

Audit Committee

The Audit Committee currently comprises of two Independent Non-Executive Directors and one Non-Independent Non-Executive Director.

Chairman: Onn Kien Hoe
(Independent Non-Executive Director)

Members: Tan Sri Dato' Sri Dr. Samsudin Bin Hitam
(Independent Non-Executive Director)

Dato' Faisal Zelman Bin Abdul Malik
(Non-Independent Non-Executive Director)

The Terms of Reference of the Audit Committee are as follows:-

1. Authority

The Audit Committee is authorised by the Board to:-

- 1.1 ensure the internal audit function is appropriately and adequately resourced in discharging its duties and responsibilities.
- 1.2 have full, unrestricted and timely access to relevant information and documents pertaining to the Group with the support of the Management and staff.
- 1.3 maintain direct communication channels with the external and internal auditors.
- 1.4 convene meetings with the external and/or internal auditors, excluding the attendance of the executive members of the Committee, when required.
- 1.5 obtain independent or external legal or professional advice and secure attendance, if it considers necessary.
- 1.6 have explicit authority to investigate any matters arising within its Terms of Reference.

2. Frequency of Meetings

The Audit Committee shall meet not less than four times a year, with additional meetings convened as and when required, with the presence of the Committee members. The presence of the external auditors will be requested, if required.

3. Duties and Responsibilities

The duties and responsibilities of the Audit Committee are to:-

- 3.1 Review with the Management and external auditors, the annual report, financial statements of the Company and consolidated financial statements of the Group prior to approval by the Board.
- 3.2 Review adequacy of the functions, resources and scope of the internal audit to ensure it has the appropriate authority and the support of the Management and staff to function independently and effectively.
- 3.3 Assess adequacy of the operational, financial and internal controls with the external and internal auditors.
- 3.4 Review the annual Internal Audit Plan with the external and internal auditors.
- 3.5 Review the audit programme and audit reports to ensure appropriate and prompt remedial actions have been taken to address the audit recommendations.
- 3.6 Review any related party transactions that may arise within the Company or the Group.
- 3.7 Review and recommend the appointment of the external auditors and any questions of resignation or dismissal.
- 3.8 Assess suitability, independence and objectivity of the external auditors.
- 3.9 Act on other matters as the Committee considers appropriate or as authorised by the Board of Directors.