

Risk Management Committee Charter

NR Instant Produce PCL. (“the Company”) realizes the importance of risk management in term of the systems and operations with the aim to push risk management as a culture of all employee in addition to helping the organization achieve the main objectives and goals, it also supports the Company to have operations that create concrete added value to the organization. Therefore, in order for various departments in the Company to have guidelines for risk management in the same direction, Risk Management Committee has been appointed and determined charter as follow:

1. Composition

Risk Management Committee shall compose of 4 directors of the Company, at least 1 from Independent Director. The Chairman of Risk Management Committee should be Independent Director.

2. Qualification

- 1) Being appointed by Board of Directors
- 2) Knowledgeable, with skill and expertise in risk management of business operated by the Company
- 3) Mature, confident to express different opinion
- 4) Can devote time to perform the duty

3. Scope of Authority and Responsibility

- 1) Establish policies for strategic risk, operational risk, financial risk, compliance risk and other risks as well as establishing a general risk management structure of the Company, which shall cover all important risks e.g., fraud and corruption risk, esg risk, reputation risk and investment risk as assigned from the Board of Directors and propose to the Board of Directors for approval based on the risk management guideline of COSO Enterprise Risk Management 2017 (COSO ERM 2017).
- 2) Establish risk management strategy and guideline in line with the risk management policy in order to monitor and control all risk at the acceptable level by allowing participation by all department.
- 3) Monitor the implementation of the risk management policy under the guidelines and policies approved by the Board of Directors.
- 4) Establish the risk measurement criteria and the risk tolerance level.
- 5) Establish a measure to manage risk in accordance with the current situation.
- 6) Assess risk at the organization level and establish a measure to manage such risk at the tolerance level as well as ensure the compliance with established risk management measure.

- 7) Review and revise risk management policy and framework at least once a year to ensure efficiency in risk control and conform with business performance.
- 8) Authority to call for question and appoint operator at every level to handle risk management and report to the Risk Management Committee in order to achieve the objective of risk management project.
- 9) Report the results of management, operation, and risk status of the Company as well as any change and required improvement to ensure compliance with the Board of Directors' policies and strategies.
- 10) Prepare risk management manual.
- 11) Identify risks and determine the probability of such risk as well as the impact on the Company.
- 12) Organize workplan to prevent or mitigate risk.
- 13) Evaluate and report risk management result.
- 14) Establish risk management system incorporated with information technology.
- 15) Other matters as the Board deems necessary.

4. Term and vacation of office

Term of each Risk Management Committee is not exceeding 3 year, in avoidance of doubt, 1 year means the period between the Annual General Meeting (AGM) for the year of appointment until the next AGM. The Risk Management Committee that has been retired by rotation can be nominated and reelected.

5. Meeting

Risk Management Committee shall set the number of meeting times as appropriate to perform duties as assigned at least by quarterly

6. Report

Risk Management Committee has a duty to report the performance of its duties to the Board of Directors on a regular basis. They may report important matters and meeting resolutions to the Board of Directors every time there is a Risk Management Committee meeting.

This Charter has been approved by the Board of Directors of NR Instant Produce Public Company Limited, effective from 27 February 2023 onwards.

Announced on 27 February 2023

(Mrs.Kesara Manchusree)

Chairman of the Board

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