

TERMS OF REFERENCE OF NOMINATION COMMITTEE

MEMBERS OF THE NOMINATION COMMITTEE

The Nomination Committee comprises the following Directors:-

Mr Yeoh Chong Keat
Chairman, Independent Non-executive Director

Dr Teoh Kim Loon
Independent Non-executive Director

Dato' Tea Choo Keng
Independent Non-executive Director

TERMS OF REFERENCE

The Nomination Committee comprises exclusively non-executive directors, a majority of whom must be independent. The chair of the Nomination Committee should be the senior independent director identified by the Board.

RESPONSIBILITIES OF THE NOMINATION COMMITTEE

The Nomination Committee assumes the following responsibilities:-

- i. to recommend to the Board new candidate(s) for appointment and the re-appointment/re-election of directors and to take steps to ensure that female candidates are sought as part of its recruitment exercise. In making a recommendation to the Board on the candidate(s) for directorship, the Nomination Committee should consider the skills, knowledge, expertise, experience and professionalism of the candidate(s). In the case of candidates for the position of independent non-executive directors, the Nomination Committee shall also evaluate the candidates' ability to discharge such responsibilities or functions as expected from independent non-executive directors;
- ii. to annually review, or as required, the correct mix of skills, business and professional experiences that should be added to the Board;
- iii. to appraise each individual Director in terms of his experience, knowledge, credibility and credential, and assess their effectiveness and contribution in carrying out their obligations and duties as a Board member;
- iv. to examine the ability of each Director in contributing to the effective decision making process of the Board and ensure that the Board is functioning actively, efficiently and effectively in all its decision making;
- v. to assess the effectiveness of the Board as a whole and the Committees of the Board;
- vi. to review the Board's succession plans;

- vii. to ensure orientation and educational programmes are provided for new members of the Board, and to review the directors' continuing education programmes; and
- viii. To carry out such other functions or assignments as may be delegated by the Board from time to time.

The nomination and election process of new Board members are as follows:-

- (a) review annual Board assessment and evaluation;
- (b) determine required mix of skills and experience of the current Board;
- (c) source for candidate(s), if necessary;
- (d) evaluate and match the criteria of the candidate(s); and
- (e) recommend the candidate(s) to the Board for appointment.

The terms of reference of the Nomination Committee is also available for reference in the Company's website at www.lienhoe.com.my