PTM AUTOMOBILE SERVICE, TRADING AND MANUFACTURING JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ha Noi, date 28 month 03 year 2026

REGULATIONS ON THE ORGANIZATION AND OPERATION OF THE SUPERVISORY BOARD

- *Pursuant to the Law on Securities dated November 26, 2019;*
- *Pursuant to the Law on Enterprises dated June 17, 2020;*
- *Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter of PTM Automobile Production, Trading and Service Joint Stock Company;*
- *Pursuant to Resolution No.01/2026/NQ-ĐHĐCĐ-PTM of the General Meeting of Shareholders dated 28/03/2026*
- *The General Meeting of Shareholders hereby adopts the Regulations on the Organization and Operation of the Supervisory Board of PTM Automobile Production, Trading and Service Joint Stock Company;*

The Regulations on the Organization and Operation of the Supervisory Board of PTM Automobile Production, Trading and Service Joint Stock Company include the following contents:

CHAPTER I
GENERAL PROVISIONS

Article 1. Scope of Regulation and Subjects of Application

1. **Scope of regulation:** The Regulations on the Organization and Operation of the Supervisory Board provide for the organizational structure, personnel composition, standards, conditions, rights and obligations of the Supervisory Board and its members in accordance with the Law on Enterprises, the Company's Charter, and other relevant regulations.
2. **Subjects of application:** The Regulations on the Organization and Operation of the Supervisory Board apply to the Supervisory Board and its members.

CÔNG TY CỔ PHẦN SẢN XUẤT, THƯƠNG MẠI VÀ DỊCH VỤ Ô TÔ PTM
Digitally signed by CÔNG TY CỔ PHẦN SẢN XUẤT, THƯƠNG MẠI VÀ DỊCH VỤ Ô TÔ PTM
DN: C=VN, S=Hà Nội, L="Số 256 đường Kim Giang, Phường Đại Kim, Quận Hoàng Mai, Thành phố Hà Nội, Việt Nam", O="CÔNG TY CỔ PHẦN SẢN XUẤT, THƯƠNG MẠI VÀ DỊCH VỤ Ô TÔ PTM", CN="CÔNG TY CỔ PHẦN SẢN XUẤT, THƯƠNG MẠI VÀ DỊCH VỤ Ô TÔ PTM", OID.0.9.2342.19200300.100.1.1=MST:0101116000
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Article 2. Principles of Operation of the Supervisory Board

The Supervisory Board shall operate on a collective basis. Its members shall be individually responsible for their respective duties and jointly responsible to the General Meeting of Shareholders and before the law for all activities and decisions of the Supervisory Board.

CHAPTER II
SUPERVISORY BOARD MEMBERS (SUPERVISORS)

Article 3. Rights, Obligations and Responsibilities of Members of the Supervisory Board

1. To comply with applicable laws, the Company's Charter, resolutions of the General Meeting of Shareholders, and professional ethics in the performance of assigned rights and obligations.
2. To perform assigned rights and obligations honestly, prudently, and to the best of their ability in order to ensure the maximum lawful interests of the Company.
3. To be loyal to the interests of the Company and its shareholders; not to abuse their position or authority, nor to use information, know-how, business opportunities, or other assets of the Company for personal gain or for the benefit of other organizations or individuals.
4. To perform other obligations as prescribed by law and the Company's Charter.
5. In the event of a violation of Clauses 1, 2, 3, and 4 of this Article causing damage to the Company or other parties, the member of the Supervisory Board shall bear individual or joint liability for such damages. Any income or other benefits obtained from such violations must be returned to the Company.
6. In the event that a member of the Supervisory Board is found to have committed a violation in the performance of assigned rights and obligations, a written notice must be sent to the Supervisory Board, requesting the violator to cease the violation and remedy its consequences.

Article 4. Term of Office and Number of Members of the Supervisory Board

1. The Supervisory Board shall consist of three (03) members. The term of office of each member of the Supervisory Board shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms.
2. Members of the Supervisory Board are not required to be shareholders of the Company.
3. More than half of the members of the Supervisory Board must reside in Vietnam.
4. In the event that all members of the Supervisory Board reach the end of their term at the same time and the members of the new term have not yet been elected, the outgoing members shall continue to exercise their rights and perform their obligations until the new members are elected and assume their duties.

Article 5. Standards and Conditions for Members of the Supervisory Board

1. Members of the Supervisory Board must satisfy the following standards and conditions:

a. Not belong to the subjects specified in Clause 2, Article 17 of the Law on Enterprises;

b. Have training in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field relevant to the Company's business activities.
c. Not be a family member of any member of the Board of Directors, the Director or General Director, or other managers;
d. Not be a manager of the Company, and are not required to be a shareholder or an employee of the Company, except as otherwise provided in the Company's Charter;
e. Not work in the Company's accounting or finance department;
f. Not be a member or employee of an auditing organization that has been approved to audit the Company's financial statements within the preceding three (03) consecutive years;
g. Comply with other standards and conditions prescribed by relevant laws and the Company's Charter.

2. Members of the Supervisory Board must satisfy the following standards and conditions:

a. In addition to the standards and conditions stipulated in Clause 1 of this Article, members of the Supervisory Board of a public company, as prescribed in Point b, Clause 1, Article 88 of the Law on Enterprises, shall not be family members of the Company's or parent company's management; representatives of enterprise capital, or representatives of state capital at the parent company and the Company.

Article 6. Chairman of the Supervisory Board

1. The Chairman of the Supervisory Board shall be elected by the Supervisory Board from among its members; election, dismissal, and removal shall be conducted by majority vote. More than half of the members of the Supervisory Board must reside in Vietnam. The Chairman of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the Company's business activities.
2. Rights and obligations of the Chairman of the Supervisory Board:

a) Convene meetings of the Supervisory Board;

b) Request the Board of Directors, General Director, and other executive officers to provide relevant information for reporting to the Supervisory Board;

c) Prepare and sign the Supervisory Board's reports after consulting with the Board of Directors for submission to the General Meeting of Shareholders.

Article 7. Nomination and Candidacy of Members of the Supervisory Board

1. Shareholders or a group of shareholders holding at least ten percent (10%) of the total common shares have the right to nominate candidates for the Supervisory Board. The nomination of candidates for the Supervisory Board shall be conducted as follows:

a. Common shareholders forming a group to nominate candidates for the Supervisory Board must notify other attending shareholders of the formation of the group before the opening of the General Meeting of Shareholders;
b. Based on the number of members of the Supervisory Board, the shareholders or shareholder group specified in this Clause shall have the right to nominate one or more

persons as candidates for the Supervisory Board, as decided by the General Meeting of Shareholders. In the event that the number of candidates nominated by the shareholders or shareholder group is less than the number they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders;

2. If the number of candidates for the Supervisory Board, including those nominated and running for election, is still insufficient to meet the required number under Clause 5, Article 115 of the Law on Enterprises, the incumbent Supervisory Board shall propose additional candidates or organize nominations in accordance with the Company's Charter, Internal Corporate Governance Regulations, and the Regulations on the Organization and Operation of the Supervisory Board. Any additional candidates proposed by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes on the election of members of the Supervisory Board, in accordance with the law.

Article 8. Procedures for Election, Dismissal, and Removal of Members of the Supervisory Board

1. The election, dismissal, and removal of members of the Supervisory Board fall within the authority of the General Meeting of Shareholders.

2. The voting for the election of members of the Supervisory Board shall be conducted by cumulative voting, whereby each shareholder has a total number of votes equal to the total number of shares held multiplied by the number of members to be elected to the Supervisory Board. Shareholders may allocate all or part of their total votes to one or more candidates.

   Candidates elected as members of the Supervisory Board shall be determined based on the highest number of votes, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is reached. In the event that two (02) or more candidates receive the same number of votes for the final position on the Supervisory Board, a re-election shall be conducted among the candidates with equal votes, or a selection shall be made according to the criteria specified in the election regulations or the Company's Charter.

Article 9. Cases for Dismissal and Removal of Members of the Supervisory Board

1. The General Meeting of Shareholders shall dismiss a member of the Supervisory Board in the following cases:

a. The member no longer meets the standards and conditions for being a member of the Supervisory Board as prescribed in Clauses 1 and 2, Article 5 of these Regulations;

b. The member submits a resignation letter and it is approved;

Other cases as prescribed by the Company's Charter.

2. A member of the Supervisory Board shall be removed in the following cases:

a. Failing to complete assigned duties or tasks;

b. Failing to exercise their rights and obligations for six (06) consecutive months, except in cases of force majeure;

c. Repeatedly or seriously violating the obligations of a member of the Supervisory Board as prescribed by the Law on Enterprises and the Company's Charter;

d. Other cases as decided by the resolution of the General Meeting of Shareholders.

Article 10. Notification of Election, Dismissal, and Removal of Members of the Supervisory Board

1. In the case where candidates for the Supervisory Board have been determined, the Company must disclose information regarding the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can review the candidates before voting. Candidates for the Supervisory Board must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed and must undertake to perform their duties honestly, prudently, and in the best interest of the Company if elected as members of the Supervisory Board. The information disclosed regarding candidates for the Supervisory Board shall include:

    a. Full name, date, month, and year of birth;
    b. Professional qualifications;
    c. Work history;
    d. Other management positions held;
    e. Interests related to the Company and its related parties;
    f. Other information (if any) as prescribed in the Company's Charter.
    g. The Company shall be responsible for disclosing information regarding any companies in which the candidates hold management positions and any interests related to the Company of the Supervisory Board candidates (if any).

2. Notification of the results of the election, dismissal, or removal of members of the Supervisory Board shall be conducted in accordance with regulations on information disclosure.

CHAPTER III
SUPERVISORY BOARD

Article 11. Rights, Obligations, and Responsibilities of the Supervisory Board

1. The Supervisory Board shall supervise the Board of Directors and the General Director in managing and operating the Company.

2. Examine the reasonableness, legality, honesty, and prudence in the management and operation of business activities; ensure the systematic, consistent, and appropriate accounting, statistical, and financial reporting processes.
3. Assess the completeness, legality, and accuracy of the Company's annual and semi-annual business reports and financial statements, evaluate the management activities of the Board of Directors, and submit assessment reports at the Annual General Meeting of Shareholders. Review contracts and transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders, and provide recommendations on contracts or transactions requiring approval.
4. Review, examine, and evaluate the effectiveness and efficiency of the Company's internal control, internal audit, risk management, and early warning systems.
5. Review accounting books, records, and other documents of the Company, as well as management and operational activities when deemed necessary or as directed by the General Meeting of Shareholders or upon request of shareholders or shareholder groups specified in Clause 2, Article 115 of the Law on Enterprises.
6. Upon request of shareholders or shareholder groups under Clause 2, Article 115 of the Law on Enterprises, conduct inspections within seven (07) working days from the date of receiving the request. Within fifteen (15) days from the completion of the inspection, report the findings to the Board of Directors and the requesting shareholder(s) or shareholder group(s). Such inspections shall not hinder the normal operations of the Board of Directors or disrupt the Company's business activities.
7. Recommend to the Board of Directors or General Meeting of Shareholders measures to amend, supplement, or improve the organizational structure, management, supervision, and business operations of the Company.
8. Immediately notify the Board of Directors in writing if any member of the Board of Directors or the General Director violates the provisions of Article 165 of the Law on Enterprises and request that the violator cease the violation and remedy the consequences.
9. Attend and participate in discussions at meetings of the General Meeting of Shareholders, Board of Directors, and other meetings of the Company.
10. Utilize independent advisors and the Company's internal audit department to perform assigned tasks.
11. Consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders.
12. Inspect specific issues related to management and operation of the Company upon the proposal of shareholders.
13. Request the Board of Directors to convene an extraordinary General Meeting of Shareholders.

14. Convene a General Meeting of Shareholders within thirty (30) days if the Board of Directors fails to do so under Clause 3, Article 140 of the Law on Enterprises.
15. Request the Chairman of the Board of Directors to convene a meeting of the Board of Directors.
16. Review, excerpt, or copy part or all of the information in the Register of Related Persons and Related Interests as prescribed in Clauses 1 and 2, Article 164 of the Law on Enterprises.
17. Propose and recommend to the General Meeting of Shareholders the approval of an auditing organization to audit the Company's financial statements; the approved auditing organization may also conduct inspections of the Company's activities if deemed necessary.
18. Be accountable to shareholders for its supervisory activities.
19. Supervise the Company's financial situation and ensure compliance with the law by members of the Board of Directors, General Director, and other managers.
20. Ensure coordinated activities with the Board of Directors, General Director, and shareholders.
21. Notify the Board of Directors in writing within three (03) working days if any member of the Board of Directors, General Director, or other executive violates the law or the Company's Charter and request corrective action.
22. Develop the Regulations on the Organization and Operation of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
23. Witness the Board of Directors' vote counting and minutes preparation if requested, in cases where shareholder resolutions are adopted in writing.
24. The Chairman of the Supervisory Board shall preside over the General Meeting of Shareholders if the Chairman is absent or temporarily unable to perform duties, and remaining members of the Board of Directors cannot elect a chairperson; in such cases, the member receiving the highest votes shall preside.
25. Exercise other rights and obligations as prescribed by the Law on Enterprises, the Company's Charter, and resolutions of the General Meeting of Shareholders.

Article 12. Right to Information of the Supervisory Board

1. Documents and information must be provided to members of the Supervisory Board at the same time and in the same manner as for members of the Board of Directors, including:

   a. Meeting notices, voting ballots for Board of Directors members, and attached materials;

   b. Resolutions, decisions, and minutes of meetings of the General Meeting of Shareholders and the Board of Directors;

   c. Reports of the General Director submitted to the Board of Directors or other documents issued by the Company.

2. Members of the Supervisory Board have the right to access the Company's records and documents kept at the head office, branches, and other locations; and the right to visit the workplaces of managers and employees during working hours.
3. The Board of Directors, its members, the General Director, and other managers must provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the Company as requested by any member of the Supervisory Board or the Supervisory Board as a whole.

Article 13. Responsibilities of the Supervisory Board in Convening Extraordinary General Meetings of Shareholders

1. The Supervisory Board shall be responsible for convening an Extraordinary General Meeting of Shareholders in place of the Board of Directors within thirty (30) days if the Board of Directors fails to convene the meeting in the following cases:
   a. The remaining number of members of the Board of Directors or the Supervisory Board is less than the legally required number;
   b. Upon the request of a shareholder or a group of shareholders under Clause 2, Article 115 of the Law on Enterprises;
   c. When the Supervisory Board requests an extraordinary General Meeting of Shareholders but the Board of Directors fails to convene it, except where the Company's Charter provides otherwise.
2. If the Supervisory Board fails to convene the General Meeting as required, it shall be liable for any damages incurred by the Company.
3. Costs for convening and conducting the General Meeting of Shareholders under Clause 1 shall be reimbursed by the Company.

CHAPTER IV
SUPERVISORY BOARD MEETINGS

Article 14. Meetings of the Supervisory Board

1. The Supervisory Board shall meet at least twice (02) a year, with at least two-thirds (2/3) of its members present.
2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend and respond to issues that require clarification.

Article 15. Minutes of Supervisory Board Meetings

The minutes of the Supervisory Board meetings shall be prepared in a detailed and clear manner. The minute-taker and all members of the Supervisory Board attending the meeting must sign the minutes. These minutes shall be kept on record to establish the responsibilities of each member of the Supervisory Board.

CHAPTER V
REPORTING AND DISCLOSURE OF INTERESTS

Article 16. Submission of Annual Reports

The Supervisory Board's reports at the annual General Meeting of Shareholders shall include the following contents:

1. A report on the Company's business results, and on the activities of the Board of Directors and the General Director, to be submitted for approval at the annual General Meeting of Shareholders.
2. A self-assessment report on the performance of the Supervisory Board and its individual members.
3. Remuneration, operational expenses, and other benefits of the Supervisory Board and each of its members.
4. A summary of the Supervisory Board's meetings, including conclusions and recommendations; results of monitoring the Company's operational and financial situation.
5. An evaluation report on transactions between the Company, its subsidiaries, and other companies in which the Company holds more than fifty percent (50%) of charter capital with members of the Board of Directors, the General Director, and related parties of such members; and transactions between the Company and companies where Board members are founders or managers within the three (03) years preceding the transaction.
6. Results of supervision over the Board of Directors, the General Director, and other executive managers.
7. Results of evaluating the coordination between the Supervisory Board, the Board of Directors, the General Director, and the shareholders.

8. Proposals and recommendations to the General Meeting of Shareholders for approval of the list of auditing organizations approved to audit the Company's financial statements; and for approved auditing organizations to conduct audits of the Company's activities as deemed necessary.

Article 17. Remuneration and Other Benefits

The salaries, remuneration, bonuses, and other benefits of the members of the Supervisory Board shall be implemented as follows:

1. Members of the Supervisory Board shall receive salaries, remuneration, bonuses, and other benefits in accordance with the decision of the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.
2. Members of the Supervisory Board shall be reimbursed for reasonable expenses related to meals, accommodation, travel, and the use of independent advisory services. The total amount of remuneration and expenses shall not exceed the annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, except in cases where the General Meeting of Shareholders decides otherwise. Salaries and operating expenses of the Supervisory Board shall be accounted for as business expenses of the Company in accordance with the Corporate Income Tax Law and other relevant legal regulations, and must be presented as a separate item in the Company's annual financial statements.

Article 18. Disclosure of Related Interests

1. Members of the Supervisory Board of the Company must declare to the Company their related interests, including:

a. The name, business registration number, registered office address, and business lines of any enterprise in which they are owners or hold equity or shares; the percentage and the date of ownership or holding of such equity or shares.

b. The name, business registration number, registered office address, and business lines of any enterprise in which their related persons are owners, co-owners, or solely hold more than 10% of the charter capital.

2. The declaration under clauses 1 above must be made within seven (07) working days from the date the related interest arises; any amendments or supplements must be notified to the Company within seven (07) working days from the date of such amendment or supplement.
3. Members of the Supervisory Board and their related persons may use information obtained by virtue of their position only to serve the interests of the Company.
4. Members of the Supervisory Board are obliged to notify the Board of Directors and the Supervisory Board in writing of any transactions between the Company, its subsidiaries, or other companies in which the Company holds more than fifty percent

(50%) of the charter capital with a member of the Supervisory Board or their related persons in accordance with the law. For such transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose the relevant resolutions in accordance with the provisions of the securities law on information disclosure.

5. Members of the Supervisory Board and their related persons are prohibited from using or disclosing inside information to others for the purpose of conducting related transactions.

CHAPTER VI
RELATIONSHIPS OF THE SUPERVISORY BOARD

Article 19. Relationship Among Members of the Supervisory Board

Members of the Supervisory Board shall maintain an independent relationship and shall not be subordinate to one another, but shall cooperate and collaborate in common tasks to ensure the proper fulfillment of the responsibilities, rights, and duties of the Supervisory Board in accordance with the law and the Company's Charter. The Chairman of the Supervisory Board shall coordinate the common work of the Supervisory Board but shall have no authority to dominate or control the other members of the Supervisory Board.

Article 20. Relationship with the Executive Board

The Supervisory Board shall maintain an independent relationship with the Company's Executive Board and shall function as the body responsible for supervising the activities of the Executive Board.

Article 21. Relationship with the Board of Directors

The Supervisory Board shall maintain an independent relationship with the Company's Board of Directors and shall function as the body responsible for supervising the activities of the Board of Directors.

CHAPTER VII
IMPLEMENTING PROVISIONS

Article 22. Effective Date

The Regulations on the Operation of the Supervisory Board ofPTM Automobile Service, Trading and Manufacturing Joint Stock Company, comprising 7 Chapters and 22 Articles, shall take effect from the 28 day of 03, 2026.

TM. THE SUPERVISORY BOARD
SUPERVISOR

M.S.D.N: 0101116000 - C.T.C.P
CÔNG TY CỔ PHẦN SẢN XUẤT THƯƠNG MẠI VÀ DỊCH VỤ Ô TÔ PTM
P. ĐỊNH CÔNG - T.P HÀ NỘI

DAO MY LINH