

Risk Management Committee Charter

The Risk Management Committee is integral part of the risk management system. To support the operations, promote confidence of the stakeholders, ensure sustainable growth of the Company and its Group, and clarify the composition, qualifications, terms of office, scope of duties and responsibilities, meetings, and reporting of the Risk Management Committee, the Company has issued the Risk Management Committee Charter to serve as the guidelines in proposing policies, practice, and operation in risk management to ensure compliance with the relevant rules, requirements, and laws and the principles of good corporate governance.

1. Composition

The Risk Management Committee is appointed by the Board of Directors and consists of at least three directors and/or qualified persons who have extensive knowledge and understanding of risk management.

2. Qualifications

- 2.1 Each member of the Risk Management Committee must have knowledge, capability, and experience, continuously monitors changes in risk management practice, and apply those changes to the risk management of the Company and its Group to ensure compliance with the Company's policy.
- 2.2 Each member of the Risk Management Committee must be independent and able to sufficiently contribute his or her time in performing the duties.

3. Terms of office

- 3.1 The term of office of each member of the Risk Management Committee is three years and upon expiry of the term, the member may be re-appointed.

3.2 A member of the Risk Management Committee shall cease to hold office if he or she:

3.2.1 completes the term of office;

3.2.2 resigns;

3.2.3 dies;

3.2.4 is dismissed by the Board of Directors.

In the case of a vacancy on a member of the Risk Management Committee for any reason other than the expiration of the director's term of office, the Board of Directors shall appoint a qualified person in its place. The newly-appointed member shall hold office only for the remaining term of office of the member whom he or she replaces.

4. Scope of Duties and Responsibilities

4.1 To define the risk management framework and policy by incorporating material risks relating to the business operation of the Company and the group companies, and risks associated with ESG and climate change; and present it to the Board of Directors for approval; to define risk level and key risk indicators; to review the sufficiency and the effectiveness of the risk management policy; to comply with the specified policy and present the same to the Board of Directors at least once a year to ensure that the risk management policy is in line and appropriate with the strategy and the current business operation.

4.2 To define the risk management policy to prevent and suppress corruption practices, and defining appropriate risk management guidelines.

4.3 To evaluate the sufficiency of the risk management strategy and the efficiency of risk management of the Company and the group companies.

- 4.4 To encourage and drive cooperation in the overall risk management of the Company and the group companies and to supervise the compliance with the risk mitigation plan.
- 4.5 To promote and encourage the improvement and development of the risk management system at every organizational level.
- 4.6 To report the progress of the risk management of the Company and the Group and improvement to be in line with the specified policy and strategy to the Board of Directors or the Audit Committee to ensure that risk will be managed at the risk appetite level and that the overall risk management of the Company and the group companies is appropriate and its efficiency has been continuously developed.
- 4.7 To put in place a risk mitigation plan for handling risks in an emergency case.
- 4.8 To consider, review, and revised the Charter of the Risk Management Committee at least once a year and propose the same to the Board of Directors for approval.
- 4.9 To perform other tasks as delegated by the Board of Directors.

5. Meetings

- 5.1 The Risk Management Committee must convene at least one meeting each quarter.
- 5.2 At a meeting of the Risk Management Committee, not less than half of the members of the Risk Management Committee must be present to constitute a quorum.

- 5.3 In the case that the Chairman of the Risk Management Committee is not present at a meeting, the members present at the meeting will appoint a member to act as chairman of such meeting.
- 5.4 Decisions at all meetings are by a majority vote. In the case of a tied vote, the chairman of the meeting shall have a casting vote.
- 5.5 A member of the Risk Management Committee, who has an interest in any matter to be voted on, is not eligible to vote on such matter.

6. Reporting

- 6.1 The Risk Management Committee must report its performance to the Board of Director at least once a year.
 - 6.2 The Risk Management Committee must submit its summary of performances for the Annual Report and Form 56-1 One Report.
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