

Executive and Risk Oversight Board Charter

1. Composition and Qualifications

- 1.1 Executive and Risk Oversight Board (“Executive Board”) is appointed by the Board of Directors with the number as the Board of Directors deems appropriate, which will consist of a number of directors and may consist of one or more people who holds the position of the Company's executive or a number of other outsiders. The Board of Directors shall appoint a member who is the Company's director as the Chairman of the Executive Board;
- 1.2 The CEO and Executive Directors are Executive Board members by position;
- 1.3 Executive Board must have the appropriate knowledge, abilities, and experience, as well as having understanding of their qualifications, duties, and responsibilities and must not have any prohibited characteristics by law;
- 1.4 Executive Board shall appoint the Secretary of the Executive Board.

2. Term of Office

- 2.1 An Executive Board member who is a director of the Company shall have a term of office according to the term of office as a director of the Company unless the Board of Directors has a resolution otherwise.
- 2.2 An Executive Board member who is an executive of the Company shall have the term of office according to the term of office as the Company's executive unless the Board of Directors has a resolution otherwise.
- 2.3 An Executive Board member who is an outsider and is not director or executive of the Company shall have the term of office as the Board of Directors determines.

3. Responsibilities

The Executive Board has duties and important roles in the implementation of strategies, policies, and regulations of the Company, to control and supervise the Company's business risk control as well as carry out various tasks as assigned by the Board of Directors, which may include authorizing significant or high-risk transactions in order to achieve the vision and mission of the Company, as well as being responsible for promoting business management in accordance with the Company's core values. In addition, the Executive Board has the powers, duties and responsibilities in the following matters:

- 1) formulate business strategies, financial goals, and annual business plan, (including short-term, medium-term and long-term plans) including the annual budget to present to the Board of Directors;
- 2) approve matters related to the business of the Company as required by the Company's regulations, including, but not limited to, the following:
 - 2.1 customer credit limit;
 - 2.2 spending money for various operations in excess of the approval limit of the executive with approval authority, in accordance with the Company's approval authority or according to the annual expenditure budget that the Board of Directors has already approved;
 - 2.3 MIS Report;
 - 2.4 work related to employees;
 - 2.5 other important matters related to the Company's business such as new business, credit balance interest policy, credit balance approval policy, accounting records, opening branches, organizational structure, etc.;

- 3) approval of being a lead underwriter and co-underwriter and transactions related to the investment banking business according to the size of the transactions specified by the Board of Directors;
- 4) appoint a management committee or other action committee as appropriate;
- 5) scrutinize all types of work to be proposed to the Board of Directors, consider excluding work that is under the responsibility and/or is the power of other sub-committees to consider and scrutinize to present directly to the Board of Directors;
- 6) acknowledge other matters, both related or not related to business administration of the Company, such as lawsuits in which the Company is the defendant, which the Executive Board deems necessary or appropriate to be presented to the Board of Directors for acknowledgment;
- 7) acknowledge reports on governance and/ or internal audits for matters relating to preventive, audit, and troubleshooting measures. In the event of an incident that may cause damage to the Company, Compliance Department shall examine and report to the Executive Board immediately;
- 8) advise the Board of Directors on the framework of risk supervision;
- 9) ensure that senior executives, including the Head of the Risk Management Department, comply with risk management policies and strategies, including acceptable levels of risk;
- 10) ensure that the Company's capital and liquidity management strategies for various risks are in line with the acceptable risk levels as approved;
- 11) review the adequacy and effectiveness of overall risk management policies and strategies, including the acceptable level of risk at least once a year or when there is a significant change. The Risk Management Committee should assess whether the Company's risk management policies and strategies cover all types of risks including emerging risks and implementing such policies and strategies effectively and efficiently;
- 12) report to the Board of Directors about the risk status, risk management efficiency, and the situation of compliance with corporate culture that takes into account risks as well as significant factors and problems that need to be improved in order to be in line with the Company's risk management policies and strategies;
- 13) participate in performance assessments of the Chief Risk Officer;
- 14) advise to the Board of Directors in cultivating a risk culture throughout the organization and supervise the compliance with the corporate culture;
- 15) ensure that investments are in accordance with the policy and investment ratio agreed with customers, including monitoring fund performance in order for investment adjustments or any other appropriate action;
- 16) determine reasonable rates of fees and expenses charged to customers and require disclosure of fees and expenses;

- 17) approve the selection of partners or service providers to undertake private fund business such as securities brokerage companies, custodian, and other entities related to private fund service transactions, including approving the review of the service provided by such service provider;
- 18) perform any other acts as assigned by the Board of Directors.

In the event that the Executive and Risk Oversight Board authorizes any person or any group of persons to act on its behalf, such attorney cannot sub-authorize another person unless the delegation of power is stated that the power can be delegated.

4. Meeting and Voting

- 4.1 Executive Board meetings must be held as deemed appropriate, but not less than 12 times a year;
- 4.2 Chairman of the Executive Board is the person who calls for a meeting of the Executive Board. In the event that the Chairman is absent or unable to perform his/her duties, the person assigned by the Chairman can call for a meeting instead;
Executive Board meetings can be held via electronic means and its notice can be sent via electronic means;
In this regard, at the meeting of the Executive Board, the Chairman of the meeting may allow any other person to attend the meeting.
- 4.3 Quorum of the Executive Board must have not less than half of the number of Executive Board members to constitute as a quorum. However, the attendance of the Executive Board members shall include the attendance of the meeting in person and the attendance via electronic means;
- 4.4 Resolution of the Executive Board meeting can be certified as document or through an electronic mail system (Email);
- 4.5 The decision of the Executive Board meeting shall be held by a majority vote of the Executive Board members attending the meeting, where one person has one vote. The Chairman of the meeting will abstain from voting on each agenda item. Except in the case of equal votes in any agenda, the Chairman of the meeting will exercise the right to vote as a casting vote. Any person with vested interest has no right to vote in that matter;
- 4.6 Matters to be presented to the Executive Board in relation to customer credit limit must be screened by the Risk and Credit Control Department and / or the Risk Management Committee in accordance with the approval authority. As for matters to be presented on general operations, they must be reviewed by the CEO and/or the top management of each department and/or possibly through the relevant management committees.

The information, reports, and other details to be presented to the Executive Board meeting for consideration must be submitted to the Secretary of the Executive Board in order to collect and submit to the Executive Board before each meeting. The top executive of any department or any other person assigned by the top executive of the department is responsible for presenting to the Executive Board meeting, except that the Executive Committee order otherwise.