

## NOMINATION COMMITTEE

<b>Chairman</b>	:	Y. Bhg. Tan Sri Dato' Seri Dr Aseh bin Haji Che Mat (Independent Non-Executive Director)
<b>Members</b>	:	Y. Bhg. Tan Sri William H.J. Cheng (Non-Independent Non-Executive Chairman)  Y. Bhg. Dato' Mohamad Kamarudin bin Hassan (Independent Non-Executive Director)  Mr Tan Chee Chai (Independent Non-Executive Director)
<b>Terms of Reference</b>	:	<ul style="list-style-type: none"> <li>To recommend to the Board, candidates for directorships in Lion Diversified Holdings Berhad</li> <li>To consider, in making its recommendations, candidates for directorships proposed by the Chief Executive Officer and, within the bounds of practicability, by any other senior executive or any Director or major shareholder and from independent sources</li> <li>To recommend to the Board, Directors to fill the seats on Board Committees</li> <li>To assist the Board in reviewing on an annual basis, the composition, the required mix of skills, experience, diversity and other qualities, including core competencies which each individual Director including the independent non-executive Director should bring to the Board</li> <li>To assess, on an annual basis, the effectiveness of the Board as a whole, the committees of the Board and the contribution of each individual Director, based on the process and procedure laid out by the Board</li> <li>To review the induction and training needs of Directors</li> <li>To consider other matters as referred to the Committee by the Board from time to time</li> </ul>

## REMUNERATION COMMITTEE

<b>Chairman</b>	:	Y. Bhg. Tan Sri Dato' Seri Dr Aseh bin Haji Che Mat (Independent Non-Executive Director)
<b>Members</b>	:	Y. Bhg. Dato' Mohamad Kamarudin bin Hassan (Independent Non-Executive Director)  Mr Tan Chee Chai (Independent Non-Executive Director)  Mr Ooi Kim Lai (Non-Independent Non-Executive Director)
<b>Terms of Reference</b>	:	<ul style="list-style-type: none"> <li>To recommend to the Board, the remuneration of the executive Directors in all its forms, drawing from outside advice as necessary</li> <li>To carry out other responsibilities, functions or assignments as may be defined by the Board from time to time</li> </ul>