

RISKS AND ASSETS MANAGEMENT COMMITTEE CHARTER

Risks and Assets Management Committee Charter

Establishment

The Risk and Assets Management Committee is the successor committee to the Project Review and Assets Management Committee appointed and established, pursuant to the resolution of the Board of Directors of the Company passed at its Meeting on May 5, 2011.

Objectives

The Committee is appointed by the Group Board to assist and enable the Group Board to fulfil its oversight responsibilities to all stakeholders with respect to Risks, which shall include the Risk profile, Risk threats from the operating environment and Risk appetite, Risk Management and Risk Management Framework, and Compliance issues that impact on the Risk profile, Capital expenditure, acquisitions, and disposals, Group's investment objectives and execution, Business collaborations, mergers & acquisitions, IT data governance and framework.

Committee composition

The Committee shall be composed of at least 5 (five) members of the Group Board. These members should include EDs and NEDs, and a majority of whom should be NEDs.

Duties and responsibilities

1. Risk and risk management framework

- 1.1. Establish, maintain and oversee a sound risk management framework and culture within the Group, ensuring and monitoring risk exposures associated with risk types within the Group.
- 1.2. Oversee the integration, adequacy and effectiveness of risk management framework and controls.
- 1.3. Develop and review key policies supporting the Risk Management Framework.
- 1.4. Monitor and make recommendations to the Board on the Group's Risk Management Framework, review and monitor the alignment of the Group's risk profile and controls with risk appetite, consequent upon changes to laws and operating environment.
- 1.5. Ensure the process for the identification and management of significant and inherent risk and its reporting mechanism.
- 1.6. Review the Group's IT governance framework and ensure that the IT assets are effectively managed.
- 1.7. Review corporate, legal and regulatory compliance that impacts risks profiles.
- 1.8. Receive and review reports on Risks as shall be required to be made by regulations.

2. Capital expenditure, acquisitions and disposals

- 2.1. Review and approve acquisitions, encumbrances, or disposal of the real estate properties of the Group;
- 2.2. Recommend the erection of new buildings, as well as rebuilding and/ or renovation work for the Group's own purposes;
- 2.3. Review and approve the terms of leases agreements for real estate properties involving tenors exceeding five (5) years or involving the payment of rent;
- 2.4. Review and approve the disposal of equipment and machineries obsolete to the operations of the Group.

3. Group's investment objectives and execution

- 3.1. Monitor and make recommendations to the Board on the Group's investment objectives, review and monitor the alignment of such investment with capital capacity.
- 3.2. Approve Investments and the procurement of special machinery which cannot be fully depreciated in the course of performing the project works.
- 3.3. Review and approve investments by the Company in equipment and machinery on the basis of the annual investment budget submitted by the Executive Management.

4. The Use of the Financial Resources of the Group

- 4.1. Review the terms of transactions involving borrowings (including bills of exchange) by the Company, as well as guarantees or loans to be granted by the Company and approve the terms of such borrowings, loans or guarantees;
- 4.2. Approve assumption of pre-financing (including terms of payment which are longer than usual) if this constitutes an interim financing normally undertaken by a bank for the client; this shall also apply to joint ventures and consortia;
- 4.3. Review and recommend for approval of the Board, short term (1 year) and medium term (3 years) financial and turnover plans of the Company prepared by the Executive Management.

5. Business Risks

- 5.1. Approve proposals for the Company to submit binding offers for the performance of construction activities or services and supply contracts, if:
 - 5.1.1. Same are beyond the core competence of the Company, including joint and several liability for services performed by third parties that are beyond the core competence of the Company.
 - 5.1.2. Extraordinary technical or financial risks could arise.

6. Liaise with the other board committees and the Group Boards' Chairman on matters stated herein in the broader context.
7. Carry out such other functions as the Board of the Group may from time to time determine.
8. Report Committee actions and recommendations to the full Board.