

Risk Management Committee Charter
PRO Inside Public Company Limited

Objectives

The Board of Directors recognizes that risk management is part of good corporate governance and a key foundation that helps the Company achieve its stated objectives. Systematic identification and management of risks will help the Company make prudent decisions, identify significant opportunities and risks, and establish timely approaches to mitigate the impact of events that may occur.

The Board of Directors therefore deems it appropriate to establish this Risk Management Committee Charter, so that the performance of risk management oversight duties is systematic, continuous, efficient and effective, generates maximum benefit, and is consistent with the Company's overall strategic plan and risk policy, as follows:

Composition

1. The Risk Management Committee shall consist of not less than 3 directors of the Company, and may also consist of executives and/or employees of the Company and/or external persons who do not otherwise hold the position of director.
2. The Chief Executive Officer and the Chief Financial Officer shall be Risk Management Committee members by virtue of their positions.
3. The Chairman of the Risk Management Committee should be an independent director.
4. The Chairman of the Risk Management Committee shall not concurrently hold the position of Chairman of the Board.

Qualifications

1. Have no prohibited characteristics under the law on securities and exchange or other relevant laws, including any notifications, rules, and regulations issued by the Office of the Securities and Exchange Commission and/or the Stock Exchange of Thailand (“the SET”) that are relevant.
2. A Risk Management Committee member must have knowledge and understanding of the Company's business, or specific expertise that is a significant factor for the Company's business operations to achieve its objectives, and be able to devote sufficient time to perform their duties so that the Company's operations achieve the objectives and goals for risk management.
3. Not be a person who operates a business of the same nature and in competition with the business of the Company, or who becomes a partner or director of another juristic person operating a business of the same nature and in competition with the business of the Company, whether for their own benefit or that of others, unless disclosed and approved and appointed by the resolution of the Board of Directors' meeting.

Appointment

The Board of Directors shall appoint the Risk Management Committee based on the list of names proposed by the Nomination and Remuneration Committee.

Term of Office

1. Appointment to the position of Risk Management Committee member shall take effect from the date the Board of Directors passes the resolution of appointment, or as determined by the Board of Directors.
2. Vacation of Office
 - 2.1 Retirement by rotation.
 - Risk Management Committee members who are directors of the Company shall hold office for a term of 3 years per term, coinciding with the term of office of the Company's directors, and upon expiration of the term, may be reappointed by the Board of Directors.
 - Risk Management Committee members who are executives and/or employees of the Company, but not directors of the Company, shall hold office for as long as they hold the position of executive and/or employee of the Company, unless the Board of Directors resolves otherwise.
 - Risk Management Committee members who are external persons and do not hold the position of director, executive, or employee of the Company shall hold office for a term as the Board of Directors deems appropriate, which may be changed as the Board of Directors deems appropriate.
 - 2.2 In addition to vacation of office under Clause 2.1 above, a Risk Management Committee member shall vacate office upon:
 - Resignation;
 - Death;
 - The Board of Directors' meeting resolves to remove the member;
 - Lack of qualifications or having a prohibited characteristic as prescribed by law.
3. Resignation from the position of Risk Management Committee member shall be submitted in writing to the Chairman of the Board and/or/or the Company. The resignation shall take effect from the date the letter of resignation is received by the Company.
4. In the event that a Risk Management Committee member position becomes vacant for reasons other than expiration of term, in order to maintain continuity of operations, the Board of Directors shall have the authority to appoint a fully qualified person to fill the vacant position. Such

replacement member shall hold office only for the remaining term of the member whom he or she replaces.

5. In the event that the entire Risk Management Committee vacates office, the Risk Management Committee shall continue to perform its duties only to the extent necessary for the period determined by the Board of Directors, or until the Board of Directors appoints a new Risk Management Committee to assume the duties.

Scope of Authority, Duties and Responsibilities

1. Review and propose the risk management policy and the Company's risk appetite to the Board of Directors for approval.
2. Oversee the development of and compliance with the risk management framework throughout the organization.
3. Review risk management reports to monitor significant risks and take action to ensure that the Company manages risks adequately and appropriately.
4. Present the Company's overall risk profile, including the adequacy of the internal control system for managing significant risks, to the Board of Directors.
5. Provide advice to various departments serving as risk management units, and consider amending information relating to the development of the risk management system.
6. Oversee risks and recommend on the probability and opportunities that may arise from changes in the climate, in the short, medium and long term, by ensuring that there is an appropriate and comprehensive risk management system consistent with international standards (such as TCFD, ISSB, GRI).

Meetings

1. The Risk Management Committee shall hold meetings at least once every three (3) months.
2. The Chairman of the Risk Management Committee or a person delegated by the Chairman of the Risk Management Committee shall determine the meeting agenda and convene the meeting.
3. A meeting shall require the attendance of not less than half of the total number of members to constitute a quorum.
4. In the event that the Chairman of the Risk Management Committee is engaged in other duties and unable to attend the meeting, the members present shall elect one Risk Management Committee member to act as chairman of the meeting.
5. The Risk Management Committee may invite other persons, such as executives of the Company and its subsidiaries, or other relevant persons, to attend the meeting as appropriate.
6. Meetings may be held via electronic media, provided that such meetings comply with the laws relating to meetings via electronic media, including recording the images and sound, as well as

electronic traffic data, throughout the meeting, and such recorded images, sound and electronic traffic data shall be deemed part of the minutes of the meeting.

7. Voting at meetings shall be by a show of hands, with each member having 1 vote, and a member who has an interest in the matter under consideration shall not vote on that matter. Decisions shall be made by a majority vote; in the event of a tie, the chairman of the meeting shall have the deciding vote.

Remuneration

The Nomination and Remuneration Committee shall determine the remuneration of Risk Management Committee members and propose it to the Board of Directors for consideration before proposing it to the shareholders' meeting for further consideration and approval.

Reporting

The Risk Management Committee shall report its review and risk monitoring results to the Audit Committee, and report the Committee's performance results to the Board of Directors, and shall disclose them in the Form 56-1 One Report. In the event of any significant factor or event that may have a material impact on the Company, it must be reported to the Board of Directors for consideration immediately.

Performance Evaluation of the Risk Management Committee

The performance evaluation of the Risk Management Committee shall be conducted every year, at least 1 time a year, whereby the Risk Management Committee shall evaluate its own performance and report the evaluation results to the Nomination and Remuneration Committee. The Nomination and Remuneration Committee shall then evaluate the performance of the Risk Management Committee as a whole and report the evaluation results to the Board of Directors for consideration further.

Review and Update of the Risk Management Committee Charter

The Risk Management Committee is responsible for reviewing, examining, and assessing the adequacy and suitability of the Charter annually, and if there is any significant amendment during the year, it must be submitted to the Board of Directors for consideration and approval.

Mr. Wisudhi Srisuphan

Chairman of the Board