



TERMS OF REFERENCE OF THE NOMINATION COMMITTEE

COMPOSITION

The Nomination Committee (“NC”) shall be appointed by the Board from amongst its members and shall comprise at least three (3) members. A majority of the members of the committee shall be Independent Non-Executive Directors.

The Chairman of the Committee shall be an Independent Non-Executive Director.

In order to form a quorum for the meeting, majority of the members present must be independent.

The Secretary of the NC shall be the Company Secretary or such other person as may be nominated by the Nomination Committee.

DUTIES AND RESPONSIBILITIES

The duties and responsibilities of the Committee are as follows: -

- 1) To review the Board’s structure, size and composition as well as the required mix of skills, business acumen and competencies required for the Board to effectively discharge its duties;
- 2) To consider potential candidates for the position of director and assessing their suitability based on skills, knowledge, expertise, experience, professionalism and integrity;
- 3) To review and assess the effectiveness of the Board, its Committees and the contributions of each individual Director, including independent directors, on an annual basis;
- 4) To review the succession plans, policy on Board Composition and Board diversity (including gender, ethnicity and age diversity);
- 5) To review training and professional development programs attended by the Directors for each financial year as well as the training programs required to further enhance the Directors’ skills and knowledge and keep abreast with relevant changes and developments in the market place to assist them in discharging their stewardship role;
- 6) To review the term of office and performance of the Audit Committee and each of its members to determine whether the Audit Committee and members have carried out their duties in accordance with their terms of reference.