



Golden Lime Public Company Limited

Risk Management Committee Charter

The Risk Management Committee is established by the approval from the Company's Board of Directors in order to support the work of the Company's Board of Directors relating to risk management and crises that may occur in the business processes and to establish the guidelines for risk management which enable to protect against and manage the various risks relating to business continuity.

1. OBJECTIVE

The Board of Directors approved the Charter of the Risk Committee with the purpose to specify the Committee's composition, duties and responsibilities in setting criteria and policies for risk management including performing any duties assigned by the Board and/or the shareholders meeting when applicable. The Charter will enable the Committee to perform its duties fairly, adequately, and transparently according to good corporate governance policy to build stakeholder confidence and trust in the Company.

2. COMPONENTS AND QUALIFICATIONS OF THE RISK MANAGEMENT COMMITTEE

The Risk Management Committee shall be comprised of at least one (1) director and other members being nominated from the Executive Committee and shall be approved by the Board of Directors to perform the duty as members of the Risk Management Committee.

3. TERMS OF OFFICE

- 3.1 The term of office for director members of the Risk Management Committee shall be concurrent with the term of director and upon the expiration of the term of office, the director may be re-elected by the discretion of the Board of Directors. As for other non-director members, the term of office shall be concurrent with the employment term.
- 3.2 In addition to vacating office at the expiration of the term as set out above mentioned, Committee member's term of office shall vacate upon
 - 3.2.1) Death
 - 3.2.2) Resignation
 - 3.2.3) being disqualified of Risk Management Committee member
 - 3.2.4) being removed by the resolution of the Board of Directors.
- 3.3 Any member of the Risk Management Committee who wishes to resign from his/her office, shall submit a written notification to the Chairman of the Board of Directors; such resignation will be in effect on the date that the written notification reaches the Chairman's office.
- 3.4 In the event that all of the members of the Risk Management Committee shall vacate from their office, the Committee members who are being vacated shall remain in office to continue their duties until the new committee members are appointed.
- 3.5 In the event that a Committee member position is vacated with reasons other than the expiration of the term of office, the Board of Directors shall appoint a qualified replacement to the vacated position in order to complete the Committee member. The appointed replacement Committee member shall hold office only for the remaining term of office of the replaced director.

4. SCOPE, AUTHORITY AND RESPONSIBILITY

- 4.1 Establish and review the risk Management policy and the guidelines to manage the

- Company's business crises.
- 4.2 Supervise the promotion of and support the implementation of risk management in the organization in order to be in line with the business strategy and goals including the management of crises and changes that may affect the business operations in various terms.
 - 4.3 Suggest and follow-up to evaluate the potential risk management including the guidelines or the measure of prevention, control or mitigation (Mitigation Plan) for the development of risk management system continuously.
 - 4.4 Supervise to assign the Management to implement the risk management plan and process to reduce the impact on the Company's business including follow-up, review to ensure that the Company has sufficient and appropriate risk management.
 - 4.5 Support and develop the risk management to cover all levels both internal and external as well as to build relationships with relevant Stakeholders to jointly to reduce risks that may affect with the business.
 - 4.6 In the case of any significant factors or events that may significantly affect the Company, the Risk Management Committee must report to the Board of Directors. For example, if there is an urgent matter it can be reported via email.
 - 4.7 Perform other duties assigned by the Board of Directors.

To perform its duties, the Risk Management Committee may seek any information it considers necessary from the management, department heads or related employees by asking them to attend the meeting, make statement or submit written related documents as necessary. In addition, under the duties and responsibilities, authorities of this charter, the Risk Management Committee may seek advice from external independent professional advisors or specialists in other professions as deemed necessary at the Company's cost.

5. RISK MANAGEMENT COMMITTEE MEETING

- 5.1 The Risk Management Committee shall meet at least 1 time per year as deemed necessary and appropriate to perform the duties and responsibilities prescribed in this Charter.
- 5.2 Meeting invitation from the office of Committee Chairperson or Secretary by the order of the Chairperson, shall delivered to each member **at least 3 days** before the meeting date; except when necessary or urgent the Committee members may be notified by other means or the meeting date may be scheduled earlier.
- 5.3 The quorum for a Committee meeting shall be no less than one-half of its total members. Chairperson of the Risk Management Committee shall preside over the meeting. In the event the Chairperson is absent from the meeting or unable to perform the duties, the Committee members present at such session shall choose a member to preside at such session.
- 5.4 Determining voting results shall be by majority vote of total members in presence. If the number of votes for and against a proposal are equal, the committee Chairperson or other member chairing the meeting has a casting vote. Committee member who has an interest in the discussed matter has no right to vote in such matter. Resolution from the Risk Management Committee shall be in effect and completed when all members sign to concur regardless of the fact that the Committee meeting does not take place. Secretary to the Risk Management Committee or any assigned personnel shall be responsible for minute preparation.

6. REPORT OF THE RISK MANAGEMENT COMMITTEE

The Risk Management Committee shall prepare, for disclosure in the Company's annual report, a report summarizing the tasks performed by the Risk Management Committee. The Risk Management Committee's Report shall be signed by the Risk Management Committee's Chairperson.



7. PERFORMANCE EVALUATION OF RISK MANAGEMENT COMMITTEE

The Risk Management Committee shall evaluate self-performance on annual basis and shall report the results to the board of Directors

This Risk Management Committee Charter has been approved by the Board of Directors of the Company in meeting no. 2/2024 on April 4, 2024 with effective date April 4, 2024 onward.

Mr. Sripop Sarasas
Chairman of the Board of Directors

Description to issue and improved the document

Item	Document number	Ament Date	Approved date	Reference the Board of Directors Meeting to approved
1	CS20200202		25 February 2020	The Board of Directors Meeting no. 1/2020 held 25 February 2020.
2	CS20200202_Rev.01	25 March 2024	4 April 2024	The Board of Directors Meeting no. 2/2024