Risk Management Committee Charter

1. Purpose

Taokaenoi Food & Marketing Public Company Limited (the "Company") recognizes the importance of developing an effective risk management system within the organization. Risk management is regarded as a critical tool in the overall management of the Company and its group, and is based on the core principles of good corporate governance. The risk management framework is aligned with the Company's vision, mission, and objectives, and adopts international standards, such as the COSO Enterprise Risk Management Framework (COSO ERM). The Company promotes and supports enterprise-wide risk management to ensure that it can effectively and efficiently achieve its organizational goals. This Risk Management Committee Charter has been established to define the scope of authority and responsibilities of the Risk Management Committee in supporting the Board of Directors in overseeing the Company's risk management activities. The Committee is responsible for endorsing the risk management framework to ensure that risks are managed within acceptable levels, as well as providing opinions and recommendations to management on risk mitigation. This includes ensuring the efficient and effective use of resources, adding value to the Company and its stakeholders, and guiding the Company toward sustainable growth.

2. Composition of the Risk Management Committee

The Board of Directors shall appoint the Risk Management Committee based on nominations proposed by the Nomination and Remuneration Committee and/or by virtue of designated C-Level executive positions. The Risk Management Committee shall consist of at least 3 members, which may include directors and/or qualified individuals appointed by the Board of Directors, and/or C-Level executives holding the following positions (appointments shall be based on executive positions rather than on an individual basis. In the event of a change in the executive holding any of the designated C-Level positions, such change shall be reported to the Risk Management Committee at the next scheduled meeting):

- Chief People Officer
- Chief Financial Officer
- Chief Operations Officer

At least one member of the Risk Management Committee must have knowledge and understanding of risk management. The Committee shall appoint one member as the Chairman of the Risk Management Committee.

The Risk Management Committee may appoint at least one person to serve as Secretary to the Risk Management Committee to support its work, including organizing meetings, preparing meeting agendas, distributing meeting materials, and recording the minutes of meetings.

3. Qualifications of Risk Management Committee Members

(1) Must not possess any prohibited characteristics under the Securities and Exchange Act, other applicable laws, or any relevant announcements, rules, regulations, or notifications issued by the Securities and Exchange Commission (SEC) and/or the Stock Exchange of Thailand (SET).

(2) Must possess knowledge or experience relevant to the Company's business and/or have sufficient knowledge and understanding of risk management. Members must act with honesty, integrity, and ethical business conduct, and must have sufficient time to effectively carry out their duties for the Company.

(3) Must not operate or hold a position as a partner or director in any other legal entity engaged in a business of the same nature and in competition with the Company, whether for personal benefit or for the benefit of others, unless such matter is disclosed to the Board of Directors prior to the resolution for appointment.

4. Term of Office

(1) Members of the Risk Management Committee shall serve a term of 3 years. If a Risk Management Committee member also serves as a director of the Company, the term shall be aligned with the director's term of office. Upon the end of the term, the member may be reappointed as deemed appropriate by the Board of Directors.

(2) In addition to the expiration of the term stated in item (1) above, a Risk Management Committee member shall vacate the position under the following circumstances:

1) Ceases to be a director of the Company and/or ceases to hold the designated C-Level executive position that qualifies the individual to serve on the Risk Management Committee;

2) Becomes unqualified or acquires a prohibited characteristic as prescribed by law;

3) Resigns by submitting a resignation letter to the Board of Directors, effective on the date specified in the letter or the date the Company receives the letter, whichever is later;

4) Is removed from office by resolution of the Board of Directors;

5) Passes away.

(3) The Board of Directors has the authority to appoint additional members to the Risk Management Committee to fulfill its objectives or to replace any vacated position. The Nomination and Remuneration Committee shall consider and propose qualified directors and/or experts and/or C-Level executives to the Board of Directors for appointment to the Risk Management Committee. The replacement member shall serve only for the remaining term of the vacated member.

5. SCOPE OF AUTHORITY, DUTIES, AND RESPONSIBILITIES

(1) Define the Company's overall risk management policy, strategies, and guidelines, covering all key categories of risks.

(2) Establish preventive measures and risk management plans for the management team, including the overall enterprise risk management processes, to ensure that the Company maintains adequate and appropriate risk management practices.

(3) Oversee management's compliance with the risk management policy, strategies, and enterprise-wide guidelines, monitor the implementation of the risk management framework, and report to the Board of Directors.

(4) Monitor, assess, and supervise the risk management processes of the management team to ensure alignment with the defined policies and appropriateness of risk levels.

(5) Review and approve evaluation reports on fraud risk assessments, including the likelihood and potential impact of various types of fraud—such as falsification of financial reports, asset misappropriation, corruption, management override of internal controls, manipulation of key report data, and unauthorized acquisition or use of assets.

(6) Acknowledge the internal control assessment reports submitted by the Internal Audit Department.

(7) Review and approve the disclosure of risk-related information in the Company's Annual Registration Statement (Form 56-1 One Report).

(8) Review the system and evaluate the effectiveness of the risk management policy, strategy, and guidelines at least once a year, and whenever there is a significant change in the Company's risk profile.

(9) Provide opinions and recommendations in cases where it is necessary for the Company to engage external experts to assist with specific tasks due to limitations in internal personnel and/or specialized knowledge. Such engagements must be temporary in nature.

(10) Perform any other duties as assigned by the Board of Directors.

(11) The Risk Management Committee may seek independent opinions from external professional advisors as deemed necessary, at the Company's expense.

6. MEETINGS

(1) The Risk Management Committee shall hold meetings at least once a year. A quorum shall be constituted when no less than half of the total number of Risk Management Committee members are present.

Meetings of the Risk Management Committee may be conducted via electronic means, provided that such meetings comply with the Company's internal regulations and applicable laws.

(2) The Chairman of the Risk Management Committee shall preside over the meetings. In the event that the Chairman is absent or unable to perform the duties, the members present shall elect one member among themselves to act as the chair of the meeting.

(3) Any Risk Management Committee member who has a conflict of interest in the matter under consideration shall not participate in the discussion or vote on that matter.

(4) Decisions of the Risk Management Committee shall be made by a majority vote of the members present at the meeting. Each member shall have one vote. In the event of a tie, the chair of the meeting shall have a casting vote.

(5) The Risk Management Committee has the authority to invite members of the Board of Directors, executives, employees, or relevant persons to attend the meeting to provide explanations, participate in discussions, or respond to inquiries as deemed appropriate.

(6) Meeting invitations shall be sent by the Chairman of the Risk Management Committee, the Secretary of the Risk Management Committee, or a person authorized by the Risk Management Committee under the Chairman's instruction. Notices must be sent to all Committee members at least 3 days prior to the meeting date. In urgent cases, meetings may be convened by other means or scheduled earlier as necessary.

Meeting invitations and related documents may be delivered electronically to all Risk Management Committee members. The Secretary of the Risk Management Committee, or the authorized person, must retain copies of the invitation and supporting documents as evidence, which may be stored in electronic format.

(7) The Secretary of the Risk Management Committee, or a designated person, shall be responsible for preparing the meeting minutes. The Chairman of the Risk Management

Committee, or a designated representative, shall report the meeting results to the Board of Directors to ensure the Board is informed of the activities of the Risk Management Committee.

7. Reporting

The Risk Management Committee is responsible for reporting to the Audit Committee and the Board of Directors at least once a year on matters relating to the Company's enterprise risk management. This is to ensure that the Audit Committee and the Board of Directors are informed of, and aware of, the Company's key risks and any factors that may affect the Company's risk profile in the future.

The Risk Management Committee shall also prepare a performance report to be disclosed in the Company's annual report in accordance with the principles of good corporate governance.

8. Performance Evaluation

To comply with good corporate governance practices, the Risk Management Committee shall conduct a performance evaluation at least once a year. The evaluation shall be carried out both individually and collectively. The results shall serve as a framework for reviewing the Committee's performance, identifying issues and obstacles over the past year, and implementing improvements to enhance the Committee's effectiveness for the benefit of shareholders and the organization.

9. Review and Amendment of the Charter

The Risk Management Committee shall review and assess the adequacy and appropriateness of this Charter regularly, at least once a year, to ensure that the content remains aligned with the Company's risk management objectives and strategies. Any material amendments to the Charter must be approved by the Board of Directors.

This Charter of the Risk Management Committee was reviewed and approved by the Board of Directors at Meeting No. 9 held on **9 December 2024** and shall take effect from **9 December 2024** onward.