

# Nomination Committee Charter

## 1. Role & Responsibilities

In conjunction with the Board Charter, the Nomination Committee has been established to assist the Board in:

- Reviewing the Board composition and size and consider any appropriate changes;
- Ensuring the Board and Board Committees consist of individuals who are best able to discharge the responsibilities of those committees;
- Identify and assess necessary director skills and competencies that may enhance the Board;
- Ensure the Board has the required skills, experience and attributes for the Company;
- Ensure the Board maintains the highest standard of corporate governance;
- The selection, recommendation, and appointment of the Managing Director;
- The selection, recommendation and appointment of the Company Secretary;
- Evaluating the performance of the Board and the Managing Director and make recommendations on whether any directors whose term of office is due to expire, should be nominated for re-election;
- Review the Company's Diversity Policy and make decisions as to any strategies required to address Board diversity;
- Establishing and implementing a succession planning programme for the Board and the Managing Director; and
- Ensuring the appointment of new directors is in accordance with the Board Charter.

## 2. Composition of the Committee

The Committee will comprise at least two independent directors, including the Chairman who must be independent.

## 3. Meetings

The Committee will meet at least once annually, unless required to convene additional meetings in the year.

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