ASSETWISE

Risk Management Committee Charter

AssetWise Public Company Limited

1. Objectives

Assetwise Public Company Limited ("the Company"), by its Board of Directors, has appointed a Risk Management Committee to formulate a risk management policy, risk management framework, and to supervise the implementation of risk management throughout the company in order to manage, both outside and within the company, various risk factors to the business operations of the company. The Board of Directors has therefore set the composition, scope, power, duties, and responsibilities of the Risk Management Committee so that it can effectively perform the duties assigned by the Board of Directors.

2. Composition

The Risk Management Committee consists of an appropriate number of directors acting as the Risk Management Committee. It shall consist of a number of company's directors and may also consist of a number of company's executives.

3. Eligibility

3.1 Being eligible and not having any prohibited characteristics under the Public Limited Company Law and other relevant laws.

3.2 Members of the Risk Management Committee shall have knowledge and understanding of the company's business or retain specific expertise that is important to the company's business operations in order to achieve its objectives formulating a risk management policy to cover the entire organization. The committee shall as well supervise the inclusion of a risk management system or process aimed at appropriately decreasing an impact on the company's business.

3.3 Retaining knowledge, expertise, and understanding of the business risks and Environmental, Social, and Governance Risk (ESG Risk)

3.4 The Risk Management Committee shall be able to devote a sufficient amount of time to work as the Risk Management Committee in order to achieve the specified objectives.

4. Appointment, Term of Office, and Termination of Office

4.1 Appointment

1) The Risk Management Committee shall be appointed by the Board of Directors.
2) The Chairman of the Risk Management Committee shall be appointed by the Board of Directors or the Risk Management Committee may elect any member of the Risk Management Committee to serve as the Chairman of the committee.
3) The Risk Management Committee shall be able to appoint a secretary for the committee in order to support the performance of the committee regarding meeting appointments, preparing meeting agendas, submitting supporting documents for the meeting as well as recording the minutes of the meeting.

4.2 Term of Office

1) The Risk Management Committee shall have 3-year term of office. Members of the committee may be reappointed if approved by the company's Board of Directors.
2) The Risk Management Committee has the same amount of the term of office as that of his/her position as an executive of the company unless resolved otherwise by the Board of Directors.

3) In the event that any position in the Risk Management Committee is vacant due to any reason other than the ordinary completion of the term of office, the Board of Directors shall appoint a qualified person to be a member of the Risk Management Committee so that it has the required number as specified by the Board of Directors in this charter.

4.3 Termination of office

1) Member of the Risk Management Committee shall vacate the office upon:

1.1) Completion of the term of office both as company's director and executive;

1.2) Termination of office both as company's director and executive;

1.3) Death;

1.4) Resignation;

1.5) Being disqualified or prohibited under the Public Limited Companies Act;

1.6) Being terminated by the Board of Directors' resolution.

2) The Risk Management Committee wishing to resign from the position shall submit a resignation letter to the Chairman of the Board of Directors. The resignation shall be effective as of the date the resignation letter reaches the company.

5. Scope of Duties and Responsibilities

5.1 Consider and comment on, prior to presenting to the Board of Directors for approval, the company's risk management policy, risk management strategy, and risk management framework in accordance with the objectives, main goals, strategic directions, business plans, and bearable risks of the company as to the matter of overall risk management covering the core risks such as business risks, marketing risks, liquidity risks, operational risks and risks affecting the company's reputation, Including environmental risks, social risks, and corporate governance risks (ESG Risk) etc. Before presenting to the Company's Board of Directors for consideration and approval.

5.2 Establish strategies in line with the risk management policy so that it can be assessed, monitored, and supervised to ensure that it is in an appropriate level which is consistent with the business strategy, overall goals, and changing circumstances.

5.3 Identify risks by considering both internal and external factors that may cause the company a failure to achieve the specified objectives, and to also assess the impact and likelihood of the identified risks in order to be able to prioritize the risks and appropriate risk management methods before having them presented to the Board of Directors for approval.

5.4 Consider, comment, and follow up on the risk management plan, risk assessment results, guidelines or risk management measures, and an action plan to manage the remaining risks of the company to ensure that the company has adequate risk management platform and it is appropriate with the current business conditions of the company. This shall include determining the acceptable risk level (Risk Appetite) and the deviation of the company's bearable risk level (Risk Tolerance) before presenting to the Board of Directors for approval.

5.5 Supervise and support the reviewing process of the company's risk management policy and framework at least once a year to ensure that the said policy and framework remain consistent and appropriate to the overall business conditions and risk management activities of the company.

5.6 Report to the Board of Directors the critical risks of the company as well as the state of the risk, risk management guideline, progress and results of risk management on a regular basis and in the event that

there are factors or imperative events that may have a significant impact on the company, they shall be reported to the Board of Directors for their acknowledgment and consideration as soon as possible.

5.7 Provide advice and support to the Board of Directors and the management pertaining to corporate risk management including promoting and supporting continual and consistent improvement and development of internal risk management systems.

5.8 Seek professional opinions from third parties or organizations to provide independent advice or recommendations on risk management for the Risk Management Committee and relevant parties. This shall include an occasional outsourcing of third parties to assist the operation and performance of the Risk Management Committee.

5.9 Perform any other duties assigned by the Board of Directors.

6. Meeting

6.1 The Risk Management Committee shall meet together at least once quarterly.

6.2 The Chairman of the Risk Management Committee may call an additional meeting if he/she deems appropriate or when requested by the Risk Management Committee or the Chairman of the Board of Directors to consider issues that require a mutual discussion. In the Risk Management Committee's meeting, the Risk Management Committee shall attend the meeting in person.

6.3 The meeting of the Risk Management Committee shall, to form a quorum, consist of no less than half of the members of the Risk Management Committee.

6.4 The Chairman of the Risk Management Committee acts as the Chairman of the meeting. Provided that, at any meeting, the Chairman of the Risk Management Committee is absent or unable to perform his/her duties, the other members of the Risk Management Committee present at the meeting shall elect one of the Risk Management Committee members to chair the meeting.

6.5 Decisions of the Risk Management Committee meeting shall be made final by a majority of votes. Each member of the Risk Management Committee has one vote. In case where the votes are tie, the Chairman of the meeting shall have one more vote as a deciding vote.

6.6 The Risk Management Committee shall have the power to invite the company's management or any person related to the company to give opinions and provide relevant information at the meeting.

6.7 Any member of the Risk Management Committee who has any interest in any matter that is about to have a resolution shall have no voting right and shall leave the meeting upon considering such agenda.

6.8 The secretary of the Risk Management Committee shall submit a meeting invitation letter and agenda related documents to the Risk Management Committee at least 7 days prior to the meeting. However, in urgent cases, to preserve the benefit of the company, the committee may be notified less than such specified period of time.

7. Reporting

The Risk Management Committee directly reports to the company's Board of Directors, and it has the constant duty to report their performance or significant obstacles to the Board of Directors and the company's shareholders' meeting so that they can acknowledge the performance, potential risks or matters that need to be taken into consideration and be aware of as to significant corporate governance issues as well as factors that may affect the operations of the company in the future. Nevertheless, in urgent cases, the Risk Management Committee may report to the Board of Directors prior to the next meeting of the company's Board of Directors.

8. Performance Evaluation

The Risk Management Committee shall evaluate its own performance and shall be annually evaluated by the company's Board of Directors. The evaluation result as well as problems and obstacles that interfere with the achievement of its operation (if any) shall also be reported to the Board of Directors.

9. Other Criteria

Any other cases which are not specified in this charter shall be considered, in its discretion, by the Risk Management Committee. The guidelines established in accordance with the standards and general risk management guidelines shall be applied, as appropriate, as the case may be.

Notified on this 12th day of December 2024

(Mr. Sarawut Charuchinda)
Chairman of the Board
AssetWise Public Company Limited