



## Risk Management Committee Charter

### 1. Objectives

The Board of Directors has appointed the Risk Management Committee to formulate risk management policies covering the entire organization as well as supervise the establishment of a risk management system or process to appropriately reduce the impact on the Company's business by defining the framework, scope, powers, duties and responsibilities of the Risk Management Committee to perform supervisory duties by acknowledging and reviewing risks, giving opinions or recommendations, that are useful for effective overall risk management as assigned by the Board of Directors.

### 2. Composition and properties

- 2.1 The Risk Management Committee consists of Directors, company executives or qualified person appointed by the Board of Directors. It consists of at least 3 directors and at least 1 of the 3 directors must be an independent.
- 2.2 The risk management committee must be knowledgeable, able to understand the company's business or have special expertise in a field that is an important factor for the Company's business operations to achieve the objectives.
- 2.3 The member of the Risk management Committee must be able to devote sufficient time to work as risk management committee.
- 2.4 The Chairman of the Risk Management Committee shall not be the Chairman of the Company.

### 3. Term of office

- 3.1 The Risk Management Committee has a term of office for a term of 3 years and after the expiration of the term, if the Board of Directors or the shareholders' meeting has not resolved to appoint a new Risk Management Committee, then the former Risk Management Committee will continue to perform its duties until the Board of Directors or the shareholders' meeting has appointed a new risk management committee in place of the former Risk Management Committee whose term expired. The appointment must be made within 2 months from the expiration date of the former Risk Management Committee. The risk management committee who vacates office upon the expiration of the term may be reappointed.
- 3.2 In the event that the position of Risk Management Committee is vacant for reasons other than the period of retirement and the remaining term of office is not less than 2 months, the Board of Directors or the shareholders' meeting shall appoint a qualified person to be the risk management committee member to replace the vacant position at the next meeting. Person who is appointed as the new risk management committee will hold office only for the remaining term of the risk management committee he replaces.

3.3 Risk Management Committee member shall vacate office upon:

- Due by the term of office
- Not holding the position of a director of the company
- resign
- deceased
- The Board of Directors resolved to remove from office before the end of the term.
- Lack of qualifications to be a risk management committee member

3.4 Risk Management Committee Member who resigned before the end of his term shall notify the company 1 month in advance with reasons.

#### 4. Meeting

4.1 Agenda: Date, time, venue and agenda of the meeting are set at least 7 days in advance, along with sufficient supporting documents. Minutes of the meeting are to be prepared in writing.

4.2 Number of meetings: The Risk Management Committee must meet at least once a year and may convene additional meetings as necessary.

4.3 Attendees: At the meeting of the Risk Management Committee, there must be a Risk Management Committee attending the meeting for not less than half of the total number of Risk Management Committee members, therefore, a quorum will be formed. The Risk Management Committee may invite executives, management or related persons to attend the meeting and provide relevant information. In the event that the Risk Management Committee Chairman is not present at the meeting or is unable to perform his duties, if there is a Vice Chairman of the Risk Management Committee, the Vice Chairman of the Risk Management Committee shall be the chairman. If there is no Vice Chairman of the Risk Management Committee or there is but is unable to perform the duties, the risk management committee present at the meeting shall elect one risk management committee to chair the meeting.

4.4 Vote Resolution of the Risk Management Committee Meeting has to be held by a majority vote of the Risk Management Committee attending the meeting. One member of the Risk Management Committee has one vote unless a member of the Risk Management Committee has a stake in any matter, then he has no right to vote on that matter. If the votes are equal, the chairman of the meeting shall have an additional vote as a casting vote.

#### 5. Execution power

5.1 Determine and review the risk management framework, Risk Management Charter, administrative policies and processes as well as suggest guidelines for managing risks related to the Company's business operations. appropriately and effectively in accordance with the strategic direction of operations, business plans and changing circumstances.

- 5.2 Consider the annual corporate risk management plan where executives from related departments have assessed the risks and rated the importance of the risks as well as to determine the impact that occurs and determine how to manage that risk to an acceptable level or reduce the likelihood of it occurring
- 5.3 Supervise, monitor and review the implementation of the organization's risk management plan under the policies and framework requirements of corporate risk management that the company has set to ensure that the company has a systematic and effective corporate risk management by assigning the Corporate Governance and Risk Management Department to be responsible for monitoring and reviewing the risk management of each company. to achieve the objectives that have been set
- 5.4 Report the results of risk management of the whole organization to the Board of Directors for acknowledgment. In case that there are significant factors or events that may affect the Company significantly, report must be submit to the Board of Directors to consider immediately.
- 5.5 Other responsibilities as assigned by the Board of Directors in relation to the management of important risks.

#### 6. Reporting of the Risk Management Committee

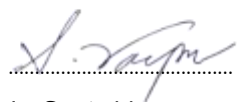
- 6.1 The Risk Management Committee report to the Board of Directors for acknowledgement the results of the meeting or what needs to be improved or any other matters that the Board of Directors should know for the next Board of Directors' meeting.
- 6.2 Chairman of the Risk Management Committee reports to shareholders in the annual report and annual data sheet regarding the performance of duties related to risk management.

#### 7. Performance appraisal

The Risk Management Committee perform an annual assessment by self-assessment performance and evaluating the performance by group as well as report problems, obstacles that cause operations to fail to achieve the objectives (if any) to the Board of Directors for acknowledgment.

#### 8. Directors' remuneration

The Nomination and Remuneration Committee is responsible for determining the remuneration of the Chairman and Risk Management Committee and seek approval from the Board of Directors to propose for approval from the annual general meeting of shareholders.



(Mr. Sanit Vorapanya)  
Chairman of the Board