

Terms of Reference of Risk Management Committee

1. MEMBERSHIP

- (a) The Risk Management Committee (“RMC”) shall be appointed by the Board and shall comprise not fewer than 3 in number.
- (b) The members of the RMC shall elect a Chairman from among their number.
- (c) In the event of any vacancy in the RMC resulting in the number of members being reduced to below 3, the Board shall, within 3 months fill the vacancy.
- (d) The Board shall have the discretion as it deems fit to rescind and/or revoke the appointment of any person(s) in the RMC.

2. ROLES AND FUNCTIONS

The RMC has the overall responsibility for overseeing the investment activities of the Group, approving appropriate investment appraisal procedures as well as identification of strategic investment opportunities of the Group. Its primary roles include the following:-

- a) To review and recommend to the Board of Directors all acquisitions and divestments of companies (excluding dormant companies) and setting up of new business;
- b) To review and recommend to the Board of Directors major acquisition and disposal of company’s assets and properties within the Group;
- c) To consider other matters as referred to the Committee by the Board.

3. MEETINGS

- (a) The RMC shall meet at any time at the RMC Chairman’s discretion.
- (b) The quorum for the meeting shall be 2 members.

4. REPORTING

The Chairman of the RMC shall report the proceedings of each Committee Meeting to the Board.

5. SECRETARY

The Secretary to the RMC shall be the Company Secretary.