

E. Responsibilities of the Board		
E.1 Board Duties and Responsibilities		
<i>Clearly defined board responsibilities and corporate governance policy</i>		
E.1.1	Does the company disclose its corporate governance policy / board charter?	Annual Report / Website / Annual CG Report.
E.1.2	Are the types of decisions requiring board of directors/commissioners' approval disclosed ?	Annual Report / Website / Annual CG Report.
E.1.3	Are the roles and responsibilities of the board of directors/commissioners clearly stated ?	Annual Report / Website / Annual CG Report.
<i>Corporate Vision/Mission</i>		
E.1.4	Does the company have a vision and mission statement?	Annual Report / Website / Annual CG Report.
E.1.5	Has the board review the vision and mission/strategy in the last financial year?	Annual Report / Website / Annual CG Report.
E.1.6	Does the board of directors monitor/oversee the implementation of the corporate strategy?	Board Charter/Annual Report/Annual CG Report
E.2 Board structure		
<i>Code of Ethics or Conduct</i>		
E.2.1	Are the details of the code of ethics or conduct disclosed?	Annual Report / Website / Annual CG Report.
E.2.2	Does the company disclose that all directors/commissioners, senior management and employees are required to comply with the code?	Annual Report / Website / Annual CG Report.
E.2.3	Does the company disclose how it implements and monitors compliance with the code of ethics or conduct?	Annual Report / Website / Annual CG Report.
<i>Board Structure & Composition</i>		
E.2.4	Do independent directors/commissioners make up at least 50% of the board of directors/commissioners?	Annual Report / Annual CG Report.
E.2.5	Are the independent directors/commissioners independent of management and major/ substantial shareholders?	Annual Report / Annual CG Report.
E.2.6	Does the company have a term limit of nine years or less for its independent directors/commissioners?	Annual Report / Website / Annual CG Report.
E.2.7	Has the company set a limit of five board seats that an individual independent/non-executive director/commissioner may hold simultaneously?	Annual Report / Website / Annual CG Report.
E.2.8	Does the company have any independent directors/commissioners who serve on a total of more than five boards of publicly-listed companies?	Annual Report / Annual CG Report.
E.2.9	Does the company have any executive directors who serve on more than two boards of listed companies outside of the group?	Annual Report / Annual CG Report.
<i>Nominating Committee</i>		
E.2.10	Does the company have a Nominating Committee (NC)?	Annual Report / Annual CG Report.

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E.2.11	Does the Nominating Committee comprise of a majority of independent directors/commissioners?	Annual Report / Annual CG Report.
E.2.12	Is the chairman of the Nominating Committee an independent director/commissioner?	Annual Report / Annual CG Report.
E.2.13	Does the company disclose the terms of reference/ governance structure/charter of the Nominating Committee?	Annual Report / Website / Annual CG Report.
E.2.14	Did the Nominating Committee meet at least twice during the year?	Annual Report / Annual CG Report.
E.2.15	Is the attendance of members at Nominating Committee meetings disclosed?	Annual Report / Annual CG Report.
Remuneration Committee/ Compensation Committee		
E.2.16	Does the company have a Remuneration Committee?	Annual Report / Annual CG Report.
E.2.17	Does the Remuneration Committee comprise of a majority of independent directors/commissioners?	Annual Report / Annual CG Report.
E.2.18	Is the chairman of the Remuneration Committee an independent director/commissioner?	Annual Report / Annual CG Report.
E.2.19	Does the company disclose the terms of reference/ governance structure/ charter of the Remuneration Committee?	Annual Report / Website / Annual CG Report.
E.2.20	Did the Remuneration Committee meet at least twice during the year?	Annual Report / Annual CG Report.
E.2.21	Is the attendance of members at Remuneration Committee meetings disclosed?	Annual Report / Annual CG Report.
Audit Committee		
E.2.22	Does the company have an Audit Committee?	Annual Report / Annual CG Report.
E.2.23	Does the Audit Committee comprise entirely of non-executive directors/commissioners with a majority of independent directors/commissioners?	Annual Report / Annual CG Report.
E.2.24	Is the chairman of the Audit Committee an independent director/commissioner?	Annual Report / Annual CG Report.
E.2.25	Does the company disclose the terms of reference/governance structure/charter of the Audit Committee?	Annual Report/ Website / Annual CG Report.
E.2.26	Does the Annual Report disclose the profile or qualifications of the Audit Committee members?	Annual Report / Annual CG Report.
E.2.27	Does at least one of the independent directors/commissioners of the committee have accounting expertise (accounting qualification or experience)?	Annual Report / Annual CG Report.
E.2.28	Did the Audit Committee meet at least four times during the year?	Annual Report / Annual CG Report.
E.2.29	Is the attendance of members at Audit Committee meetings disclosed?	Annual Report / Annual CG Report.
E.2.30	Does the Audit Committee have primary responsibility for recommendation on the appointment, and removal of the external auditor?	Annual Report / Website / Annual CG Report.

E. Responsibilities of the Board		
E.1	Board Duties and Responsibilities	
E.3	Board Processes	
Board meetings and attendance		
E.3.1	Are the board of directors meeting scheduled before the start of financial year?	Annual Report / Annual CG Report.
E.3.2	Does the board of directors/commissioners meet at least six times during the year?	Annual Report/ Website / Annual CG Report.
E.3.3	Has each of the directors/commissioners attended at least 75% of all the board meetings held during the year?	Annual Report / Annual CG Report.
E.3.4	Does the company require a minimum quorum of at least 2/3 for board decisions?	Annual Report / Website (In board charter/articles) / Annual CG Report.
E.3.5	Did the non-executive directors/commissioners of the company meet separately at least once during the year without any executives present?	Annual Report / Annual CG Report.
Access to information		
E.3.6	Are board papers for board of directors/commissioners meetings provided to the board at least five business days in advance of the board meeting?	Annual Report / Annual CG Report.
E.3.7	Does the company secretary play a significant role in supporting the board in discharging its responsibilities?	Annual Report / Annual CG Report.
E.3.8	Is the company secretary trained in legal, accountancy or company secretarial practices?	Annual Report / Annual CG Report.
Board Appointments and Re-Election		
E.3.9	Does the company disclose the criteria used in selecting new directors/commissioners?	Annual Report / Website / Annual CG Report.
E.3.10	Does the company disclose the process followed in appointing new directors/commissioners?	Annual Report / Website / Annual CG Report.
E.3.11	Are all the directors/commissioners subject to re-election at least once every three years?	Annual Report / Website
Remuneration Matters		
E.3.12	Does the company disclose its remuneration (fees, allowances, benefit-in-kind and other emoluments) policy/practices (i.e. the use of short term and long term incentives and performance measures) for its executive directors and CEO?	Annual Report / Website / Annual CG Report.
E.3.13	Is there disclosure of the fee structure for non-executive directors/commissioners?	Annual Report / Annual CG Report.
E.3.14	Do the shareholders or the Board of Directors approve the remuneration of the executive directors and/or the senior executives?	Annual Report / Notice to AGM.
E.3.15	Do independent non-executive directors/commissioners receive options, performance shares or bonuses?	Annual Report / Notice to AGM / Announcements.
Internal Audit		
E.3.16	Does the company have a separate internal audit function?	Annual Report

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E.3.17	Is the head of internal audit identified or, if outsourced, is the name of the external firm disclosed?	Annual Report / Annual CG Report.
E.3.18	Does the appointment and removal of the internal auditor require the approval of the Audit Committee?	Annual Report
Risk Oversight		
E.3.19	Does the company disclose the internal control procedures/risk management systems it has in place?	Annual Report/website
E.3.20	Does the Annual Report disclose that the board of directors/commissioners has conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems?	Annual Report
E.3.21	Does the company disclose how key risks are managed?	Annual Report/website
E.3.22	Does the Annual Report contain a statement from the board of directors/commissioners or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems?	Annual Report
E.4 People on the Board		
Board Chairman		
E.4.1	Do different persons assume the roles of chairman and CEO?	Annual Report / Website / Annual CG Report.
E.4.2	Is the chairman an independent director/commissioner?	Annual Report / Website / Annual CG Report.
E.4.3	Has the chairman been the company CEO in the last three years?	Annual Report / Website / Annual CG Report.
E.4.4	Are the role and responsibilities of the chairman disclosed?	Annual Report / Website / Annual CG Report.
Skills and Competencies		
E.4.5	Does at least one non-executive director/commissioner have prior working experience in the major sector that the company is operating in?	Annual Report Corporate website or the Exchange website may need to be used to identify the major industry the company is in.
E.4.6	Does the company disclose a board of directors/commissioners diversity policy?	Annual Report / Website / Annual CG Report.
E.5 Board Performance		
Directors Development		
E.5.1	Does the company have orientation programmes for new directors/commissioners?	Annual Report / Annual CG Report.
E.5.2	Does the company have a policy that encourages directors/commissioners to attend on-going or continuous professional education programmes?	Annual Report
CEO/Executive Management Appointments and Performance		

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E.5.3	Does the company disclose how the board of directors/commissioners plans for the succession of the CEO/Managing Director/President and key management?	Annual Report / Website / Annual CG Report.
E.5.4	Does the board of directors/commissioners conduct an annual performance assessment of the CEO/Managing Director/President?	Annual Report / Annual CG Report.
<i>Board Appraisal</i>		
E.5.5	Is an annual performance assessment conducted of the board of directors/commissioners?	Annual Report / Website / Annual CG Report.
E.5.6	Does the company disclose the process followed in conducting the board assessment?	Annual Report / Website / Annual CG Report.
E.5.7	Does the company disclose the criteria used in the board assessment?	Annual Report / Website / Annual CG Report.
<i>Director Appraisal</i>		
E.5.8	Is an annual performance assessment conducted of individual director/commissioner?	Annual Report / Annual CG Report.
E.5.9	Does the company disclose the process followed in conducting the director/commissioner assessment?	Annual Report / Website / Annual CG Report.
E.5.10	Does the company disclose the criteria used in the director/commissioner assessment?	Annual Report / Website / Annual CG Report.
<i>Committee Appraisal</i>		
E.5.11	Is an annual performance assessment conducted of the board of directors/commissioners committees?	Annual Report / Annual CG Report.