

Risk Management Oversight Committee Charter
Minor International Public Company Limited

Risk Management Oversight Committee

The Risk Management Oversight Committee assists the board in its oversight of the Company's management of key risks, including strategic and operational risks, as well as the guidelines, policies and processes for monitoring and mitigating such risks.

Risk Management Oversight Committee Members:

Name	Position
1. Mr. Charamporn Jotikasthira	Chairman
2. Mr. Edward Keith Hubennette	Member
3. Mr. Niti Osathanugrah	Member
4. Mr. John Scott Heinecke	Member
5. Mr. Brian Delaney	Risk Management Oversight Committee Secretary

Risk Management Oversight Committee Charter

The Risk Committee of the Board of Directors of the Company shall consist of a minimum of three directors. Members of the committee shall be appointed and may be removed by the Board upon the recommendation of the Nominating and Corporate Governance Committee. At least one member of the Committee shall be independent director and shall satisfy the Company's independence guidelines.

The purpose of the Committee shall be to assist the Board in its oversight of the Company's management of key risks, including strategic and operational risks, as well as the guidelines, policies and processes for monitoring and mitigating such risks.

The Chairman of the Committee shall coordinate with the Chairman of the Audit Committee to assist the Audit Committee in its review of the Company's risks that have been delegated to the Audit Committee in its charter.

Risk assessment and risk management are the responsibility of the Company's management. The Committee has an oversight role and in fulfilling that role, it relies on the reviews and reports described below.

The Committee shall have the following authority and responsibilities:

1. To review and discuss with management the Company's risk governance structure, risk assessment and risk management practices and the guidelines, policies and processes for risk assessment and risk management.
2. To review and discuss with management the Company's risk appetite and strategy relating to key risks, including credit risk, liquidity and funding risk, market risk, operational risk and reputational risk, as well as the guidelines, policies and processes for monitoring and mitigating such risks.
3. To discuss with the Company's Risk Management Steering Committee the Company's risk assessment and risk management guidelines, policies and processes, as the case may be. The Committee shall meet separately at least twice a year with the Company's Risk Management Steering Committee.

4. To receive, as and when appropriate, reports from the Company's internal audit function on the results of risk management reviews and assessments.
5. To approve the appointment and replacement of the Company's Chairman of the Risk Management Steering Committee.
6. To review disclosure regarding risk contained in the Company's Annual Report and Annual Registration Statement (Form 56-1).
7. To review reports on selected risk topics as the committee deems appropriate from time to time.
8. To discharge any other duties or responsibilities delegated to the Committee by the Board.

The Committee shall have the authority to delegate any of its responsibilities to subcommittees as the Committee may deem appropriate.

The Committee shall have authority to retain such outside counsel, experts and other advisors as the committee may deem appropriate in its sole discretion and shall have sole authority to approve related fees and retention terms.

The Committee shall report its actions and any recommendations to the Board and shall conduct and present to the Board an annual performance evaluation of the Committee. The Committee shall review at least annually the adequacy of this Charter and recommend any proposed changes to the board for approval.

Key Practices

The Risk Management Oversight Committee has adopted the following key practices to assist it in undertaking the functions and responsibilities set forth in its Charter:

1. **Meetings.** The Committee will meet at least four times a year, generally on the same day of the regularly scheduled Audit Committee meetings.
2. **Agendas.** The Chairman of the Committee shall have the authority to approve meeting agendas. The Chairman shall request and receive input on the agenda, in advance, from the Chairman of Risk Management Steering Committee.
3. **Board Updates.** The Chairman of Risk Management Steering Committee and coordination with the Risk Management Oversight Committee shall periodically make joint reports, summarizing key risks and issues, identifying enterprise-wide risk actions, issues and trends, to the Board.
4. **Risk Review.** The Committee shall periodically undertake comprehensive in-depth reviews of significant enterprise-wide risks, including emerging risks, affecting the Company.
5. **Risk Appetite.** The Committee shall review, and, as applicable, recommend to the Board for approval, the Company's enterprise-wide risk appetite, including its liquidity risk tolerance. The Committee shall also review and approve risk management methodologies, key risk limits, and risk mitigation policies and procedures, as well as actions to be taken if particular risk limit thresholds are exceeded.
6. **Continuing Education.** The Committee shall participate in a continuing education program to enhance its members' understanding of relevant risk management and industry-specific issues.