



# Energy One Ltd (ASX: EOL)

## Board Risk Committee Charter

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### **Energy One Limited**

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[www.energyone.com](http://www.energyone.com)

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## Distribution List

Copy	Name/Role	Location
01.00.02	Public Policy	

## Version Management

Version	Release Date	Released By	Notes
01.00.01	Internal	Guy Steel	Creation and circulation
01.00.02	20/10/25	Guy Steel	Updated – approved by Risk Committee

## 1 Purpose

The Risk Committee (“Committee”) is established by the Board of Directors (“Board”) of Energy One Limited (**Company**) under section 15.1 of the Company’s Constitution to assist the Board in fulfilling its responsibilities relating to:

Overseeing the Company’s enterprise-wide risk management framework.

- Monitor significant financial and non-financial risks, including:
  - Cybersecurity and data protection (including compliance with the GDPR).
  - Regulatory and compliance obligations across Australia, the UK, Europe, and other jurisdictions.
  - Operational risks, including service reliability, customer support, and SaaS platform resilience.
  - Strategic risks, including market competition, acquisitions, and international expansion.
  - ESG and sustainability risks.
- Review the adequacy of the Company’s internal controls, assurance, and compliance processes.

The Committee acts in accordance with this Charter, the Board Charter, and applicable laws and regulations.

## 2 Authority

The Committee is authorised by the Board to:

- Investigate any matter within the scope of its responsibilities
- Access any information it requires from any employee, officer, or external party
- Obtain professional advice, at the Company’s expense, as it considers necessary, and Require management to attend meetings and provide relevant information.

## 3 Composition

- The Committee shall consist of at least three non-executive directors, the majority of whom must be independent directors as defined by the ASX Corporate Governance Principles.
- The Chair of the Committee must be an independent non-executive director who is not the Chair of the Board.
- Collectively, members should have an appropriate mix of skills and experience in:
  - SaaS technology and digital operations.
  - International regulatory environments (including data privacy and cybersecurity).
  - Risk management, compliance, and financial oversight.
- Membership will be reviewed by the Board annually.

## 4 Meetings

- The Committee shall meet at least two times per year, and more frequently if required.
- A quorum shall consist of two independent non-executive directors.
- The Global Head of Corporate Services shall act as secretary of the Committee.
- The Committee may invite the CEO, CFO, or other management to attend meetings as appropriate.

The Committee will report to the Board at the next scheduled Board meeting following each Committee meeting.

## 5 Responsibilities

### 5.1 Risk Governance

- Recommend the Company's risk appetite and tolerance levels for Board approval.
- Review the risk management framework at least annually to ensure it is sound, effective, and aligned with strategic objectives.
- Monitor the Company's risk culture and promote awareness of risk across the organisation.

### 5.2 Key Risk Areas

The Committee's oversight includes, but is not limited to, the following risk categories:

1. Cybersecurity and IT Risks – protection of data, systems, and customer information.
2. Regulatory Compliance Risks – compliance with ASX requirements, Australian law, GDPR, UK/EU digital regulations, and other relevant jurisdictions.
3. Operational Risks – SaaS platform resilience, business continuity, disaster recovery, and service-level compliance.
4. Financial Risks – liquidity, capital management, taxation, and foreign exchange exposures.
5. Strategic Risks – competition, new product development, international expansion, M&A activities.
6. ESG and Sustainability Risks – climate, environmental, social, governance, and reputational risks.

### 5.3 Internal Controls and Assurance

- Oversee the adequacy and effectiveness of internal control systems.
- Monitor the internal audit function (or equivalent assurance processes) where in place.
- Assess processes for detecting and responding to fraud, misconduct, and compliance breaches.

### 5.4 External Engagement

- Oversee disclosures regarding material risk exposures in financial statements and the Corporate Governance Statement.
- Review public disclosures regarding ESG and sustainability risks.

## 6 Reporting

- The Committee shall report to the Board on its activities, findings, and recommendations after each meeting.
- The Committee Chair will provide a summary to shareholders in the Company's Annual Report and Corporate Governance Statement.

## 7 Review of Charter

- The Committee will review this Charter at least annually and recommend any proposed changes to the Board for approval.
- This Charter will be publicly available on the Company's website.

## 8 Appendix A. Annual Workplan & Checklist

Each year, the Committee will ensure the following are completed:

- Review and recommend the risk appetite statement to the Board.
- Conduct an annual review of the risk management framework.
- Review the effectiveness of cybersecurity, data protection, and privacy compliance programs (including GDPR).
- Review business continuity and disaster recovery plans.
- Assess ESG and sustainability risk disclosures.
- Monitor key regulatory changes in Australia, the UK, and Europe.
- Confirm this Charter remains appropriate and disclose it on the Company's website.