



Charter of Risk Management Committee North East Rubber Public Company Limited

Objective

Risk Management Committee appointed by the Board of Directors to be responsible for setting risk management policies to cover the entire organization. Including supervising to have regulations or processes for risk management to reduce the potential impact on the company's business to an acceptable level. The components, scope, duties and responsibilities have been defined. In order to the Risk Management Committee can perform duties effectively as assigned by the Board of Directors

Composition

1. Risk Management Committee consists of not less than three (3) directors, one of whom is an independent director or the Chief Executive Officer as a chairman of the Risk Management Committee.
2. Member of the Risk Management Committee must be knowledgeable understanding of the company's business or have specific expertise that is an important factor for the company's business operations to achieve its objectives.
3. Able to devote sufficient time to work as a member of the Risk Management Committee.

Appointment of the Risk Management Committee

1. Risk Management Committee appointed by the Board of Directors and the working term is the same as the term of office of a director of the company.
2. Risk Management Committee choose a member of the board to serve as the chairman of the Risk Management Committee.
3. The Company considers proposing company's employees to act as secretary by approval of the Risk Management Committee. Secretary is responsible for scheduling meetings, prepare a meeting and prepare minutes of the meeting.

Scope of Duties and Responsibilities Risk Management Committee

1. To consider the risk management policy and framework to the Executive Committee for considering and approving.



2. To consider and approve the Risk Appetite, and propose the Executive Committee for acknowledgement.
3. Continuously govern the development and comply with the risk management policy and framework to ensure that the Group of the Company has an efficient risk management system enterprise wide and continuously observed.
4. Review the risk management report to monitor the substantial risks, and execute to ensure that the organization adequately and appropriately manages risks.
5. Coordinate with the Audit Committee about the key risks, and assign an internal audit unit to verify to ensure that the Company has an internal control system which is appropriate for the risk management, and appropriately adopt the risk management system and observe in enterprise-wide.
6. Regularly report the Executive Committee about the key risks and risk management.
7. Give advice and counsel to the Executive Committee and/or work units and/or working groups relating to the risk management, and consider an appropriate guideline in revising the data relating to the development of the risk management system.
8. Consider appointing the additional personnel or replacing in the Risk Management Working Group and/or work units and/or working groups relating to the risk management as appropriate, and define roles, duties, and responsibilities for benefit in the objective-based operations.
9. Take any other actions relating to risk management entrusted by the Executive Committee.

Meeting

1. In the meeting of the Risk Management Committee at least one-half of the members of the Risk Management Committee must be present in order to constitute a quorum. And the chairman of the Risk Management Committee shall preside over the meeting.
2. Risk Management Committee should be held at least 4 meetings a year and may hold additional meetings as the chairman of the Risk Management Committee deems appropriate.
3. The resolution of the meeting is based on a majority vote of the members of the Risk Management Committee who attend the meeting and vote. One person has one vote. If the votes are equal, the chairman of the meeting shall have an additional vote as a deciding vote.



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4. Risk Management Committee may invite executives/employees of the company or related persons to attend meetings or request clarifications on relevant matters.

Term of Office

The Risk Management Committee's working term is the same as the director's term. When a member of the Risk Management Committee completes the term of office or there is any event that the member of the Risk Management Committee is unable to hold the position until the end of the term, which resulted in the number of directors not being complete according to the composition. The Board of Directors will appoint a new member of the Risk Management Committee. To replace the vacant position within 90 days from the date the number of directors is insufficient. To ensure continuity in the operation of the Risk Management Committee.

The Risk Management Committee shall vacate office immediately upon:

- Retire from being a director of the company
- Resignation
- Death
- The Board of Directors passed a resolution to retire from office
- Lack of qualifications for being a member of the Risk Management Committee.

Reporting of the Risk Management Committee

1. The Risk Management Committee must report to the Board of Directors on the resolution of the meeting. Matters needed to be improved or resolved, or any other related matters as deemed necessary in the following Board of Directors meeting
2. The Chairman of the risk Management Committee must report to the shareholders via the Company's annual report (56-1 One Report) on the performance relating to risk management.

The Charter of Risk Management Committee effective since December 8, 2022 by the resolution of the Board of Directors Meeting No.7/2022 dated December 8, 2022.

- *Mr. Chanitr Charnchainarong* -
(Mr. Chanitr Charnchainarong)

Chairman of the Board of Directors

- *Mr. Tepakul Poonlarp* -
(Mr. Tepakul Poonlarp)

Chairman of the Risk Management Committee

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สำนักงานขาย : 589/156 ชั้น 29 อาคารเซ็นทรัลซิตีทาวเวอร์ ถนนเทพรัตน แขวงบางนาเหนือ เขตบางนา กรุงเทพฯ 10260

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