

Board Committees – Summary Terms of Reference

A. Nominating and Remuneration Committee

- i. Review and recommend the remuneration framework and remuneration packages for Key Management Personnel (“KMP”).
- ii. Consider, review and approve and/or vary (if necessary) the entire specific remuneration package and service contract terms for each KMP (including salaries, allowances, bonuses, payments, options, benefits in kind, retirement rights, severance packages and service contracts) having regard to the executive remuneration policy within the Company.
- iii. Consider and approve termination payments, retirement payments, gratuities, ex-gratia payments, severance payments and other similar payments to KMP.
- iv. Review the on-going appropriateness and relevance of executive remuneration policy and other benefit programmes.
- v. Review and approve the design of incentives plans and determine each year whether awards will be made under each of these plans.
- vi. Review and approve each year on guidelines pertaining to variable bonus, annual increment, and incentive plans.
- vii. Review and approve each award as well as the total proposed awards under each plan in accordance to the rules governing each plan.
- viii. Review the succession plans for Directors and other KMP.
- ix. Review and recommend the appointment of Directors.
- x. Review the training and professional development programmes for Directors where relevant and necessary.

B. Corporate Disclosure Committee

- i. Review and approve the release of material information to the public relating to the Company, its subsidiaries, associated or investment companies. These include but are not limited to the following:
 - a) major transactions or projects;
 - b) press releases on transactions or projects which are promotional in nature e.g. launch of project;
 - c) key management appointments; and
 - d) annual report and sustainability report.

C. Executive Committee

- i. Review and recommend the Group's corporate values, corporate strategy, corporate objectives and performance targets.
- ii. Review and evaluate new business opportunities and recommend strategic business proposals, due consideration given for sustainability issues comprising material environmental, social and governance factors, to the Board for approval.
- iii. Review and approve major transactions (such as capital investments, acquisitions and disposals, capital expenditure and expenses) ("**Major Transactions**") below S\$30 million, or which have been delegated to the Executive Committee ("**EC**") specifically or generally by the Board that exceed the limits that can be authorised by the Management as set out in the Delegation of Authority.
- iv. Recommend Major Transactions which exceed EC approval limits to the Board for approval.
- v. Guide senior management on business, strategic and operational issues.
- vi. Delegate authority to senior management to carry out the necessary tasks to complete the major transactions approved by the EC and/or the Board.
- vii. Perform such other duties as the Board may delegate from time to time.