

-Translate-

## **Risk Management Committee Charter**

### **Sky ICT Public Company Limited**

The Board of Directors recognizes that risk management is part of good corporate governance, which is an important basis for achieving the objectives of the company. Identifying and managing risks will encourage the company to make better decisions and help it to see significant risk opportunities, as well as to provide mitigation guidelines for potential events.

Risk refers to the likelihood of a potential event that will affect the business practices of the company, which makes it unable to achieve its intended purpose.

#### **Purpose**

To perform the supervisory duties on risk management matters systematically and continuously, efficiently and effectively, maximally beneficial, and in accordance with the company's strategic plan and overall risk policy.

#### **Composition, appointment, qualifications and remuneration of the Risk Management Committee**

1. The Risk Management Board is composed of not less than three directors of the Company, to be appointed by the Board of Directors.
2. The Chief Executive Officer and Chief Financial Officer is the incumbent Risk Management Director.
3. A risk executive must be knowledgeable, knowledgeable in the business of the company or have specific expertise that is critical to the business of the company to achieve its objectives.
4. Adequate time can be devoted to operating as a risk executive director.
5. The Chairman of the Risk Management Board does not serve as Chairman of the Board of Directors.
6. The Board of Directors appoints the Risk Management Committee, according to which the Nomination and Compensation Review Committee proposes the listing.
7. There is no prohibited nature in accordance with the Securities and Exchange Ordinance, other relevant laws, including any other notices, rules, regulations issued by the Securities and Exchange Commission and / or the Stock Exchange of Thailand (" **Stock Exchange** ") associated with it.
8. Not a person who engages in the same condition and is competing in the affairs of the Company or entering into a partnership, or a director in another entity who engages in the same condition and is competing with the affairs of the Company, whether for the benefit of himself or others, unless notified at a meeting of the Board of Directors before the resolution is appointed.

9. The Nomination and Remuneration Committee shall determine the remuneration of the Director of Risk. It shall determine the workload, responsibilities and business size of the Company by comparison with another Company which is in the same industrial business as the Company and present it to the Board of Directors for consideration before presenting it to the AGM for further consideration and approval.

#### **Term of office**

1. Accept office by appointment by the meeting of the Board of Directors.
2. Out of office.
  - a) Issued by agenda
  - b) In addition to the discharge of Article 2.1, the Risk Executive Director shall retire when
    - Died.
    - Resigned.
    - Lack of qualifications
    - The board of directors voted to leave.
  - c) In the event that the Risk Management Committee retires from the board of directors, the Risk Management Committee shall continue to hold the position only sparingly until the Board of Directors appoints a new Risk Management Committee.
3. Term of office
  - a) Members on the Risk Management Committee serve a term of three years each.
  - b) A person who replaces a vacant risk executive position will only be in the position for the remaining term of the director he represents.
  - c) A risk executive director who is out of office due to term issuance, can be reappointed by the Board of Directors.

#### **Scope of authority, duties and responsibilities of the Risk Management Committee**

1. Review and present acceptable risk and risk management policies to the Board of Directors for approval.
2. Supervision of the development and implementation of enterprise-wide risk management frameworks
3. Review risk management reports to monitor significant risks and ensure that the company has adequate and appropriate risk management.
4. Present to the Board of Directors the overall risks of the Company, including the adequacy of the internal control system for the management of the various key risks.

5. Provide advice to parties that are risk management agencies and consider revising information on the development of risk management systems.
6. The Board shall oversee climate-related risks and opportunities in the short, medium, and long term, ensuring that an appropriate and comprehensive risk management system is in place and aligned with international standards (e.g., TCFD, ISSB, GRI).

### **Conference**

1. The Risk Management Committee is scheduled for at least one quarterly meeting. You can invite someone other than the Risk Management Committee to attend.
2. At the meeting, not less than half of the directors are required to complete the quorum. And in the event that the Chairman of the Risk Management Committee cannot attend the meeting, if there is a Vice Chairman of the Risk Management Committee, the Vice Chairman of the Risk Management Committee shall preside over the meeting; if there is no Vice Chairman of the Risk Management Committee, or if there is no duty, the Risk Management Board shall choose one of the Risk Management Committee to preside over the meeting.

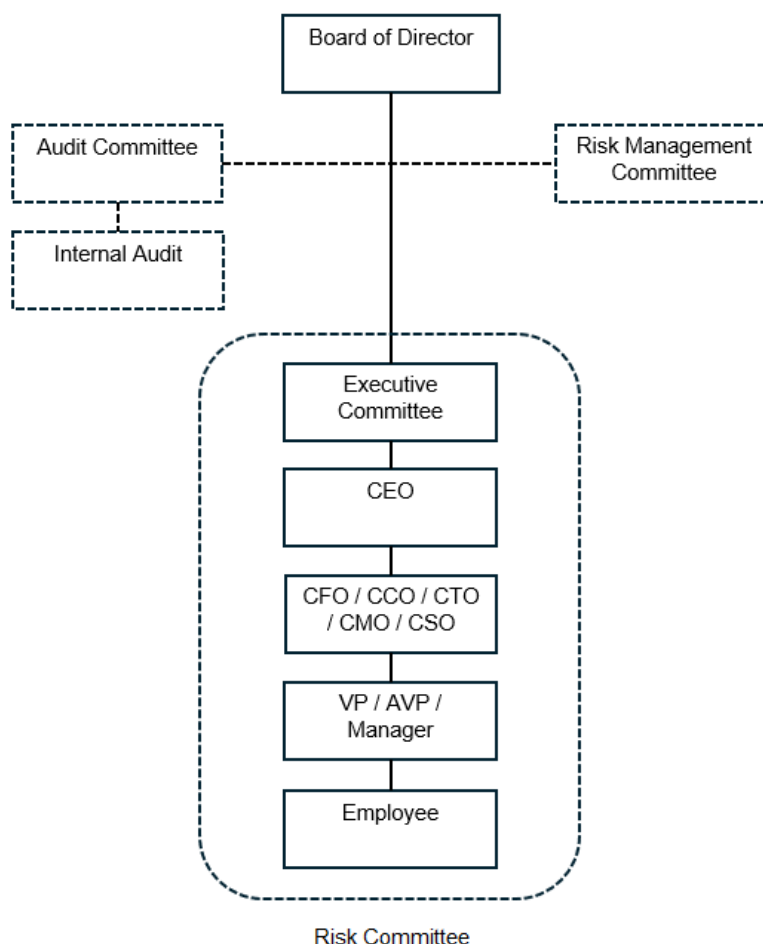
A Risk Management Committee meeting may be an electronic media meeting. Such meeting shall be as required by the laws relating to electronic media meetings, including providing for audio-visual recordings and electronic traffic information throughout the meeting. Audiovisual and electronic traffic information recorded shall be considered part of the minutes.

3. The decisive diagnosis of the meeting of the Risk Management Committee shall hold a majority of the Risk Management Committee present. One of the directors shall have one vote unless the Risk Management Committee, having any interest, shall not have the right to express and vote on the matter. In case of equal votes, the chairman of the meeting shall have one more vote.

### **Reporting**

1. Performance report to the Board of Directors
2. Review and Risk Monitoring Report to the Board of Auditors

## Risk Management Structure



## Performance evaluation of the functions of the Risk Management Committee

Performance Evaluation of the Risk Management Committee is held annually at least once a year. The Risk Management Committee evaluates the performance of the Risk Management Committee itself and reports the results of the evaluation to the Nomination and Compensation Committee. The Nomination and Compensation Committee then evaluates the performance of the entire Risk Management Committee Board and reports the results of the evaluation to the Board of Directors for consideration. It is used as an input to the opinion of the Board of Directors in the presentation to the AGM for the election of the Risk Management Committee instead of the Risk Director who left his position by term.

## Review and updating of the Charter of the Risk Management Committee

The Risk Management Committee may annually review the charter of the Risk Management Committee for submission to the Board of Directors for approval of amendments (if any).



To take effect from 14 November 2024 onwards.

-SOMKIT LERTPAITHOON-
(PROF. DR. SOMKIT LERTPAITHOON)
Chairman Approved by the Board of Directors Meeting No. 9 / 2025 On November 13, 2025