CHARTER OF THE NOMINATING COMMITTEE OF THE BOARD OF DIRECTORS

1. Purpose

The purpose of the Nominating Committee (the "Committee") of the Board of Directors of MOBILIA Holdings Berhad (the "Company") shall be to:

- review the composition and evaluate the performance of the Board of Directors; select, or recommend for the selection of the Board of Directors, director nominees; and
- review the composition of committees of the Board of Directors and recommend persons to be members of such committees.

In addition, the Committee will undertake those specific duties and responsibilities listed below and such other duties as the Board of Directors may from time to time prescribe.

2. Membership and Organization

- **Composition.**
  - The Nomination Committee shall be appointed by the Board of Directors.
  - The Nomination Committee shall consist of not less than 2 members.
  - The Nomination Committee shall be independent non-executive directors.
  - The Chairman of the Nomination Committee shall be an independent director and shall be appointed by the Board of Directors. In the absence of Chairman of the Nomination Committee, the remaining members present shall elect one of their members to chair the meeting.

- **Meetings.**
  - The Committee will meet at least once per year unless otherwise determined by the Committee. The Committee will provide the schedule of Committee meetings to the Board of Directors. The quorum of the Nominating Committee meeting shall be at least two members and comprised of a majority of independent directors.
  - Special meetings may be convened as required. The Committee, or its Chair, shall report to the Board of Directors on the results of these meetings. The Committee may invite to its meetings other directors, Company management and such other persons as the Committee deems appropriate in order to carry out its responsibilities.

- **Compensation.**
  Members of the Committee shall receive such fees, if any, for their service as Committee members as may be determined by the Board of Directors.

- **Authority**
  The Nominating Committee is authorised by the Board of Directors to carry out its duties mentioned above and the other directors and employees of the Group are required to give full assistance to the Nominating Committee in discharging their duties. In addition, the Nominating Committee is also authorised to seek for external professional expertise when required.

3. Responsibilities and Duties

The responsibilities and duties of the Committee shall include:

(i) Composition of the Board of Directors, Evaluation and Nominating Activities

- Review the composition and size of the Board of Directors and determine the criteria for membership on the Board of Directors, which may include, among other criteria, issues of character, judgment, independence, diversity, age, expertise, corporate experience, length of service, other commitments and the like;
- Conduct periodic evaluations of the Board of Directors as a whole and the Committee
- Identify, consider or recommend suitable 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 identifying candidates for appointment of directors, the Committee should not rely solely on the recommendations from existing directors, management or major shareholder and independent sources are utilized to identify suitably qualified candidates"
- Evaluate the performance of individual members of the Board of Directors eligible for re-election, and select, or recommend for the selection of the Board of Directors, the director nominees for election to the Board of Directors by the shareholders at the annual meeting; and
- To give full consideration to succession planning for directors and other senior executives in the course of its work, taking into account the challenges and opportunities facing the company, and the required skills and expertise that are needed by the Board in future.

(ii) Committees of the Board of Directors

- Periodically review the composition of each committee of the Board of Directors and make recommendations to the Board of Directors for the creation of additional committees or the change in mandate or dissolution of committees; and
- Recommend to the Board of Directors persons to be members of the various committees.

In performing its duties, the Committee shall have the authority to obtain advice, reports or opinions from internal or external legal counsel and expert advisors, including any search firm to be used to identify candidates for the Board of Directors, and shall have sole authority to approve such experts' fees and other retention terms.

Adopted by Board on: 28 May 2020
Updated and adopted by Board on: 25 April 2024