

# Chailease Holding Company Limited

## Organizing Rules of Risk Management Committee

Approved by Chairman on 23/03/2020  
Approved by the Board of Directors on 10/04/2023

### I. Purpose and Basis

Article 1 To maintain a sound and efficient risk management mechanism, control risks within an acceptable range, and achieve the goals of reducing risks and obtaining reasonable profits, the Risk Management Committee ("the Committee") is specially established.

### II. Responsibilities and Constitution of the Committee

Article 2 Responsibilities of the Committee

1. Assist the board in managing and communicating risk management relevant issues.
2. Review the risk management framework and policies.
3. Review the periodic risk management reports.
4. Review the material risk management issues raised by The Company or by the authority.
5. Supervise the risk management operation system.

Article 3 Composition and Term

The Committee members are appointed by the Board and shall comprise at least three members, including the Chairman of the Board and at least one Independent Director of the Company. The Chairman of the Board acts as the convener and the chairperson of the Committee.

Committee members shall serve the same term as the board members.

Article 4 In order to discuss specific professional issues, the chairperson of the Committee may invite relevant functional supervisors or members of the Company to attend the meetings and supply relevant information as needed.

Article 5 The Legal Department is appointed as the agenda working group to arrange meeting matters, such as planning and preparing meeting agenda, convening a meeting, sending meeting notice, arranging meeting procedure, making minutes of meeting, etc.

### **III. Convening and Resolution**

Article 6 The Committee shall convene at least twice a year, and may call a meeting whenever in the event of a major emergency. The convening notice of the Committee shall specify the reasons for the convening and reach each member of the Committee three days before the meeting date in writing or electronically, except for emergency circumstances.

Article 7 The convener of the Committee shall act as the meeting chair. If the convener is excused for leave or any reasons, he/she shall appoint other member of the Committee as an acting convener. If the convener does not make such appointment, the other members of the Committee shall elect one from them to serve as the convener

Article 8 Members of the Committee shall attend Committee meetings in person. If a member cannot attend the meeting in person, such member may delegate the attendance to other member. Attendance via video conference is deemed as attendance in person.

Article 9 The Committee shall resolve by the attendance of a minimum one half (1/2) or more of its members and approve by a minimum two-thirds (2/3) or more of the attending members.

Article 10 The minutes shall be prepared of discussions at each meeting of the Committee and distributed to each member within twenty (20) days after the meeting. The meeting minutes shall bear truthfully the time and location of a meeting, names of the meeting chair and attending members, attendance of the members, name of the minutes taker, and the background, description and resolution of each agenda item.

The compilation, distribution and keeping of the minutes may be accomplished by electronic means.

The attendance book of the Committee is an integral part of the minutes, which shall be classified as an important document of the Company and kept during the existence of the Company.

### **IV. Effectiveness**

Article 11 Matters not specified in the Rules shall be in compliance with other relevant laws and regulations of the holding company.

Article 12 The Rules, including revisions, become effective upon the resolution of the Board.