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CHARTER OF THE RISK MANAGEMENT COMMITTEE

Plan B Media Company Limited

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1. Objective

The Board of Directors appoints the Risk Management Committee of qualified directors and/or executives. The Risk Management Committee plays a crucial role in identifying relevant risks, establishing preventive measures, effectively monitoring compliance with these measures, and serving as a critical tool for corporate governance.

The Risk Management Committee of support supports of support and, on behalf of the Board of Directors, adheres to the fundamental principles of good corporate governance. Their activities align with the company's vision, mission, and objectives, employing the internationally recognized COSO Enterprise Risk Management Framework (COSO ERM). The Committee also promotes the development of a strong risk management culture throughout the organization, encouraging employees at all levels to recognize the importance of risk management and to integrate it into their daily operations. All these efforts are based on responsible business practices and aim to embed risk management as part of the company's culture, with due consideration to sustainable business operations and long-term organizational development.

The Charter was established to enable the Risk Management Committee to understand its roles, duties, and responsibilities and to use this charter as a guideline for performing its duties.

2. Definition

- "**Charter**" means the Charter of Risk Management Committee
- "**RMC**" means a Risk Management Committee
- "**BOD**" means the Board of Directors of Plan B Media Plc.
- "**Chairman**" means Chairman of the Board of Directors of Plan B Media Plc.
- "**SET**" means the Stock Exchange of Thailand.
- "**Company**" means Plan B Media Plc.
- "**Subsidiary**" means a subsidiary as defined by the Securities and Exchange Commission.
- "**Executive**" means an executive as defined by the Securities and Exchange Commission.
- "**Management**" means executives holding the position of Vice President or equivalent and above.
- "**SEC**" means the Office of the Securities and Exchange Commission.

3. Composition and Qualifications

1. The RMC comprises directors and/or executives appointed by the BOD, with at least three members. At least one of these members must be an independent director who also serves as an Audit Committee member, to facilitate coordination between the two committees.

2. The RMC members must be individuals with knowledge, skills, and experience highly relevant to their role in the RMC. They must demonstrate integrity and ethical conduct in business dealings and have sufficient time to dedicate their expertise and fulfil their duties to the Company to the fullest extent. This includes, in particular, having knowledge of the risks associated with and potentially arising from the Company's business operations.

3. The RMC members shall not be individuals engaged in businesses of the same nature and competing with the Company's business or its subsidiaries. They shall not be partners or directors in other legal entities engaged in businesses of the same nature and direct or indirect competition with the Company or its subsidiaries, whether for their benefit or that of others, unless they have informed the BOD's meeting before their appointment.

4. The RMC members should continuously attend training or develop knowledge related to risk management.

4. Appointment, Term of Office, Retirement

Appointment

1. The BOD shall consider and appoint the RMC.
2. The BOD shall select one RMC member as the RMC Chairman. The Chairman of the RMC should ideally be an independent director. However, the BOD may appoint a non-independent director as Chairman if they are convinced that the individual possesses the necessary knowledge and experience for the role and that their appointment will not compromise their ability to act independently and provide objective advice. The BOD may also appoint one or more RMC members as Vice Chairmen.

Term of Office

1. RMC members who are also the company's directors serve a three-year term that coincides with their term as the company's director. Upon the completion of their term, they may be reappointed by the BOD.

   RMC members who are not the company's director serve a three-year term or a term that aligns with their executive-level position. Upon the completion of their term, they may be reappointed by the BOD.

2. If an RMC member's term expires or an RMC position becomes vacant, resulting in the number of RMC members falling below three, the BOD shall promptly appoint new RMC members to fill the vacancies as soon as possible or within three months of the date the number of RMC

members fall below three. This is to ensure the continuity of the RMC's operations. The individuals appointed to fill these vacancies will serve for the remaining term of the RMC member they are replacing.

Retirement

1. In addition to termination of office upon completion of their term, RMC members shall cease to hold office upon:
   - Death
   - Resignation
   - The BOD meeting resolved to remove him/her from office. (for RMC members who are also the company's director)
   - Lacking qualifications or having prohibited characteristics according to the law or company regulations. (for RMC members who are also the company's director)
   - Resolution of the BOD to remove them from office
   - The court orders (for RMC members who are also the company's director)
2. Any RMC members who wish to resign from their positions shall submit a resignation letter to the Chairman of the RMC. The resignation shall take effect from the date the resignation letter reaches the Chairman of the RMC unless the resigning member specifies a later effective date in their resignation letter.

5. Meetings

1. The RMC shall meet at least once per quarter, unless there is a necessary circumstance that the meeting cannot be held. The meeting shall be in person or by electronic means. The Chairman of the RMC shall be the one who calls the meeting of the RMC. Or, if necessary, at least two members of the RMC may request the Chairman of the RMC or an authorized person to call a meeting of the RMC. In such cases, the person calling the meeting shall set the meeting date within 14 days from the date of the request.
2. The Chairman of the RMC, or a person authorized by the Chairman of the RMC, shall determine the date, time, method, and place of the RMC meeting. The place of the RMC meeting may be determined to be other than the place where the company's head office is located or a nearby province or electronic channel. If the Chairman of the RMC or the person authorized by the Chairman of the RMC does not determine the place of the meeting, the company's head office shall be the place of the meeting.

3. In convening a meeting of the RMC, the Chairman of the RMC or their authorized representative shall send a notice and supporting documents to the RMC members by registered mail, electronic means, or direct delivery. Specify the date, time, and method of the meeting. The meeting place and agenda will be sent to the RMC at least seven days before the meeting date, except in cases of urgent necessity to preserve the company's rights or benefits. The meeting appointment will be notified by other means, or you can set the meeting date earlier.

4. At the RMC meeting, no less than an RMC member must be present. Half of the total number of RMC members constitutes a quorum. The Chairman of the RMC shall preside over the meeting if the Chairman of the RMC is absent or unable to perform their duties. If there is a Vice Chairman of the RMC, shall step in and preside over the meeting. If there is no Vice Chairman of the RMC or the Vice Chairman is also absent or unable to perform their duties. The RMC members attending the meeting shall elect one RMC member to be Chairman of the meeting.

5. A majority vote makes the final decision of the RMC meeting. Each RMC member has one vote. However, the RMC member interested in any matter must present himself to reveal his interest in that agenda, including not attending the meeting in which he is interested and not having the right to vote. If the votes are equal, the Chairman of the meeting shall cast an additional vote as the deciding vote.

6. The RMC secretary must keep a copy of the meeting invitation and supporting documents as evidence, which may be stored in electronic data format.

7. The RMC secretary or a designated RMC representative shall prepare the RMC meeting minutes. The meeting minutes must be approved by the RMC and submitted by the RMC Chairman for their information at the BOD meeting. This ensures that the BOD is kept informed of the RMC's activities.

8. The RMC secretary should follow up on the progress of various operations according to the minutes of the RMC meetings, including problems and obstacles in implementing the RMC's recommendations or observations. A progress report should be prepared and presented to the RMC at the subsequent meeting.

6. Scope, Authority, Duties, and Responsibilities

1. Consider and establish the risk management policy, framework, and guidelines for the Company's key business operations, based on the proposals presented by the management. This includes risks such as strategic risk, operational risk, accounting and financial risk, compliance risk, and sustainability risk, among others. This function also involves proposing prevention methods and strategies to manage these risks, ensuring they remain within an acceptable level. This should be formalized as a policy and include recommendations for appropriate and effective risk management approaches for the company's various business activities, as well as providing counsel to the BOD and the management team regarding risk management. Crucially, the risk management policy, risk management framework, risk management plan, and risk management process must be aligned with the organization's strategic direction and goals
2. Supervise and support risk management in line with business strategies and goals. Emphasis is placed on considering the risks in each factor in order to make appropriate decisions. The RMC is responsible for monitoring and evaluating compliance with the risk management framework throughout the organization and continually improving operational plans to reduce risks to suit the company's business operations.
3. Report on risk assessment results and operating results regularly to reduce risk to the BOD. If an important matter significantly impacts the company's financial position and operating results, it must be reported to the BOD for consideration as soon as possible.
4. The RMC must notify the company or subsidiaries will be informed without delay If there is a conflict of interest in a contract or transaction that the company do, whether directly or indirectly, increase or decrease shareholding in the company or subsidiaries
5. Acknowledge and provide opinions on the adequacy and appropriateness of risk assessment results and risk management measures for investment projects, oversee the effectiveness and efficiency of risk management, and provide recommendations to support prudent and appropriate investment decisions.
6. Oversee and monitor post-investment risk management for investment projects that fall under the approval authority of the Board of Directors in accordance with the Company's Delegation of Authority, with quarterly monitoring during the first year of investment and

adjustment to monitoring every six months in subsequent years when the operating results and risk levels are considered to be within acceptable limits.

7. Perform any other tasks as assigned by the BOD

7. Authority

1. The RMC has the authority to appoint a secretary to assist in its operations.
2. The RMC can request independent opinions from other professional advisors when necessary, at the Company's expense. The hiring process must be by the company's policies and procedures.
3. The RMC has the authority to request information from various companies and its subsidiary's departments for further consideration on various matters.
4. The RMC can invite relevant parties, including the Directors, Executives, Management, and the company's legal department. External legal advisor and/or other external professional advisors, or employees of the company and subsidiaries, to attend meetings and/or other related persons to discuss, clarify, give opinions or answer questions

8. Reporting

The RMC is responsible for regularly reporting the performance of duties to the BOD and preparing a report on the previous year's performance to the shareholders in the Annual Report.

9. Assessment

The RMC arranges a performance assessment of the Committee every year, at least once a year to review the performance, issues, and obstacles over the past year for improvement and enhance its effectiveness.

10. Remuneration

The remuneration of the RMC shall be determined by the resolutions of the shareholders' meeting.

11. Charter Review

The RMC will review and assess the adequacy of its charter at least once a year to ensure its relevance and suitability in light of changing circumstances. Then, the Charter shall be presented to the BOD for approval.

This Risk Management Committee Charter was approved and amended by the resolution of the Board of Directors' Meeting No. 10/2026 held on 12 November 2026, to replace the previous Risk Management Committee Charter approved by the resolution of the Board of Directors' Meeting No. 8/2025 held on 11 November 2025. This Charter shall take effect from 12 November 2026 onwards.