

# RISK COMMITTEE CHARTER

## 1 Risk Committee

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The role of the NeuRizer Ltd. (the Company or NRZ) Risk Committee (Committee) is to assist the Board to effectively discharge its responsibilities in respect of the following matters:

- Oversee the Company's risk management framework;
- Assist the Board to identify and monitor material and emerging risks;
- Satisfy itself that the risk management framework deals adequately with those risks and the Company's compliance with statutory obligations.

The Committee Chair will report to the full Board on the proceedings of the Committee and make appropriate recommendations to the Board for decision.

### 1.1 The Responsibilities of the Committee are as follows

#### 1.1.1 Risk Management Framework and Appetite

- Oversee development, monitor execution, and review effectiveness of risk strategy, framework, policies, and initiatives to identify and address the Company's material risks;
- Monitor management's performance against the risk management framework, the effectiveness of the control environment and implementation of risk reduction measures;
- Review the Company's Risk Management Framework at least annually to satisfy itself that it continues to be sound, and make recommendations to the Board in relation to changes to the framework;
- Regularly review whether the Company is operating within the risk appetite set by the Board, including providing recommendations in relation to changes to risk capacity, appetite, and risk limits.

#### 1.1.2 Monitoring

- Review material risk exposures including climate change, fraud, cyber security, privacy, data breaches, and any material incident or breakdown of risk controls and the "lessons learnt";
- Monitor changes anticipated for the economic, regulatory, and business environment, including consideration of emerging trends;
- Receive reports from management on new and emerging risks, and associated controls and mitigation measures;
- Monitor the effectiveness of the Company's policies and practices that relate to compliance with laws and regulations not directly overseen by the other Board Committees;
- Monitor and review compliance deep dives and material regulatory non-compliances;
- Review the business continuity and disaster recovery planning process;

#### 1.1.3 Risk Leadership

- Monitoring risk leadership by management including commitment to behavioural based risk initiatives.

### 1.1.4 Disclosure

- Review and make recommendations to the Board on the Company’s disclosures in relation to the recognition and management of material business risks and governance.

### 1.1.5 Other Matters

- Conduct or authorise any reviews, special projects, or investigations into any matters within the Committee’s charter or as may be requested from time to time by the Board.

## 2 Meetings

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The Committee shall meet not less than twice in each year and at such additional times as the Committee Chair or any member of the Committee may request. A quorum is a majority of Committee members.

Directors who are not members of the Committee will have a standing invitation to attend each Committee meeting, subject to exclusion as deemed appropriate by the Committee Chair from time to time.

Management and external advisors may be invited by the Committee Chair to attend part or all of any meeting. The Committee may ask management to present at Committee meetings on issues relevant to the Committee’s duties and responsibilities.

Committee papers, reports and minutes of each Committee meeting will be circulated to all directors.

## 3 Committee Composition

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- The Committee shall comprise two or more directors, all of whom will be, where practical, non-executive directors.
- The Committee and its members should, between them, have sufficient technical knowledge and industry experience.
- The Risk Committee Chair is appointed by the Board and independent from the Chair of the Board of the Company.

The Risk Committee Chair and the Board will review the makeup of the Committee on an ongoing basis.

## 4 Review

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The Committee shall review, and if appropriate, update this Charter at least annually.

## 5 Amendment

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This document cannot be amended without approval of the NRZ Board. It will be reviewed from time to time to ensure that it remains effective and meets best practice standards and the needs of NRZ.

Approved	Date Approved
Approved by NRZ Board of Directors	1 <sup>st</sup> November 2023