



BOARD CHARTER

Board Of Directors

The Board of Directors holds the ultimate responsibility for protecting and enhancing the Company's assets on behalf of all shareholders and other stakeholders. Independent and Non-Executive Directors are expected to fully assume the responsibilities of stewardship on behalf of the Government, other shareholders, and the public. In fulfilling this duty, the Board ensures that corporate decisions align with the company's strategic objectives. The Board also establishes policies related to operations, risk management, and human resources, evaluates the performance of senior executives, and approves major initiatives.

Roles And Responsibilities of The Board

- Recruit, supervise, retain, evaluate and compensate the Chief Executive Officer
- Fiduciary duty to protect the organization's assets and member's investment
- Ensure that the Annual Report is submitted
- Adopt disclosure policy
- Establish Commercial and Financial Policies
- Establish a policy-based governance system
- Ensuring that technology and information systems used are sufficient
- Providing sufficient time for the Company
- Upgrading the level of Proficiency and skill
- Review Company's Performance

- Provide direction for the organization
- Ensuring that the company complies with all relevant laws and regulations
- Evaluation of performance and work
- Monitor and control function
- Ensuring Board Succession and Diversity
- Govern the organization and the relationship with the Chief Executive Officer
- Forming Committees
- Each director should add value to the Board
- Adopt the Annual and interim financial statements
- Advising the Executive Management

Chairman

The Chairman is responsible for chairing Board and general meetings, running the Board, and ensuring its effectiveness in all aspects of its roles, including the regularity and frequency of meetings. They set the Board agenda, considering the issues and concerns of all Board members.

The Chairman also ensures appropriate delegation of authority from the Board to executive management. Furthermore, they manage the Board to allow ample time for discussion of complex or contentious issues, ensuring that directors have sufficient time to consider critical matters, ask questions, and address concerns, without facing unrealistic deadlines for decision making.

Chief Executive Officer & Managing Director

The Chief Executive Officer and Managing Director (CEO & MD) hold the highest executive authority in the management of the company. The CEO is accountable to, and reports directly to, the Chairman and the Board of Directors. The CEO is responsible for the day-to-day operations of the company and oversees all executive management matters affecting the organization. All members of the executive management team report, either directly or indirectly to the CEO.

Company Secretary

The Company Secretary is appointed by the Board and is accountable to the Board through the Chairperson on all matters relating to their duties as an officer of the Company. The Company Secretary also reports to the Chief Executive Officer on all executive or administrative matters. All Directors have access to the Company Secretary. The Company Secretary's responsibilities in relation to the proper functioning of the Board include maintaining records of all decisions, ensuring that Board and Committee policies and procedures are followed, and coordinating all Board-related activities.

