

# **RISK MANAGEMENT**

# **COMMITTEE CHARTER**

OF

## SIAM STEEL SERVICE CENTER

## PUBLIC COMPANY LIMITED

Update: Year 2023

## **Risk Management Committee Charter**

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#### **<u>1. Composition and qualifications</u>**

The Board of Directors is responsible for the appointment of the Risk Management Committee by electing appropriate persons from the members of the Board of Directors, management and/or any qualified candidates. The nominated committee's member will appoint the Chairman of Risk Management Committee from the committee members.

#### 2. Terms of Positions

The term of office of each Member of the Risk Management Committee shall be equal to that of the member of the Board, ending at the Annual General Meeting simultaneously with the tenure of the directors of the Board. Members of the Risk Management shall be eligible for re-election. The retired Member shall remain in office to perform his duties until new members have been appointed unless the term of office of such member expires and such member is not re-elected.

In case of any vacancy in the Risk Management Committee, the Nominating and Compensation Committee will consider and select appropriate persons from the members of the Board of Directors and/or any qualified candidates propose for further consideration and appointment from the Board of Directors. Such substitute member of the Risk Management Committee shall hold office only for the remaining term of office of such Member whom he or she replaces.

#### 3. Duties and Responsibilities

- 1. To set out the risk management policy and the overall framework for risk management of the Company, covering various types of material risks, especially, in respect of Strategic Risk, Operational Risk, Financial and Accounting Risk, Corruption Risk, Corruption Risk, Compliance Risk and Information System Risk, etc. as well as specify strategies to manage those risks.
- 2. To lay down such strategies in line with the risk management policies so as to be able to assess, monitor and control the Company's overall risks to stay at an acceptable level.
- 3. To support and encourage cooperation in the Company's overall risk management; and review the sufficiency of the risk management policy and system, as well as the effectiveness of the system and compliance with the policy.
- 4. Provide for a systematic and continued evaluation and analysis of damage that may occur under normal and crisis conditions to make sure that risk survey has covered all processes of business operations.
- 5. Support and develop risk management continually to cover all organization and comply with international standard.
- 6. To regularly report to the Board of Directors on what needed to be improved to comply with the specified policies and strategies.
- 7. To perform other duties as assigned by the Board of Directors.
- 8. The Risk Management Committee may engage external advisors for advice, at the Company's expenses, with the approval of the Board of Directors.

### 4. Meeting

- 1. The Risk Management Committee shall convene the meeting at least 1 times a year, which will depend on situation and necessary.
- 2. The agenda and supporting documentation should be delivered to the members of the Risk Management Committee prior to the meeting date.
- 3. A constitution of quorum of the Risk Management Committee meeting is required attendance of members of no less than 50%.
- 4. All resolutions of the Risk Management Committee meeting shall be passed by the majority votes of the members presented at the meeting. The member who has conflict of interest will not participate in any agenda that they have conflict of interest.

### 5. Reporting

The Risk Management Committee shall from time to time report its performances to the Board of Directors and provide annual performances report to shareholders in the Annual Report with the following details:

- 1. Number of the Risk Management Committee meetings.
- 2. Meeting attendance of each member.
- 3. Performance of the Committee as defined in the charter.