**AUTHORIZED PERSON**  
(Sign and print full name /  
Sign and seal for shareholders who are organizations)

**Note:** To facilitate the organization, we request that shareholders please send in advance the Power of Attorney to attend the Meeting via post/email/zalo/phone to **MCG Energy and Real Estate Joint Stock Company**.

- Address: 7th Floor - Green Office Building - Meco Complex, Alley 102 Truong Chinh Street, Phuong Mai Ward, Dong Da District, Hanoi City.

- Phone: 0981.507687(zalo) / (024) 38694773 / (024)22138518 - email: [vanphong@mcger.com](mailto:vanphong@mcger.com)