Nomination & Remuneration Committee Charter - Prima Plastics Limited

VERSION CONTROL	
Nomination & Remuneration Committee Charter	
Version Number	V2
Date Approved	
Effective Date	21 May 2026
Supersede Version	V1 dated 1 January 2022

1. **Introduction**
   This document defines the composition and roles & responsibilities of the Nomination and Remuneration Committee ("Committee") of Prima Plastics Limited ("Company").

2. **Maintenance, Review and Approval of Charter**
   This document shall be reviewed and amended from time to time to ensure relevance and compliance with the statutory provisions.

3. **Membership**
   a) The Committee is appointed by the Board of the Company

   b) The Committee shall consist of:
      i. at least three Directors;
      ii. all Directors of the Committee shall be non-executive directors; and
      iii. at least two thirds of the Members shall be independent directors

   The Chairperson Committee shall be an independent director.

4. **Meetings**
   a) The Committee shall meet at least once in a financial year.
   b) The quorum for the meeting of Committee shall be either two Members or one third of the Members of the Committee, whichever is greater, including at least one independent director in attendance.
   c) The Chairperson of the Committee may be present at the annual general meeting, to answer the shareholders' queries; however, it shall be up to the chairperson to decide who shall answer the queries.

5. **Role of Nomination & Remuneration Committee**
   a) Ensuring a transparent nomination process to the board of directors with the diversity of thought, experience, knowledge, perspective and gender in the board of directors.
   b) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
   c) For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description.

      For the purpose of identifying suitable candidates, the Committee may:
      i. use the services of an external agencies, if required;
      ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and
      iii. consider the time commitments of the candidates.

d) Formulation of criteria for evaluation of performance of independent directors and the board of directors;
e) Devising a policy on diversity of board of directors;
f) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
g) Deciding whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
h) Recommending to the board, all remuneration, in whatever form, payable to senior management.