MINOR
INTERNATIONAL

MINT RISK MANAGEMENT POLICY

1. INTRODUCTION

1.1 Objectives and Scope of the policy

Minor International PCL, its subsidiaries, and affiliated entities (together the “Company”) recognize that conducting businesses carries a level of risks and uncertainties. Effective risk management is vital to deliver our objectives, our success, and our sustainable growth.

This policy aims to provide a consistent framework for managing the risks of the company in accordance with good Corporate Governance principles.

The scope of this policy is enterprise-wide and applicable to all of the company’s business operations and activities and also to the Board of Directors, management, and employees.

1.2 Definitions

“Risk” is defined as the effect of uncertainty on objectives. The effect can be a positive (opportunities) or a negative (threats) deviation from what is expected.

“Risk appetite” is the broad amount of risk that the organization is willing to accept within agreed risk level in pursuing its strategic and other business objectives. Whereas risk tolerant is defined under each risk appetite as the amount of deviation that an organization can accept in pursuing its strategic objectives.

2. POLICIES

2.1 Risk Management

The Company recognizes that a risk can produce both positive outcomes (via opportunity) and negative outcomes (via treat or hazard). An opportunity can generate a superior return and outcome when risks are well assessed with a prudent mitigation in all management decisions.

The Company believes that Risk Management should:

- Create value – responding to risks in a manner that is consistent with the Company’s risk appetite and tolerances and that has regard to the associated costs and benefits of the response
- Be an integral part of organizational processes
- Be part of decision-making process, providing the best available information
- Explicitly address uncertainties and assumptions
- Be a systematic and structured process
- Be transparent and inclusive
- Be dynamic and responsive to changes
- Be continually or periodically re-assessed for improvement and enhancement

2.2 Risk Appetite

Effective risk management is vital to the achievement of our objectives. In this regard, the Company's risk appetite is to be established with the aim of aligning risk-taking for the various areas of business operations. Risk appetite is established as a broad guideline or statement with risk tolerant (threshold) for the Board of Directors, senior management, and employees in their decision-making.

The Company believes that risk appetite should:

- Provide statements that are set annually by the Board of Directors with the goal of aligning risk taking with strategic business objectives, regulatory requirements, and capital planning
- Provide a clear articulation of the Company's risk taking, risk mitigation, risk avoidance at the aggregate level
- Enhance the quality of internal decision-making, transparency and helps build risk awareness culture
- Assist in communication with stakeholders, including investors, and rating organizations
- Strengthen Company's Enterprise Risk Management Framework

3. THE ADOPTION OF THIS POLICY

The adoption of this policy is the responsibility of the Board of Directors through the Group Chief Executive Officer of the company. The Group CEO will be responsible for implementing the policy and monitoring its ongoing application. The Executive Risk Management Steering Committee and the Company's senior management will have the responsibility for supporting the Group CEO's obligations in all business units and relevant forums. The implementation of the policy will include the establishment of guidelines for management and employees on risk management processes and providing sufficient resources to enable the policy to be implemented satisfactorily.

4. ROLE AND RESPONSIBILITIES

The Board of Directors is accountable for creating and oversight of the environment structures for risk management to operate effectively and overseeing the effectiveness of the risk management system and actively reviewing of risk-reward balance within strategic plans and integrity of risk management systems

The Risk Management Oversight Committee is entrusted by the Board of Directors to assist in fulfilling its obligations regarding risk management. The delegated responsibility is to provide direct oversight and advise on the enterprise risk management practices. The Risk Management Oversight Committee also monitors risk registers for alignment with approved risk appetite and strategy

The Audit Committee helps the Board of Directors in reviewing adequacy of overall risk management process by coordinating with the Risk Management Oversight Committee to review the efficiency and effectiveness of risk management process, and provide recommendation for improvement

The Executive Risk Management Steering Committee is responsible for reviewing overall implementation of risk management across the group to assure that key risks are identified and effectively managed

Business Units are a risk owner and has primary responsibility to promote risk awareness within their operations, and effectively managing risks on a day-to-day basis. Furthermore, the Business Units are also responsible for identifying their own risk appetite and risk tolerant within their operations and aligning with the broader risk appetite cascaded down to them.

Risk Champion is to support the business in applying risk management processes and techniques with the aim of increasing awareness, ownership and management of risks leading to improved business performance

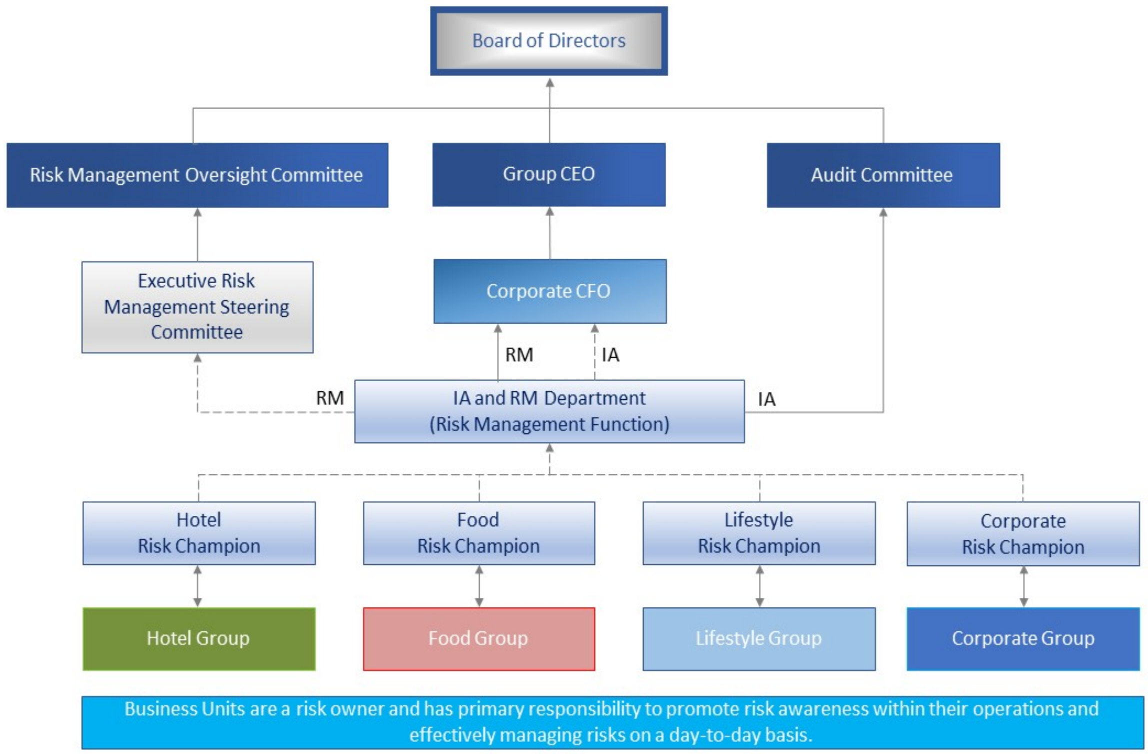
Risk Management Function is responsible for proposing and updating risk management policy, updating risk appetite and tolerant templates, building risk awareness culture within the organization, including appropriate education, establishing internal risk policy and structures for business units, designing, reviewing and advise processes for risk management within the organization and preparing risk reports to the Risk Management Steering Committee and Risk Management Oversight Committee.

Internal Audit is responsible for steering internal audit works towards key risks as identified by management, performs auditing to assess effectiveness of risk mitigation actions across the group and report the result to senior management and the Audit Committee for improvement opportunity.

5. ADMINISTRATION AND CHANGES

This policy and the underlying procedures will be reviewed annually to ensure its continued application and relevance. Furthermore, a periodic and independent review of the adoption and effectiveness of this policy will be undertaken to provide feedback to the Board of Directors to facilitate continuous improvement. Any change in risk management policy must be presented to the Board of Directors by the Risk Management Oversight Committee for the approval.

6. Risk Management Governance Structure and Reporting



Direct reporting – Oversight of performance and deliverables

Indirect reporting – Reporting the progress of deliverables and ongoing activities