CHOO BEE METAL INDUSTRIES BERHAD

TERMS OF REFERENCE FOR EXECUTIVE COMMITTEE

1. PURPOSE

The Executive Committee ("Exco") shall be established by the Board of Directors ("Board") of Choo Bee Metal Industries Berhad ("Company") and its subsidiaries ("the Group") with the following responsibilities:

(a) Direct and oversee the formulation of strategic direction and initiatives;

(b) Develop and implement operational plans, policies and procedures;

(c) Provide direction and guidance to, and oversee Management's performance;

(d) Facilitate decision-making relating to strategic and major operational issues faced by the Group;

(e) Drive and monitor operating and financial performance;

(f) Review and monitor risks identified within the Group;

(g) Coordinate and monitor implementation of the Group's sustainability initiatives; and

(h) Provides impact oversight on the Group's sustainability initiatives

2. AUTHORITY

2.1 The Exco has the authority to carry out the functions as stated in its Terms of Reference and may at its own discretion or at the request of the Board, promptly give or make available to the Board such information, reports and other documents to enable the Board to carry out its duties.

2.2 The Exco in performing its duties, shall in accordance with the same procedures adopted by the Board:

(a) has the resources which are required to perform its duties;

(b) has full and unrestricted access to any employee and information pertaining to the Group; and

(c) be able to engage independent professional advisers or other advisers with relevant experience and expertise, whenever deemed necessary.

3. MEMBERSHIP

The Exco shall consist of three (3) Executive Directors. The Chief Executive Officer (CEO) shall be the Chairman of the Exco.

4. FUNCTIONS AND DUTIES

The Exco shall carry out the following functions and duties:

(a) Review and develop objectives and strategies of Group in line with the Group's strategic goals and initiatives, having regard to the interests of its shareholders, customers, employees and other stakeholders;

(b) Review and recommend to the Board for approval on budgets for capital expenditures which falls within the authority limits of the Board defined in the Group Summary of Authority Limits;

(c) Monitor and evaluate progress towards the Group's strategic goals and initiatives;

(d) Review and approve the expenditure which falls within the authority limits of Exco defined under the Group's Summary of Authority Limits;

(e) Receive and deliberate on the operational reports tabled by the relevant Heads of operation units, providing direction and guidance on their performance where required;

(f) Develop and implement a risk management framework;

(g) Ensure compliance with relevant policies and procedures, legislation and regulations;

(h) Ensure the adequacy and compliance with internal controls through active monitoring and management;

(i) Safeguard the integrity and adequacy of management information and financial reporting systems;

(j) Review the risks identified by risk owners and ensure that these risks are being managed effectively within the system of risk management and internal control;

(k) Deliberate and review the Risk Management and Internal Audit Reports presented by the Internal Auditors and management's reply on the corrective action;

(i) Support the Board and Board Committees in coordinating and monitoring the implementation of the Group's sustainability initiatives, and

(j) Review and deliberate on the proposed sustainability targets proposed by the SWG, including their feasibility, business relevance and alignment with the Group's sustainability strategies and objectives, before submission to the ARMC for review and recommendation to the Board for approval, where applicable.

Sustainability Working Group ("SWG")

The SWG, which supports the Exco, shall be led by an Executive Director and comprise middle and senior management, including the respective Heads of Departments (HODs). The SWG shall carry out the following functions and duties:

(a) Review the materiality assessment process and outcome;

(b) Evaluate sustainability-related risks and opportunities;

(c) Drive the implementation of the Group's sustainability strategies and policies;

(d) Propose sustainability targets, together with the supporting rationale and basis, for Exco's review and deliberation; and

(e) Monitor and report on the implementation of sustainability initiatives and performance against the approved sustainability targets.

5. MEETINGS

5.1 Meetings of the Exco shall be held at least four (4) times during the financial year of the Company i.e. on a quarterly basis with additional meetings to be convened as and when required by any member of the Exco.

5.2 If an Exco member is unable to be physically present at a meeting, the Exco member may choose to participate at a meeting by way of video or tele-conferencing or by means of other communication equipment so that the said member shall be deemed to be present at the meeting.

5.3 The quorum for a meeting of the Exco shall be two (2) members. In the absence of Chairman, the Deputy Chief Executive Officer shall chair the meeting.

5.4 The relevant Heads of operation units shall attend the Exco meeting. The Exco may request any employees to participate in the meeting, when necessary. The Internal Auditor shall attend the meeting to table the Risk Assessment Report and Internal Audit Report.

5.5 The Personal Assistant to the CEO or any eligible person appointed by the Exco shall be the secretary for the Committee.

5.6 Minutes of Exco meeting must be separate from that of the main Board meeting.

5.7 The Secretary shall maintain minutes of the proceedings of the meetings of the Exco. The minutes will be circulated to all members of the Board by the Company Secretary.

5.8 The Exco, through its Chairman or CFO, shall report matter(s) discussed and deliberated by Exco to the Board, which requires attention and approval of the Board. When presenting any recommendation to the Board, the Exco will provide such background and supporting information as may be necessary for the Board to make an informed decision.

6. REVIEW OF TERMS OF REFEENCE ("TOR")

6.1 The TOR of the Exco shall be reviewed periodically to ensure it remains relevant and appropriate to the Company's needs.

6.2 The TOR of the Exco is available on the Company's website at www.choobee.com.

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