



## **Charter of the Risk Management Committee**

### **TEAM Consulting Engineering and Management Public Company Limited**

#### **Composition and Appointment of the Risk Management Committee**

The Risk Management Committee shall consist of directors or executives of the Company and employees of the Company or qualified individuals, as appointed by the Board of Directors. The number of members shall be determined as deemed appropriate by the Board of Directors. The Board of Directors shall appoint one member of the Risk Management Committee to serve as the Chairman of the Risk Management Committee.

#### **Scope of Authority, Duties, and Responsibilities of the Risk Management Committee**

1. To establish risk management policies and framework for submission to the Board of Directors, ensuring alignment with the Company's strategies and compliance with the risk management guidelines of the Stock Exchange of Thailand and the Institute of Internal Auditors of Thailand.
2. To formulate risk management policies to enable the identification, assessment, monitoring, and control of risks across all categories within acceptable levels, ensuring participation from all departments in risk management and oversight, and to approve the acceptable level of risk (Risk Appetite Statement) for enterprise-level risks.
3. To review and improve the risk management policy to ensure it remains effective, efficient, adequate, appropriate, and responsive to situations requiring risk management.
4. To have the authority to summon relevant persons to provide information and clarification, as well as to appoint and assign roles to personnel at all levels to ensure appropriate risk management practices and reporting to the Risk Management Committee in order to achieve the established objectives.
5. To report the results of risk management to the Audit Committee for consideration and subsequently submit them to the Board of Directors on a quarterly basis.
6. To appoint the Risk Management Working Team and define its operational guidelines.
7. To perform other duties as assigned by the Board of Directors.

#### **Vacation of Office**

1. When a member of the Risk Management Committee ceases to hold the position of director, executive, or employee of the Company, such person shall concurrently vacate their position as a member of the Risk Management Committee.

#### **Meetings**

1. The Risk Management Committee shall convene meetings at least once per quarter.
2. At each meeting of the Risk Management Committee, a quorum shall consist of not less than one-half of the total number of members currently holding office.

3. In the absence of the Chairman of the Risk Management Committee or if the Chairman is unable to perform his/her duties, the members present at the meeting shall elect one member to act as Chairman of the meeting.
4. Any member who has a conflict of interest or vested interest in any matter shall not be entitled to vote on such matter.

**Review and Amendment of the Charter**

This Charter shall be reviewed at least once a year by the Risk Management Committee. Any amendments shall be proposed to the Board of Directors for consideration and approval.

This Charter of the Risk Management Committee shall be effective from December 17, 2025 onwards.

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(Assoc. Prof. Dr. Chamlong Prabkeao)  
Deputy Chairman, Independent Director

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(Mr. Rapee Phongbupakicha)  
Chairman of the Board

**Remarks**

<b>No.</b>	<b>Meeting Resolution</b>	<b>Details</b>
1	Meeting No. 1/2018 (February 20, 2018)	The meeting resolved to approve the Charter of the Risk Management Committee.
2	Meeting No. 1/2019 (February 20, 2019)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee as follows: 1) Revise the “Meetings” section by adding Sub-item 1 to require that the Risk Management Committee shall meet at least once per quarter; 2) Add the section “Review and Amendment of the Charter”; 3) Add the amendment history as remarks at the end of the Charter.
3	Meeting No. 5/2019 (December 19, 2019)	The meeting resolved to approve the review of the Charter of the Risk Management Committee with no amendments.
4	Meeting No. 7/2020 (December 29, 2020)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee by revising the scope of authority, duties, and responsibilities of the Risk Management Committee (Item 6) and adding provisions regarding the tenure of the Risk Management Committee members.
5	Meeting No. 7/2021 (December 22, 2021)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee by revising the scope of authority, duties, and responsibilities of the Risk Management Committee (Item 7).
6	Meeting No. 10/2022 (December 22, 2022)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee by making minor revisions to the scope of authority, duties, and responsibilities of the Risk Management Committee (Items 2, 3, 4, and 9) to improve appropriateness.
7	Meeting No. 9/2023 (December 21, 2023)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee by adding provisions on “Vacation of Office” (formerly “Tenure of Office”), as follows: “2. When a member ceases to hold the position of director, executive, or employee of the Company, such person shall also vacate their position as a member of the Risk Management Committee.”

<b>No.</b>	<b>Meeting Resolution</b>	<b>Details</b>
8	Meeting No. 10/2024 (December 16, 2024)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee by revising the section on “Meetings” by adding Sub-item 2 as follows: At each meeting of the Risk Management Committee, a quorum shall consist of not less than one-half of the total number of members currently holding office; otherwise, the meeting shall not constitute a quorum.
9	Meeting No. 11/2025 (March 19, 2025)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee by making minor revisions to the wording in the section “Scope of Authority, Duties, and Responsibilities of the Risk Management Committee” (Items 1 and 3), and by adding Item 2 regarding the appointment of the Risk Management Working Team.
10	Meeting No. 8/2025 (December 17, 2025)	The meeting resolved to approve amendments to the Charter of the Risk Management Committee by delegating certain responsibilities to the Risk Management Working Team.