

DIRECTORS' NOMINATION & APPOINTMENT PROCESS

Directors' Nomination and Appointment Process

Where a vacancy arises, the Board shall, upon the recommendation of the Nominations and Governance Committee of the Board, appoint another person to replace the outgoing director unless it is expressly resolved not to fill such vacated office. taking into account the Succession Planning Policy of the Group and the Principles on qualification and succession stated as follows:

Non-Executive Directors

1. Presentation of the Criteria to Board for approval by NGC;
2. Consideration and Approval of Criteria by Board;
3. NGC calls for nominations from Directors based on Criteria;
4. Chairman of the Board receives nominations;
5. Chairman forwards nominations to NGC through the Secretariat and Committee Chair;
6. Company Secretary analyses Nominations based on Competency Matrix
7. NGC considers nominations and analysis, qualification of candidate(s) and agreement on the most qualified;
8. NGC makes final recommendation to Board;
9. The Board considers the recommendation and appointment/nomination of NED;
10. Company Secretary files appointment with regulators and CAC after appointment.

Independent Non-Executive Directors

1. NGC calls for nominations from Directors based on Criteria
2. Chairman of the Board receives nominations
3. Chairman forwards nominations to NGC through the Secretariat
4. Company Secretary analyses Nominations based on Competency Matrix
5. NGC considers nominations and analysis, qualification of candidate(s) and agreement on the most qualified. Subject to receipt of a clean clearance and Certification

6. Company Secretary administers Clearance and Certificate questionnaire and recipient of the appropriate response
7. The selected candidate and the Managing Director sends response on Clearance and Certification to the Secretariat
8. In the event of clean Clearance and Certification, NGC makes final recommendation to Board;
9. Consideration of recommendation by the Board and appointment of INED by the Shareholders;
10. The Company Secretary files appointment with regulators and CAC after appointment under item 12
11. The Chairman or Company Secretary issues the letter of appointment to the INED