

## **SUSTAINABILITY COMMITTEE TERMS OF REFERENCE**

### **1. CONSTITUTION**

The Board of Directors (“the Board”) of Sealink International Berhad (“Sealink” or “the Company”) establishes a committee known as Sustainability Committee (“the Committee”), which comprises a majority of independent directors, to oversee, consider, deliberate and resolve matters relating to Sustainability Practices. The Terms of Reference of the Sustainability Committee is available on Sealink’s website at [www.asiasealink.com](http://www.asiasealink.com).

The function of the Sustainability Committee shall extend to Sealink and all its subsidiary companies (collectively known as the “Group”).

### **2. OBJECTIVES**

The Sustainability Committee is established to assist the Board in fulfilling its oversight responsibilities in relation to the Sealink’s Group of Companies’ sustainability strategy and initiatives covering environmental, social and economical aspect as well as embedding sustainability practices into the business.

### **3. MEMBERSHIP**

The Sustainability Committee comprises of the following:

- Executive Director (Chairman); and
- 2 Independent Non-Executive Directors.

### **4. SECRETARY**

The Secretary of the Sustainability Committee shall be the Secretary of the Company. The Secretary will attend and record all meeting proceedings.

Minutes shall be distributed to Sustainability Committee members and shall be approved by the Chairman of the meeting in the next Sustainability Committee meeting.

### **5. PROCEEDINGS**

- 5.1 The Sustainability Committee shall meet at least one (1) time annually with due notice of issues to be discussed sent to members of the Committee, and shall record its conclusions in discharging its duties and responsibilities. The Chairman may call for additional meetings at any time at his discretion;
- 5.2 The quorum for a meeting shall be two (2) members including at least one (1) independent non-executive director;
- 5.3 In the absence of the Sustainability Committee Chairman, one (1) member of the Sustainability Committee shall be elected to chair the meeting;

- 5.4 Other employees in the Group may be invited to attend the Sustainability Committee meetings in respect of agenda items that require their presence for the purpose of briefing the Committee; and
- 5.5 The Chairman of Sustainability Committee shall report to the Board on its proceedings on all matters within its duties and responsibilities that should be brought to the Board's attention and provide recommendations of the Sustainability Committee that require the Board's approval at the Board meeting.

## **6. AUTHORITY**

In carrying out its duties and responsibilities, the Sustainability Committee shall have the following authority, in accordance with the procedures to be determined by the Board at the cost of Sealink:-

- 6.1 have the resources which are required to perform its duties;
- 6.2 have full and unrestricted access to any information, records, properties and personnel of the Group to obtain any information pertaining to the Group relevant for its purpose;
- 6.3 to obtain independent professional or other advice, as deemed necessary, to assist the Committee or any individual member of the Committee in the proper discharge of its roles, responsibilities and duties, at the expense of the Company; and
- 6.4 access to the advice and services of the Secretary and other functions within the Group.

The Committee shall be assisted by the Senior Management to drive sustainability best practices in the Group.

The Committee shall also be assisted by the designated personnel to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the Group.

## **7. DUTIES AND RESPONSIBILITIES**

The Committee's responsibilities shall include, but are not limited to the following:

- 7.1 to direct and oversee the formulation of the Board's Sustainability Policy the Group's overall sustainability strategies, sustainability framework, initiatives, priorities and targets as well as principles and policies which are aligned with the Group's commitment towards sustainability;
- 7.2 to direct and oversee the Group's health, safety, environment and community ("HSEC") performance as well as the adequacy of the Group's HSEC framework and management system consequences of decisions and actions, including the impact on employees and third parties and communities and on the reputation of the Group;
- 7.3 to ensure that the Group's strategic plan supports long-term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability, human rights as well as climate-related risks and opportunities;
- 7.4 to oversee and monitor the strategic management of material sustainability matters, risks as well as opportunities driven by Senior Management and monitor progress

against the achievement of the Groups' sustainability targets (sustainability key performance indicators);

- 7.5 to review issues relating to sustainability arising from grievance, independent audits and assurance reports as well as any matters highlighted by the external consultants;
- 7.6 to monitor employee awareness programmes in undertaking the Group's approach to sustainability and support action on sustainability across the Group;
- 7.7 to ensure that the Group's overall sustainability framework, strategies, priorities and targets as well as performance against these targets are communicated to the Group's internal and external stakeholders through appropriate means such as engagement and disclosures; and
- 7.8 to review any reporting of matters to the shareholders and/or relevant authorities, disclosure in relation to sustainability and other statements which are mandated by Bursa Malaysia relating to the Group's sustainability matters (including Sustainability Statement/Sustainability Report) and recommend to the Board for approval.

## **8. REVIEW OF THE TERMS OF REFERENCE**

The Sustainability Committee shall at least annually perform a review and an evaluation of its performance to ensure that it is meeting its responsibilities as set forth in this Terms of Reference. The review shall specially include consideration of the following:

- 8.1 frequency and timeliness of the Sustainability Committee meetings;
- 8.2 adequacy and quality of information and materials provided to the Sustainability Committee;
- 8.3 effectiveness of the Sustainability Committee in carrying out the duties as set out in this Terms of Reference;
- 8.4 contribution of individual Sustainability Committee member; and
- 8.5 appropriateness and adequacy of this Terms of Reference. The Sustainability Committee shall recommend to Board for approval such changes to its Terms of Reference in such manner as the Sustainability Committee deems appropriate.

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