Risk Management Committee Charter

1. Objective

The Risk Management Committee is established in accordance with the principles of good governance and checks and balances to manage, administer and monitor risk issues in the appropriate and timely manner.

2. Compositions and Qualities of Risk Management Committee

2.1 The Board of Directors shall appoint the Risk Management Committee by selecting members from the directors and/or executives to assist the Board of Directors in overseeing the organization's risk management. The position of the Chairman of the Risk Management Committee shall be appointed by the Board of Directors. As for the Secretary, the Risk Management Committee shall appoint an Executive or employee to be the Secretary of the Risk Management Committee.

2.2 The Risk Management Committee shall consist of no less than 3 directors, at least 2 directors of which shall be independent directors with at least 1 member being an expert in Finance, Accounting or Risk Management.

3. Official Term

3.1 Term of Office

Each member of the Risk Committee has the following term:

(1) Each member of the Risk Management Committee has a term of 3 years from the date of the appointment. When the term has expired, if the Board of Directors has not yet resolved to appoint a new member of the Risk Management Committee, the original Risk Management Committee member shall continue to perform his/her duties until the Board of Directors appoints a new Risk Management Committee member to replace the original Risk Management Committee member whose term has expired. The appointment must be made within 2 months from the day on which the term of the original Risk Management Committee member expires. A Risk Management Committee member whose term has expired may be reappointed.

(2) In the event that a Risk Management Committee position becomes vacant for reasons other than the expiration of the term, and the remaining term is not less than 2 months, the Board of Directors shall consider appointing a Risk

Management Committee member to replace the vacant position at the next Board of Directors meeting. The person who replaces the Risk Management Committee member shall remain in the position for only the remaining term of the Risk Management Committee member whom he or she replaces.

3.2 A Risk Management Committee member shall cease to hold office when:

(1) He or she ceases to be a director of the Company or ceases to be an employee of the Company;

(2) He or she resigns;

(3) He or she dies;

(4) The Board of Directors resolves to dismiss from office

3.3 The change of the Risk Management Committee Chairman does not affect the tenure of other Risk Management Committee members.

4. Scope of Power and Responsibilities of the Risk Management Committee

4.1 To consider risk management policies, guidelines and frameworks to present to the Board of Directors for approval;

4.2 To oversee and recommend methods to prevent and reduce risks to an acceptable level, to monitor, evaluate and improve operational plans to continuously reduce risks and be appropriate for the business conditions to ensure that risks are adequately and appropriately managed;

4.3 To promote and support continuous and consistent improvements and development of the Company's internal risk management system;

4.4 To communicate, exchange information and coordinate on risks and internal control with the Audit Committee at least once a year;

4.5 To report significant and beneficial meeting results to the Board of Directors; and

4.6 To perform any other duties as assigned by the Board of Directors related to significant risk management.

5. Committee Meeting

5.1 The meeting shall be held at least 4 times a year as necessary and appropriate.

5.2 At a meeting of the Risk Management Committee, no less than a half of the members must attend the meeting to constitute a quorum.

5.3 The Risk Management Committee may invite other persons related to the meeting agenda to attend the meeting as necessary.

5.4 The resolution of the Risk Management Committee meeting shall be based on a majority votes of the members attending the meeting.

5.5 The Risk Management Committee Secretary shall be responsible for preparation of the meeting, including meeting agenda and meeting documents, including sending meeting documents to the Risk Management Committee in advance of the meeting, and preparing the meeting minute for the Risk Management Committee within 30 days after the meeting.

6. Quorum

A meeting of the Risk Management Committee shall consist of not less than half of the all the members to constitute a quorum. In the event where the Chairman of the Risk Management Committee is not present at the meeting or is unable to perform his duties, the members present at the meeting shall select one of the members to preside over the meeting.