

### **Composition**

- ☐ Our Nominating Committee shall comprise not less than three (3) members.
- ☐ The majority of its members shall be independent non-executive Directors.
- ☐ The members of our Nominating Committee shall elect a Chairman from among their number who is an independent Director.
- ☐ In the event of any vacancy in our Nominating Committee resulting in the number of members being reduced to below three (3), our Board shall, within three (3) months to fill the vacancy.

### **Responsibility and Functions**

- i) Our Nominating Committee is tasked with evaluating the suitability of candidates and make recommendations to our Board on all new Board appointments, in accordance with the Directors Fit and Proper Policy.
- ii) In the case of persons for the position of Non-Executive Director, to evaluate the persons' ability to discharge such responsibilities/functions as expected from Non-Executive Directors
- iii) To oversee the overall composition of the Board in terms of appropriate size, required mix of skills, experience and core competencies, and adequacy of balance between Executive Directors, Non-Executive Directors and Independent Directors through annual review.
- iv) Our Nominating Committee acknowledges the benefits/importance of gender diversity and review the Board composition from time to time.
- v) Our Nominating Committee is also empowered to assess the performance of our Directors, effectiveness of the Board and the board committee as a whole.
- vi) As an integral element in the process of appointing new directors, our Nominating Committee ensures that there is appropriate orientation and education programme for new Board members, supplemented by visits to key locations and meetings with key senior executives.
- vii) To ensure that all Directors receive appropriate continuous training programmes in order to broaden their perspectives and to keep abreast with developments in the market place and with changes in new statutory and regulatory requirements.
- viii) To recommend to the Board the removal of a Director/CEO if he/she is ineffective, errant or negligent in discharging his/her responsibilities.
- ix) To review and recommend to the Board on the re-election of directors retiring, at the Annual General Meeting, in accordance with the Directors Fit and Proper Policy