

## Principle 1.4 - Performance Evaluation & Professional Development

### BEST PRACTICE RECOMMENDATIONS

#### *1. Performance Review*

- The [Nominating & Remuneration Committee](#) takes responsibility for evaluating the Board's performance. The [Nominating & Remuneration Committee](#) decides how the Board's performance may be evaluated and proposes objective performance criteria. Such performance criteria, that allow comparison with its industry peers, should be approved by the Board and address how the Board can enhance long term shareholders' value.
- These performance criteria should not be changed from year to year, and where circumstances deem it necessary for any of the criteria to be changed, the onus should be on the Board to justify this decision.
- In addition to any relevant performance criteria, which the Board may propose, the performance evaluation should also consider the Company's share price performance over a five (05) year period vis-à-vis a benchmark index of its industry peers.
- Individual evaluation should aim to show whether each Director continues to contribute effectively and to demonstrate commitment to the role (including commitment of time for Board and committee meetings and any other duties).
- The Chairman should act on the results of the performance evaluation by recognising the strengths and addressing the weaknesses of the Board and, where appropriate, proposing new members to be appointed to the Board or seeking the resignation of Directors.
- The Non-Executive Directors, led by the Senior Independent Director, should be responsible for performance evaluation of the Chairman, taking into account the views of Executive Directors.

#### *2. Induction & Professional Development*

- The Company has in place a formal and tailored induction designed to allow new Board appointees to participate fully and actively in Board decision-making at the earliest opportunity.
- The induction program enables Directors to gain an understanding of:
  - (a) the Company's financial, strategic, operational and risk management position;
  - (b) their rights, duties and responsibilities;
  - (c) the role of the Board Committees.
- The [Nominating & Remuneration Committee](#) is responsible for ensuring that an effective induction process is in place and regularly reviews its effectiveness.

All new Directors, more particularly non-executive Directors, are provided with an induction programme and orientation material within six (06) months of their appointment to the Board in order to assist them in discharging their duties. The Company Secretary, under the direction of the NRC, together with the CEO and CFO, is responsible for scheduling the induction programmes and for periodically providing material or briefing sessions for all directors.

As a general rule, a combination of selected written information together with presentations and activities such as meetings and site visits help give a new appointee a balanced and real-life overview of the Company. Care is taken not to

overload the new Director/s with too much information. The new Director/s is/are provided with a list of all the induction information that is being made available to him/her/them so that he/she/they may call up items if required before otherwise provided.