

KERJAYA PROSPEK PROPERTY BERHAD

Registration No. 199401001358 (287036-X)

NOMINATION PROCESS OF DIRECTORS

Introduction

The Board nomination process is to facilitate and provide a guide for the Nomination Committee to identify, evaluate, select and recommend to the Board of Directors (“**Board**”) the candidate to be appointed as a director or re-appointment of directors of the Company.

The nomination process shall be transparent, free from bias and self-interest at all times.

Selection Criteria

The Board set out the Company’s approach to the assessment of the fitness and propriety of persons who hold, or who are to be appointed or elected for appointment as Directors of the Company in its Fit and Proper Policy. In determining the selection criteria, the Nomination Committee would take into the following consideration to meet the regulatory requirement such as Companies Act 2016, Bursa Malaysia Securities Berhad Listing Requirements (“**Listing Requirements**”) and Malaysian Code of Corporate Governance to select the suitable candidate:-

- the achievement in the candidate personal career, integrity, wisdom;
- independence of the candidate;
- ability to make independent and analytical inquiries;
- ability to work as team to support the Board;
- possession of the required skill, qualification and expertise that would add value to the Board, boardroom diversity to build the Board composition which comprises of individuals with diverse backgrounds, perspectives, competencies as well as gender, age and ethnicity;
- understanding of the business environment;
- financial integrity; and
- willingness to devote adequate time and commitment to attend to the duties/functions of the Board.

Nomination Process

The Nomination Committee is responsible to recommend identified candidate to the Board to fill vacancy arises from resignation, retirement or any other reasons or if there is a need to appoint additional director with the required skill or profession to the Board in order to close the competency gap in the Board identified by the Nomination Committee. The potential candidate may be proposed by the executive directors, shareholders or utilise independent sources to identify suitable qualifies candidate.

Upon receipt of the proposal, the Nomination Committee is responsible to conduct an assessment and evaluation on the proposed candidate as guided in the Company’s Fit and Proper Policy, which include, at the Nomination Committee’s discretion, reviewing the candidate’s resume, curriculum vitae and other biographical information, confirming the candidate’s qualifications and conducting legal and other background searches as well as formal or informal interview at the Nomination Committee’s discretion.

The Nomination Committee should conduct an initial assessment on the suitability of the candidate based on the selection criteria specified in this Policy as well as the Fit and Proper Policy.

Upon completion of the assessment and evaluation of the proposed candidate, the Nomination Committee would make its recommendation to the Board. Based on the recommendation of the Nomination Committee, the Board would evaluate and decide on the appointment of the proposed candidate.

The Chairman of the Board would then make an invitation or offer to the proposed/potential candidate to join the Board as a director. With the acceptance of the offer/invitation, the candidate would be appointed as director of the Company.

Annual Assessment of Existing Directors

The director who is subject to re-election and/or re-appointment at next Annual General Meeting shall be assessed by the Nomination Committee before recommendation is made to the Board and shareholders for the re-election and/or re-appointment. Appropriate assessment and recommendation by the Nomination Committee would be based on the yearly assessment conducted.

The relevant assessment forms would be circulated to all/part of the Directors, as the case may be, for completion and the Nomination Committee will discuss the findings and make necessary recommendations (such as re-election, re-appointment, etc.) to the Board in relation thereto.

Review of Policy

The Policy shall be reviewed periodically (subject to at least once in every 3 years) in accordance with the needs of the Company and the Board's approval shall be obtained for any amendment or changes made from time to time.

Approved on 26 May 2023.