



TRIVE PROPERTY GROUP BERHAD

Registration No. 200401029337 (667845-M)

NOMINATING COMMITTEE TERMS OF REFERENCE

Appointment/Composition

- 1) The NC shall be appointed by the Board from amongst its members.
- 2) The NC shall consist of not less than 2 members, all of whom shall be non-executive directors with majority of its members are independent directors.
- 3) The Chairman of the NC shall be appointed by the Board, who is an independent director.

Meetings

- 1) The NC shall meet at least once a year and, also as and when required.
- 2) The quorum of the NC meeting shall be 2 members.
- 3) The Company Secretary shall act as the secretary of the NC.
- 4) In the absence of the Chairman of the NC, the remaining members present shall elect one of their numbers to chair the meeting.
- 5) The Secretary shall maintain minutes of the proceedings of the meetings and circulate such minutes to all members of the NC and the Board.

Authority

- 1) The NC is authorised by the Board to carry out its duties and responsibilities within its terms of reference and shall have the resources required to perform its duties.
- 2) The NC shall have the right to consult independent experts where they consider necessary in carrying out their duties.

Functions/Responsibilities

- 1) To propose, consider and recommend to the Board, suitable persons for appointment as directors of the Company.
- 2) To assess and recommend to the Board, the effectiveness of the Board as a whole, the Board Committees and the contributions of each individual director including the independent directors based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.
- 3) To assess and recommend to the Board, the independency and time commitment of independent directors including the appointment and continuation in office of any independent director who has reached the tenure of 9 years.
- 4) To assess and recommend to the Board, the re-election of directors retires by rotation pursuant to the Company's Constitution with due regard to their performance, commitment, skills and experience required.
- 5) To review the term of office and performance of the Audit Committee and each of its members to determine whether such committee and members have carried out their duties in accordance with the terms of reference.
- 6) To review and recommend to the Board, the directors' training requirements.
- 7) To assess and recommend to the Board, the boardroom composition, balance and diversity in gender, ethnicity, age and mix of skills.
- 8) To carry out other responsibilities as may be delegated by the Board from time to time.