



Position Statement of the Chairperson of the Corporate Governance and Conduct Review Committee

The Board of Directors of CIM Financial Services Ltd has approved a position statement for the Chairperson of the Corporate Governance and Conduct Review Committee (CGCRC).

The duties of the Chairperson of the Corporate Governance and Conduct Review Committee shall include but shall not be restricted to:

- Setting the date and determining the frequency of meetings of the CGCRC in collaboration with the Company Secretary;
- Setting the agenda of the CGCRC in consultation with the Company Secretary and the CEO;
- Chairing the meetings of the CGCRC and ensuring that the CGCRC functions efficiently;
- Ensuring that the items which require the approval of the CGCRC have been tabled and properly discussed;
- Assisting the Board for any special assignments;
- Evaluating the Committee's and individual members' performance on a regular basis;
- Recommending to the Board any corporate governance provision or best practices to be adopted;
- Ensuring, with the Committee, that the Board complies with any prevailing corporate governance principle as well as the ethical standards and requirements of CIM Financial Services Ltd;
- Promoting good governance principles with regard to nominations and remuneration;
- Reporting to the Board any recommendations of the CGCRC or any decisions taken by the Committee; and
- Ensuring with the Committee that any disclosure made with regard to Corporate Governance in the annual report or any other report is in accordance with all the principles of the Code;
- Delegating to the Management Credit Committee to approve each credit exposures to related parties whilst ensuring that market terms and conditions are applied to all related party transaction;
- Reviewing and ratify credit exposures to related parties;
- Reviewing the practices of Cim Group to ensure any transaction with related parties that may have a material effect on the stability and solvency of the Group is identified and dealt in a timely manner; and
- Ensuring that board members with conflict of interest are excluded from approval process of related party transactions and ensuring that the board of directors has given prior approval to write off of related party credit exposures.

