



# **Charter of the Risk Management Committee**

Effective from 11 August 2025

## Contents

Objectives .....	3
Composition .....	3
Qualifications .....	3
Appointment, Term, and Removal.....	4
Authority and Responsibilities .....	5
Meetings .....	5
Reporting .....	6
Performance Evaluation.....	6

## Objectives

Amid an environment full of uncertainty and potential sudden changes (Disruption), organizations face challenges that may involve both risks and opportunities. The company emphasizes building a strong and resilient foundation to adapt to changes, enabling it to manage significant organizational risks and respond appropriately to business opportunities. This helps the organization to survive and grow sustainably.

Therefore, the Board of Directors of Precise Corporation Public Company Limited has established the Risk Management Committee and issued this charter to define the scope of authority, duties, and responsibilities of the Risk Management Committee. The goal is to create a culture of risk awareness and oversee risk management at an acceptable level by utilizing resources efficiently and effectively, adding value to the company and stakeholders, and leading the company toward sustainable growth.

## Composition

1. Risk Management Committee shall consist of not fewer than three directors of the company.
2. Risk Management Committee may appoint one executive or employee of the company as secretary to assist in operations as appropriate.

## Qualifications

1. Must be a person with knowledge, ability, and experience beneficial to the company's business operations, with honesty, integrity, and business ethics, and sufficient time to dedicate their knowledge and ability to the company. They must understand risks that may arise and affect the company's business operations and be able to link significant risk issues that could impact long-term business stability.

2. Must possess qualifications and not have prohibited characteristics under the Public Limited Companies Act, the Securities and Exchange Act, other relevant laws, and must not exhibit characteristics indicating untrustworthiness to manage a public company, as defined by the Securities and Exchange Commission's regulations.

## Appointment, Term, and Removal

1. The Board of Directors shall approve the appointment of Risk Management Committee members and designate the Chairperson as appropriate.
2. The term of office for Risk Management Committee members shall follow their term as company directors.
3. Apart from term expiration, a member shall vacate office upon:
  - (1) Death
  - (2) Resignation
  - (3) Loss of qualifications or having prohibited characteristics under applicable laws
  - (4) Resolution of the Board of Directors or shareholders' meeting, as the case may be
4. A member wishing to resign shall submit a resignation letter to the company. The resignation takes effect on the date specified in the letter or, if unspecified, upon receipt by the company.
5. If a position becomes vacant, reducing the committee below the minimum number, the Nomination and Remuneration Committee shall select a qualified person to fill the vacancy and propose for Board approval.
6. If all members vacate office, the outgoing committee shall remain in acting capacity until a new committee assumes duties.

## Authority and Responsibilities

1. Review or request information from company units or subsidiaries and invite directors, executives, employees, or other people to meetings for inquiries and opinions related to risk assessment.
2. Seek opinions from external advisors or independent experts, when necessary, at the company's expense, following company regulations.
3. Appoint, define roles and responsibilities, direct, and control the operations of ad hoc working groups as appropriate to achieve organizational risk management objectives.
4. Review risk management policies and determine acceptable risk levels for the organization as a framework for company and subsidiary operations before proposing to the Board for approval.
5. Support continuous development of risk management processes across the organization in alignment with international standards.
6. Oversee and support the preparation and monitoring of operational plans and reporting of organizational risk management results, ensuring they meet objectives. Provide opinions and recommendations to working groups or company units in case of deficiencies or improvement opportunities.
7. Perform other duties as assigned by the Board of Directors.

## Meetings

1. The Risk Management Committee shall meet at least twice a year. The Chairperson may call additional meetings as deemed necessary.
2. A quorum requires at least half of the committee members.
3. Meeting invitations must specify agenda items and include supporting documents, sent at least seven days in advance.
4. Members should attend at least 75% of meetings held annually.

5. Resolutions require a majority vote of attending members. Each member has one vote; in case of a tie, the Chairperson has a casting vote.
6. The committee secretary must attend all meetings to record minutes. If unable to attend, the committee may assign another person to perform this duty.

## Reporting

1. Report performance to the Board of Directors at least once a year for acknowledgment of results, key risk issues, and recommendations beneficial to organizational risk management.
2. Prepare an annual performance report for the Board's acknowledgment, signed by the Risk Management Committee Chairperson, and disclose it in the annual report alongside other details such as:
  - Review of risk management framework
  - Reporting of significant organizational risks
  - Factors potentially affecting future organizational risks

## Performance Evaluation

Risk Management Committee's performance should be evaluated annually, using the same method as the Board's evaluation or by engaging external experts for assessment and recommendations. The evaluation results shall be reported to the Board of Directors.