



-Translated Version-

**Risk Management and Corporate Sustainability Committee Charter**  
**Ubon Bio Ethanol Public Company Limited and Its Subsidiaries**

**1. Objective**

The Risk Management and Corporate Sustainability Committee is appointed by the Board of Directors to establish the Company's risk management policy covering risks in all dimensions, as well as to oversee that the Company maintains appropriate and effective risk management systems and processes. The Committee is responsible for considering and assessing risks relating to the Company's business operations and related impacts, reviewing and providing opinions on preventive measures and risk management approaches, monitoring and supervising the implementation of such measures, and reporting the operating results together with recommendations to the Board of Directors.

In addition, the Risk Management and Corporate Sustainability Committee is responsible for establishing the Company's sustainability policies, goals, and strategies, covering environmental, social, and governance aspects. The Committee shall also oversee, review, and monitor management's implementation and operations to ensure that the Company's sustainable development is carried out appropriately and effectively in accordance with the objectives, goals, and directions established by the Company.

**2. Composition**

- 2.1 The Risk Management and Corporate Sustainability Committee shall consist of at least three directors of the Company. The Chief Executive Officer and President shall serve as an ex-officio member of the Risk Management and Corporate Sustainability Committee.
- 2.2 The Board of Directors shall appoint directors to serve as members of the Risk Management and Corporate Sustainability Committee. Members retiring by rotation may be reappointed to continue serving in such position.
- 2.3 The Risk Management and Corporate Sustainability Committee shall appoint one member from among its members to serve as Chairman of the Risk Management and Corporate Sustainability Committee. The Chairman of the Risk Management and Corporate Sustainability Committee must not concurrently serve as Chairman of the Board of Directors.
- 2.4 External persons may be appointed as members of the Risk Management and Corporate Sustainability Committee, provided that they possess all qualifications prescribed by the Company.



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2.5 The Company shall appoint an employee of the Company to serve as Secretary to the Risk Management and Corporate Sustainability Committee, unless otherwise designated by the Risk Management and Corporate Sustainability Committee.

### 3. Qualifications

3.1 Members must possess knowledge, competence, and experience beneficial to the Company's business operations, including relevant business expertise, vision, integrity, and ethical business conduct, and must be able to dedicate sufficient time to perform their duties to the best interests of the Company and to the fullest extent of their abilities.

3.2 Members must possess all qualifications and must not possess any prohibited characteristics as prescribed under the laws governing public limited companies, securities and exchange laws, and other laws relevant to the Company's business operations. They must also not possess any characteristics indicating a lack of integrity or ethical suitability for holding office.

3.3 Members must not engage in or be involved, directly or indirectly, in any shareholding or investment in businesses that compete with the Company's business operations. In addition, members must not increase or decrease their shareholding in the Company or its subsidiaries in a manner that may give rise to conflicts of interest.

### 4. Term of Office and Vacating Office

#### 4.1 Term of Office

4.1.1 Members of the Risk Management and Corporate Sustainability Committee who are directors of the Company shall serve a term equivalent to their term of office as directors of the Company.

4.1.2 Members of the Risk Management and Corporate Sustainability Committee who are not directors of the Company shall serve a term of three (3) years per term.

4.1.3 In the event that a member of the Risk Management and Corporate Sustainability Committee vacates office, whether due to retirement by rotation or prior to the expiration of the term, resulting in the number of committee members being fewer than required, the Board of Directors shall appoint a new qualified member who meets the prescribed qualifications to fill such vacancy. The appointment shall be completed within three (3) months from the date on which the number of committee members becomes incomplete.

#### 4.2 Vacating Office

4.2.1 A member of the Risk Management and Corporate Sustainability Committee shall vacate office immediately upon:

- Death;
- Resignation;
- Lacking the required qualifications or possessing prohibited characteristics under the laws governing public limited companies and/or securities and exchange laws, including other laws relating to the Company's business operations, as well as possessing characteristics indicating a lack of integrity or ethical suitability for holding office.
- Removal from office by a resolution of the Board of Directors.
- Court order; or
- Ceasing to be a director of the Company.

4.2.2 Any member of the Risk Management and Corporate Sustainability Committee may resign from office by submitting a written resignation letter to the Chairman of the Board of Directors. Such resignation shall become effective from the date specified in the resignation letter or from the date on which the Chairman of the Board of Directors receives the resignation letter, as the case may be.

## 5. Duties and Responsibilities

### 5.1 Risk Management Duties and Responsibilities

5.1.1 Identify and consider key risks associated with the Company's business operations, including strategic risk, financial risk, operational risk, legal risk, market risk, cybersecurity risk, emerging risks, and risks that may affect the Company's reputation. The Committee shall also propose appropriate, comprehensive, and effective risk management policies and frameworks relating to the Company's business operations, together with recommendations to the Board of Directors and management regarding risk management matters.

5.1.2 Review risks relating to the Company's business operations and potential impacts that may arise, including risk management processes established to control and mitigate such risks, prior to proposing such matters to the Board of Directors for consideration, opinion, or approval, as the case may be.

5.1.3 Oversee and support the Company's risk management to ensure effective implementation, with emphasis on proactive identification, assessment, monitoring, and management of risks in all areas. The Committee shall ensure that risk management is conducted systematically and in accordance with the Company's risk management policy, including reviewing and improving risk management

policies, guidelines, and systems to ensure alignment with the Company's business environment and operations.

- 5.1.4 Communicate and coordinate with the Audit Committee regarding significant risks in order to assess the adequacy and effectiveness of the Company's internal control system and risk management system.
- 5.1.5 Regularly report risk assessment results and the progress of risk mitigation or control measures to the Board of Directors. In the event of any risk or incident that may materially affect the Company's financial position, operating results, or business operations, the matter shall be reported to the Board of Directors for consideration as soon as practicable.
- 5.1.6 Have the authority to seek advice or opinions from external advisors or specialized experts whenever deemed necessary, subject to the Company's rules regarding expenses.
- 5.1.7 Have the authority to request information, documents, or clarifications from various departments of the Company and its subsidiaries for use in considering matters and performing duties within the scope of its authority and responsibilities.
- 5.1.8 Perform any other duties as assigned by the Board of Directors.

## **5.2 Remuneration Duties and Responsibilities**

- 5.2.1 Establish strategies, policies, goals, and key performance indicators relating to the Company's sustainable development to ensure appropriateness and alignment with the Company's business context, corporate strategy, and good corporate governance principles, including regularly reviewing and improving such strategies and policies.
- 5.2.2 Promote and support the integration of sustainable development strategies into the Company's business plans, operations, and key decision-making processes.
- 5.2.3 Oversee, monitor, review, and evaluate the Company's sustainable development performance to ensure that operations are conducted in accordance with the established strategies, policies, goals, and key performance indicators, and that such operations are effective and capable of creating long-term value.
- 5.2.4 Provide advice, encouragement, and support to the management team and executives in implementing sustainable development initiatives in accordance with the Company's policies and directions.
- 5.2.5 Consider, provide opinions on, and make recommendations regarding the Company's sustainable development operations, projects, or activities prior to

submission to the Board of Directors for approval in cases involving material significance.

- 5.2.6 Have the authority to appoint and define the roles, duties, and responsibilities of sub-committees, working groups, or units relating to the Company's sustainable development, as deemed appropriate and necessary.
- 5.2.7 Establish criteria for assessing risks that may affect the Company's business operations, covering various categories of risks, including operational risk, financial risk, environmental, social, and governance ("ESG") risks, cybersecurity risk, regulatory compliance risk, and other risks that may arise, as appropriate.

## 6. Meetings

### 6.1 Frequency of Meetings

- 6.1.1 The Risk Management and Corporate Sustainability Committee shall convene meetings at least once every quarter and may hold additional meetings as deemed appropriate by the Chairman of the Risk Management and Corporate Sustainability Committee.
- 6.1.2 The Chairman of the Risk Management and Corporate Sustainability Committee may convene a special meeting of the Committee upon request by any member of the Risk Management and Corporate Sustainability Committee or the Chairman of the Board of Directors, provided that there are agenda items requiring consideration and discussion by the Committee.

### 6.2 Meeting Attendance

- 6.2.1 A quorum of the Risk Management and Corporate Sustainability Committee meeting shall consist of more than one-half of the total number of committee members.
- 6.2.2 In the event that the Chairman of the Risk Management and Corporate Sustainability Committee is absent from the meeting or unable to perform his/her duties, the committee members attending the meeting shall elect one member to serve as Chairman of the meeting.
- 6.2.3 The Risk Management and Corporate Sustainability Committee may invite the Company's executives or other relevant persons to attend meetings or provide clarification on matters relevant to the agenda, as deemed appropriate.
- 6.2.4 The Secretary to the Risk Management and Corporate Sustainability Committee shall attend every meeting. In the event that the Secretary to the Risk Management and Corporate Sustainability Committee is unable to attend due to necessity, the

Company may designate another suitably qualified person to attend the meeting on his/her behalf.

6.3 Voting

Resolutions of the meeting shall be passed by a majority vote of the Risk Management and Corporate Sustainability Committee members present and entitled to vote. Each committee member shall have one vote. In the event of an equality of votes, the Chairman of the meeting shall have an additional casting vote.

6.4 Minutes of Meeting

The Secretary of the Risk Management and Corporate Sustainability Committee, or a person duly authorized, shall be responsible for recording the minutes of the meeting.

**7. Reporting of the Risk Management and Corporate Sustainability Committee**

7.1 The Risk Management and Corporate Sustainability Committee shall report its performance to the Board of Directors at least once a year.

7.2 The Chairperson of the Risk Management and Corporate Sustainability Committee shall report to the shareholders in the annual registration statement (Form 56-1 One Report) on the performance of duties related to risk management and corporate sustainability.

**8. Performance Evaluation**

The Risk Management and Corporate Sustainability Committee shall conduct an annual performance evaluation through a self-assessment process. The results of the evaluation, together with any issues, obstacles, and limitations that may prevent the Committee from achieving its established objectives, shall be reported to the Nomination and Remuneration Committee. Such report shall then be submitted to the Board of Directors for acknowledgement and consideration as appropriate.

Reviewed and announced on 24 February 2026.

*-Signed-*

(Mr. Palakorn Suwanrath)

Chairman of the Board of Directors

Ubon Bio Ethanol Public Company Limited