

TERMS OF REFERENCE FOR THE AUDIT COMMITTEE

COMPOSITION

The members of the Audit Committee shall be appointed by the Board of Directors (“the Board”) from amongst the Directors and shall comprise of three (3) members exclusively of Independent, Non-Executive Directors.

The Audit Committee should be chaired by a Director who is a member of the Malaysian Institute of Accountants, appointed by the Board from its members and the Chairman of the Audit Committee is responsible for the conduct of the meetings.

The quorum for the Audit Committee meeting shall be at least two (2) members present at the meeting.

The Company Secretary of the Company shall act as the Secretary of the Audit Committee.

OBJECTIVES

In ensuring that the Board adequately discharges its responsibilities in corporate governance compliance, internal controls and financial reporting, the Audit Committee, as an independent committee, acts on behalf of the Board in ensuring that the following principal objectives are met:

1. The financial statements of the Group comply with the applicable financial reporting standards;
2. The internal audit function is operating effectively and in accordance with the Standards for the Professional Practice of Internal Auditing;
3. Adequate attention is paid to the effectiveness, efficiency and economy of the Group’s operations;



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4. The quarterly results and year-end financial statements are reviewed prior to the approval by the Board;
5. Adequate systems of governance, risk management and internal control are in operation so as to produce accurate and meaningful management information;
6. Management has implemented policies to ensure that the Company's risks are identified, evaluated and that internal controls in place are adequate and effective to address the risks;
7. Appropriate and timely action is taken by the relevant managers to rectify the major areas of concern; and
8. Assess any major litigation, claims and/or issues with substantial financial impact (if any).