



(Translation)

**Charter of Risk Management Committee
For year 2020**

TRC Construction Public Company Limited (“TRC”) was well aware of and placed importance to its risk management to ensure efficient and effective operation in order to achieve the Company’s objectives and goals and to prevent possible loss, the 6/2013 Board of Directors Meeting held on November 13, 2013 had set up the Risk Management Committee to determine risk management policy and to supervise to ensure there is a system or process risk management to reduce the impact to the Company’s business.

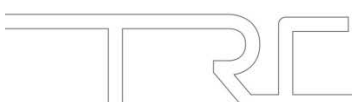
Charter of Risk Management Committee consists of composition, scope of duties, responsibilities and tenure in order for the Committee to effectively perform their roles as assigned by the Board of Directors as follows:

1. Composition

Risk Management Committee has to be appointed by the Board of Directors and consists of at least two independent directors, Chief Executive Officer and at least one executive director.

2. Scope of duties and Responsibilities of the Risk Management Committee

1. To formulate a risk management policy as well as a framework for managing the Company’s overall exposure to a range of significant risks e.g. bid risk, risk related to supply of materials/equipment, construction risk, financial risk, personnel risk, etc. and to provide to the Board of Directors and the management the consultation, advice and recommendations in relation to risk management.
2. To develop a risk management plan and to ensure the proper implementation of the plan.
3. To oversee the undertaking of tasks related to risk management and to develop a strategy in alignment with the corporate vision, mission, and goals.
4. To oversee, support, and encourage the cooperation of all units across the organization in managing risks and to review, on a regular and continual basis, the adequacy of the risk management system to ensure optimal efficiency.
5. To report and update the following matters to the meeting of Board of Directors:- a list of significant risks, risk assessment, risk management, impacts on business operation, preventive and remedial measures, and other events that materially affect the Company (this last matter must be brought to the Board of Directors’ attention without delay).
6. The Risk Management Committee has the authority to establish a working group responsible for executing risk management and reporting to the Risk Management Committee.
7. To perform other tasks as assigned by the Board of Directors.



3. Tenure

1. Risk Management Committee has 3-year term.
2. Any Risk Management Committee's member whose term is retired by rotation may be re-elected for another term as the Board of Directors deems appropriated.

4. Meeting

1. The meeting of Risk Management Committee will be held at least 2 times per year as deemed necessary and appropriate.
2. The quorum of the meeting will be construed in case that there are a number of at least a half of total Risk Management Committee's members attending the meeting and if the Chairman of the Committee cannot attend the meeting, it is required for the attending Committee's members to appoint one of them as Chairman of the meeting.
3. The Risk Management Committee, who is a stakeholder in each agenda, shall have no right to vote.
4. The meeting resolution will be subject to the majority vote of the Risk Management Committee's members attending the meeting. In case of a tie vote the Chairman of meeting will have the deciding vote.
5. The Risk Management Committee can invite any concerned executives of the Company to participate in the meeting as deemed appropriate.

5. Reporting Responsibilities

The Risk Management Committee shall report their risk management operating to the Board of Directors Meeting and also their performance result in the past year to the shareholders through the annual report.

6. Evaluation of Performance

At the end of each year, the Risk Management Committee shall be evaluated themselves for the efficiency operation and reported the evaluated results to the Board of Directors.

Announced on 11 December 2019.

= Signature=

(Assoc. Prof. Kamjorn Tatiyakavee, M.D.)
Chairman of Risk Management Committee

=Signature=

(Mrs. Paichit Rattananon)
Chairman of the Board of Directors