

THE BOARD OF DIRECTORS' CHARTER

1. OBJECTIVE OF THE CHARTER

- 1.1 The Charter for the Board ('**Board Charter**') formalises and sets out the responsibilities of the Board of Directors ('**Board**') of Tasek Corporation Berhad ('**the Company**').
- 1.2 The Board will periodically review the Board Charter.

2. STRUCTURE

- 2.1 The business and affairs of the Company shall be managed by or under the direction of the Board whose powers for such functions will be subjected to any modification, exception or limitation contained in the Companies Act 2016 and any amendment from time to time or in the Constitution of the Company as amended from time to time.
- 2.2 The Board is headed and led by the Chairman. The key responsibilities of the Chairman include:-
 - 2.2.1 provide leadership for the Board so that the Board can perform its responsibilities effectively;
 - 2.2.2 setting the agenda of the Board and ensuring that Board members receive complete and accurate information in a timely manner;
 - 2.2.3 leading meetings of the Board and discussion;
 - 2.2.4 encouraging active participation and allowing dissenting views to be freely expressed;
 - 2.2.5 managing the interface between Board and management;

- 2.2.6 ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board as a whole; and
 - 2.2.7 leading the Board in establishing and monitoring good corporate governance practices in the Company.
- 2.3 The Executive Director/ Group Chief Executive Officer or the Group Chief Operating Officer leads/ heads the senior management team and takes on the primary responsibility of executive management as authorised by the Board, focuses on the business and day-to-day management and operations of the Company.
- 2.4 The Board is supported by a qualified and competent Company Secretary.

3. RESPONSIBILITIES

- 3.1 The Board directs, leads and controls the risk assessment and internal controls, financial and operational management, resource management and strategic planning of the Company. The Board will be responsible for, *inter alia*;-
- 3.1.1 Review and adoption of strategic plans for the Company which will take into account environmental, social and governance underpinning sustainability.
 - 3.1.2 Giving strategic direction to the Company.
 - 3.1.3 Appointing the Executive Director and/or the Group Chief Executive Officer and succession planning of the Board and key senior management.
 - 3.1.4 Retaining full and effective control over the Company.
 - 3.1.5 Monitoring management in implementing Board's plans and strategies for the Company and its performance.

- 3.1.6 Monitoring operational performance of the Company and provide entrepreneurial leadership to management that promotes innovation and long term value creation.
- 3.1.7 Ensuring preparation and integrity of the annual financial statements and all related information.
- 3.1.8 Setting the risk appetite within which the Board expects management to operate and determine appropriate policies and processes to ensure the integrity of the Company's risk management framework and internal control to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks.
- 3.1.9 Implementing proper systems of internal control which are designed to provide reasonable but not absolute assurance as to the reliability of the financial statements.
- 3.1.10 Assessing the Board's composition to consider whether its size, diversity and demographics make it effective.
- 3.1.11 Director selection, orientating and evaluation.
- 3.1.12 Defining and monitoring the information needs of the Board.
- 3.1.13 Ensuring the Board is supported by a suitably qualified and competent Company Secretary.
- 3.1.14 Delegating any of its powers or responsibilities to committees set up by the Board.
- 3.1.15 Oversee the development of shareholder communications policy for the Company.
- 3.1.16 Together with senior management, promote good governance culture within the Company which reinforces ethical, prudent and professional behaviour.

- 3.2 The Board in carrying out its responsibilities and duties under the Board Charter may obtain such outside or other independent professional or expert advice, reports or statements as it considers necessary.
- 3.3 The Board may amend the provisions of the Board Charter as and when required.
