-English Translation-

IT City Public Company Limited

Risk Management Committee Charter

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Issue No.	Revision No.	Date	Edited sections	Reason for Change
01	00	11/5/2021	Re-made	-
01	01	20/12/2023	Composition and appointment, term of office.	In order to be in line with the appointment of other sub-committees.
01	02	18/12/2024	Performance Evaluation, Charter Review and Revision	New Additions
01	03	7/11/2025	Composition and Term of Office, Meetings	Review for clarity and completeness, by adding rules on quorum, abstention of conflicted members, and timeframe for appointing replacements.

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1. Objective

The Board of Directors has appointed the Risk Management Committee to establish organization-wide risk management policies and to oversee the implementation of systems or processes for managing risks, in order to appropriately mitigate impacts on the Company's business. The Committee's composition, authority, duties, and responsibilities have been defined to enable the Risk Management Committee to perform its duties effectively as assigned by the Board of Directors.

2. Composition and Term of Office

2.1 Composition

1) The Board of Directors shall appoint the members of the Risk Management Committee and the Chairman of the Risk Management Committee.
2) The Risk Management Committee shall consist of no fewer than three (3) directors, with the Chairman of the Committee preferably being an independent director.
3) A person designated by the Board of Directors shall serve as the Secretary of the Risk Management Committee.

2.2 Term of Office

1) Each member of the Risk Management Committee shall serve a term of two (2) years from the date of appointment by the Board of Directors. Committee members who have completed their term may be reappointed.
2) In the event that a Risk Management Committee member completes the term or is unable to serve for the full term, resulting in the Committee having fewer members than required, the Board of Directors shall appoint a replacement within three (3) months from the date the vacancy occurs. The newly appointed member shall serve for the remaining term of the member being replaced.
3) A Risk Management Committee member shall vacate office upon the occurrence of any of the following:
   a) Death
   b) Resignation
   c) Termination of directorship as a member of the Board of Directors
   d) Resolution of the Board of Directors for removal from office
4) In the event that a member vacates office due to the expiration of term and is subsequently re-elected, such member shall resume duties as a member of the Risk Management Committee in the same capacity as before.

3. Scope of Duties

3.1 To establish and review the risk management framework, the Risk Management Charter, policies, and processes, as well as to provide recommendations on risk management approaches related to the Company's business operations in a proper and effective manner, consistent with the strategic direction, business plans, and changing circumstances.

3.2 To support and develop risk management at all levels across the organization, including tools, on an ongoing and effective basis, and to promote the development of a risk management culture within the organization.

3.3 To oversee, monitor, and review key risk management plans and reports, and provide recommendations to ensure that risks are managed effectively and appropriately within acceptable levels, in accordance with the Company's risk management policies.

3.4 To report significant risk management outcomes to the Board of Directors. In the event of critical factors or events that may have a material impact on the Company, such matters shall be reported to the Board of Directors for prompt consideration.

3.5 In performing its duties, the Risk Management Committee may seek approval to obtain opinions from independent advisors when deemed necessary and appropriate, with the Company bearing the associated costs.

4. Meetings

4.1 The Risk Management Committee shall hold meetings at least once every quarter. The Chairman of the Committee may convene additional special meetings as deemed appropriate, or upon the request of no fewer than half of the Committee members.

4.2 The meetings of the Risk Management Committee shall be scheduled in advance for the entire year to facilitate proper time allocation for Committee members to attend.

4.3 A quorum for any meeting of the Risk Management Committee shall consist of at least one-half of the total number of Committee members in office at the time.

4.4 In the event that the Chairman of the Risk Management Committee is absent or unable to perform duties, the members present shall elect one of the attending members to act as Chairman of the meeting.

4.5 Any Committee member with a vested interest in a matter under consideration shall disclose such interest and shall abstain from voting on that matter.

4.6 Each Committee member shall have one vote. Decisions shall be made by a majority of the votes cast. In the event of a tie, the Chairman of the Committee shall have an additional casting vote to break the tie.

4.7 The Risk Management Committee may invite relevant persons or other individuals deemed appropriate to attend meetings or provide explanations on matters related to the agenda.

4.8 The Chairman of the Risk Management Committee, or a person designated by the Chairman, shall send meeting invitations to all Committee members at least seven (7) days in advance of the meeting, except in urgent cases where the Company's rights must be protected, in which case notice may be given by other means, and meeting documents may be delivered less than seven (7) days in advance.

5. Self-Assessment

The Risk Management Committee shall conduct a self-assessment of its performance and report the results to the Board of Directors at least once a year.

6. Reporting

The Risk Management Committee shall report its performance to the Board of Directors and prepare a Risk Management Committee report to be disclosed in the Company's Form 56-1 One Report, which shall be signed and certified by the Chairman of the Risk Management Committee.

7. Review and Amendment of the Charter

The Risk Management Committee shall review and assess the appropriateness of this Charter on a regular annual basis. In the event of any material amendments, the Charter shall be submitted to the Board of Directors for approval.

This Risk Management Committee Charter has been considered and approved by the Board of Directors at the Board of Directors' Meeting No. 5/2025 held on 7 November 2025.

Mr.Vichit Yanamorn
Chairman of the Board of Directors
IT City Public Company Limited