

**MCB CAPITAL MARKETS LTD**

**NOMINATION AND APPOINTMENT PROCESSES OF  
NON-EXECUTIVE DIRECTORS**

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## **1. DIRECTORS' APPOINTMENT AS PER THE CONSTITUTION OF THE COMPANY**

### **1.1 Appointment to fill Casual Vacancy**

The Board of directors of MCB Capital Markets Ltd ("MCBCM" or the "Company") may at any time upon the office of a Director being vacated, fill up the vacated office by electing a new Director until the next Annual Meeting of Shareholders where the director shall then be eligible for re-election.

### **1.2 Appointment of Directors by resolution**

A person may be appointed as a director of the Company by an Ordinary Resolution. A resolution to appoint two or more directors may be voted on one resolution without each appointment being voted on individually.

## **2. NOMINATION AND APPOINTMENT PROCESSES**

- 2.1 The nomination and appointment processes are carried out/ratified by the Remuneration, Corporate Governance, Ethics and Sustainability Committee (RCGES) of MCB Group Limited, the ultimate holding company of MCBCM.
- 2.2 Once Board has reviewed and is satisfied with the profile of the candidates, the Board shall appoint the director/s either to fill a casual vacancy or as an addition to the existing directors until the next Annual Meeting of Shareholders.
- 2.3 Reappointment of a director at the end of his/her mandate shall be subject to approval from the Board of directors and to election by the shareholder.
- 2.4 A letter of appointment stipulating the terms and conditions is remitted to the new director/s.
- 2.5 Necessary filing is effected with regulatory authorities.
- 2.6 An induction programme is to be provided to the new Directors covering their roles and responsibilities.