



GREEN PACKET BERHAD
Company Registration No. 200001032335 (534942-H)

RISK COMMITTEE

PURPOSE

The Board of Directors ("**the Board**") has ultimate responsibility for the oversight of risk management and satisfying itself that the risk management framework is sufficiently robust and sound. As a committee responsible to the Board, the Risk Committee ("**the RC**") is responsible to assist the Board in:

- i. oversight on the establishment and implementation of a risk management framework;
- ii. carrying out its duties and responsibilities, RMC shall also have the authority to meet with and seek any information it requires from employees, officers, directors, or external parties.
- iii. reviewing the effectiveness of the Risk Management Framework in identifying and managing risks and internal processes which include but not limited to ensuring the adequacy of risk management policy and infrastructure to facilitate the implementation of action plans for risk management.

The objectives of the Risk Management Framework are to ensure the provision of quality product and services and direct the risk culture and processes throughout the Green Packet Group to take advantage of opportunities while managing and monitoring risks that may adversely affect Green Packet Group's achievement of its business objectives.

The Risk Committee shall periodically review the risk management, framework, processes, and practices of the Company and ensure that the Company is taking the appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.

1. COMPOSITION

The Committee shall comprise at least three members, at least two whom must be independent non-executive directors. The Board shall appoint an independent non-executive director from amongst one of these members as the Chairman of the Committee. If a member retires or resigns from his position, that member ceases to be member of the Committee. The Board may appoint a successor.

2. FREQUENCY OF MEETINGS

The Committee shall meet at least 2 times a year. The Committee may call such additional meetings as the Chairman decides are necessary for the Committee to fulfil its obligations.

3. AGENDA

The Chairman shall review the agenda for each Committee meeting prior to its issue. A notice of each meeting confirming the date, time, venue and agenda shall be forwarded to the RMC seven (7) days before the date of the meeting.

4. ATTENDANCE AT MEETINGS

The Executive Director ("ED"), Head of Operations, Head of Finance shall attend the Committee meetings. Other senior management team may attend the meeting upon the invitation of the Committee. The Committee may obtain external professional advice and assistance to enable it to discharge its duties as it considers appropriate.

The Company Secretary shall be the secretary of the Committee.

5. QUORUM

The quorum for the meeting shall be two (2) Committee members.

6. MINUTES

Minutes of the proceedings of Committee meetings shall be recorded by the Secretary, approved in draft form by the Chairman and circulated to all the Committee members. Wherever possible, minutes of the Committee meetings will be confirmed at the next meeting and signed by the Chairman.

7. DUTIES AND RESPONSIBILITIES

To fulfil its responsibilities to the Board, the RMC shall:

- a) set up a risk-based culture in organization;
- b) ensure that risk management activity is not carried out in isolation but is well-integrated throughout the organization;
- c) establish the frequency, content and form of risk reports to be submitted to the Board so as to ensure the risk reports facilitate understanding and the determination of appropriate risk responses;
- d) embed risk management into the business strategy and planning to ensure the risk-taking activities are aligned with the risk management more effectively; and
- e) keep the Board apprised and advised of all aspects and significant individual risks and risk trends as the need arises.

8. REPORTING TO THE BOARD OF DIRECTORS

The Minutes of each Risk Committee meeting will be disclosed at the next meeting of the Board. The Risk Committee shall report to the Board and the report will cover on the matters as set out in the Risk Committee's duties and responsibilities.

9. REVIEW

The terms of reference shall be reviewed on an annual basis to ensure that it reflects current best practice in corporate governance and risk management. Board approval is required for any changes in the term of reference.

Approved by Risk Committee on 2 June 2023