



NOMINATING COMMITTEE
****NOMINATING POLICY****

Objective

To leverage expertise and credibility at the highest level, while still maintaining overall direction of the Company.

Policy

1. The selection of an individual as a director is based on the following general criteria :
 - (a) he must have a reputation for integrity, honesty and adherence to high ethical standards;
 - (b) he must have the experience, competency, professionalism and ability to exercise sound judgment in matters that relate to the current and long-term objectives of the Company and should be willing and able to contribute positively to the decision-making process of the Company;
 - (c) he must be willing and able to devote sufficient time to the affairs of the Company and be diligent in fulfilling the responsibilities of a director and Board committee member;
 - (d) he must not have, nor appear to have, a conflict of interest that would impair his ability to represent the interest of the Company's shareholders and stakeholders and to fulfill the responsibilities of a director;
 - (e) he must be committed to understand the Company and its industry; and
 - (f) he should have the expertise that is useful to the Company and complementary to the background and experience of other Board members, so that an optimum balance of members on the Board can be achieved and maintained.
2. The Nominating Committee may also consider whether the individual, if elected, assist in achieving a mix of Board members that represents a diversity of background and experience. No individuals shall be discriminated against on the basis of race, religion, gender, national origin, disability or any other basis.
3. The above criteria shall apply for selection of candidates for membership on the Board, Board Committees, for consideration of candidates recommended by shareholders, for nomination of existing Board members for re-election at each annual general meeting and for annual assessment of directors.