

CORPORATE GOVERNANCE COMMITTEE

The Corporate Governance Committee (the “Committee”) was established on 27 April, 2001.

The Committee’s principal role is to ensure the compliance with the revamp of listing requirements of Kuala Lumpur Stock Exchange (the “Listing Requirements”) and the Malaysian Code on Corporate Governance (the “Code”) as well as the implementation and enforcement of the good corporate governance of the group.

TERMS OF REFERENCE

COMPOSITION

The Committee shall consist of at least three (3) members appointed by the Board, as they think fit. The member of the Committee need not be a Company’s Board member.

The Secretary to the Committee shall be any person appointed by the Committee.

AUTHORITY

The Committee is authorised by the Board to obtain outside legal or other independent professional advice if it considers this necessary and proceed with any relevant action within its terms of reference.

DUTIES

The duties of the Committee shall be:

- To discuss and implement the necessary action in relation to the Listing Requirements and the Code and propose to the Board for consideration and approval, if any;
- To ensure the compliance with the Listing Requirements and the Code;
- To resolve any problems arising within the group in respect of the Code;
- To discuss any relevant matter as they think fit.

RETIREMENT AND RESIGNATION

In the event of any vacancy in the Committee resulting in non-compliance with the minimum requisite no of member, the said vacancy must be filled within 2 months from the date.

PLB ENGINEERING BERHAD
CO. NO.:199701002728 (418224-X)

REVIEW OF THE COMMITTEE

The Board of Directors of the Company must review the terms of office and performance of the Committee and each of its members at least once every 3 years to determine whether such Committee has carried out their duties in accordance with their terms of reference.

MEETING

The Committee shall meet at least two (2) times per financial year. The quorum of the meeting is three (3).

The procedures of the meeting are as follows:-

- The members may regulate their meeting as they think fit
- Every notice convening meeting shall specify the place, the day, the hour and the agenda of the meeting and shall given to all members at least one day before the meeting.
- Any question arising at any Committee meeting shall be decided by a majority of votes and a determination by a majority of committee. In the case of an equality of votes the Chairman shall have a casting vote.
- The minutes of the meeting shall keep at the business office of the Company.