

# NOMINATING COMMITTEE REPORT

The Nominating Committee has been established on 24 April 2013 and comprises exclusively of Non-Executive Directors with a majority of independent directors.

| Name of Directors                                       | Designation                            | Number of Meetings Attended |
|---|--|-----------------------------|
| Dato' Seri Mohamed Azahari bin Mohamed Kamil (Chairman) | Independent Non-Executive Director     | 2/2                         |
| Dato' Mearia @ Massahariah binti Hamzah <sup>1</sup>    | Independent Non-Executive Director     | 2/2                         |
| Mohd Abdulrazzaq A A Al-Hashmi <sup>2</sup>             | Non-Independent Non-Executive Director | 2/2                         |

1 appointed as a member on 27 August 2024

2 ceased as member on his resignation as a director on 31 December 2024

The Nominating Committee is responsible to assess, make recommendations and consider candidates for appointment to the Board. The scope of responsibilities of the Nominating Committee also covers the assessment of the performance and effectiveness of the Board and Board Committees, as well as the performance of each Board member and each of the Audit Committee member.

The Nominating Committee is guided by the Directors' Fit and Proper Policy for the appointment, re-election and periodic/annual assessments of the Board, Board Committees and individual director. The Nominating Committee assessed each director against the criteria in the Directors' Fit and Proper Policy which includes character, integrity, experience, competence, time and commitment. Consideration is also given to the required size and board composition to ensure that the Board and Board Committees are functioning effectively and efficiently to enable the Board to make effective business decisions and recommendations. For the independent directors, they are assessed based on their independence and abilities to discharge their responsibilities and functions with objective judgement.

For the financial year ended 31 December 2024, the Nominating Committee had assessed and reviewed the following:

- the performance of the Board and Board Committees, contribution of each Board member, independence of the Independent Non-Executive Directors and the term of office, performance of Audit Committee and each of its members;
- to recommend those Board members retiring be nominated for re-election; and
- to recommend candidates for appointment as Independent Non-Executive Director and Non-Independent Non-Executive Director.

The Nominating Committee is satisfied with the performance of the Board, Board Committees and contribution of each of the Directors. The Independent Non-Executive Directors have maintained their independence and are competent to continue serving as independent directors. The Audit Committee and its members have discharged their duties effectively and in accordance with their terms of reference.

The performance, fitness and propriety of those Directors subjected to re-election were assessed and the Nominating Committee had recommended to the Board for tabling the resolution on the re-election of Directors for shareholders' approval.

For appointment of Independent Non-Executive Director, apart from the fitness and propriety of the candidate, the Nominating Committee also reviewed the relationship of the candidate with the existing Directors, senior management and major unitholders to assess the independency and the ability to discharge the duties of an independent director. The Nominating Committee recommended to the Board for consideration on the appointment.

The Nominating Committee also assessed candidate for the appointment as Non-Independent Non-Executive Director based on the Directors' Fit and Proper Policy which includes character, integrity, experience, competence and expertise. The Nominating Committee recommended to the Board for consideration on the appointment.