

## Board Charter

The Board plays an active role in directing management in an effective and responsible manner. The Directors, collectively and individually, has a legal and fiduciary duty to act in the best interest of the Company and to effectively represent and promote the interests of the shareholders and stakeholders with a view to achieve its vision towards corporate sustainability. The Board assured of a balanced and independent view at all Board deliberations

To assist the Board in the discharge of its oversight function, the Board has established Board Committees namely an Audit Committee, Nomination Committee, Remuneration Committee and The Employees' Share Option Scheme Committee. The Board Committees operate within their own clearly defined terms of references and responsibilities as set out by the Board.

The following matters shall be reserved to the Board for determination and/or approval:-

- Corporate plans and programmes;
- Annual budgets, including major capital commitments;
- Key matters such as approval of annual and quarterly results;
- Material new ventures;
- Material acquisitions and disposal of undertakings and properties; and
- Changes to the management and control structure within the Company and its subsidiaries.

Other than as specifically reserved for the Board, the Board delegates the responsibility of implementing the Board approved strategies, business plans, policies and decisions to the Management which is led by the Group Chief Executive Officer ("CEO").

Subject to the limitations set out in our Articles, our Board has adopted a charter, which sets out, among others the following principal responsibilities of our Board for effective discharge of its functions:

- i. Reviewing, monitoring and approving the overall strategies, direction and policies of the Group;
- ii. Overseeing the conduct of the Company's business to evaluate and to ensure the business is being properly managed;
- iii. Identifying principal risks and ensuring significant risks are appropriately managed, reviewed and addressed;
- iv. Succession planning, including appointing and determining the compensation of where necessary replacing senior management if required and necessary;
- v. Considering management recommendations on key issues including acquisition, disposal, restricting and significant capital expenditure; and
- vi. Reviews adequacy and integrity of the Company's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines.