

# CENTRALRETAIL

## Selection and Nomination Criteria of Directors

Amended as of 14 June 2021

To select and nominate new director(s), the Nomination and Remuneration Committee will consider persons with qualifications stipulated in the Board of Directors Charter pursuant to the law and the Company's skill matrix as in line with its business strategy to ensure that the structure of the Board of Directors comprises experts with diverse background on competency, experience, knowledge, professional skill, or other qualifications (Board Diversity) that are beneficial to business conduct and upholding the ethics and integrity. The consideration will be without any discrimination on the grounds of gender, age, race, and religious belief, etc. In addition, the nominated directors shall not hold director positions in more than 5 listed companies altogether. The independent directors shall possess qualifications of independent directors as stipulated by the law. The existing independent directors to continue their term of office shall consecutively be independent directors for not more than 9 years, unless the Board of Directors deems as appropriate to extend their term of office based on rationale and necessity.

In this regard, the Company has defined the skill matrix in different areas as follows:

- 1) Administration and management of large organizations
- 2) Economics, investment, policy formulation and planning
- 3) Risk and business continuity management
- 4) Human resource management
- 5) Corporate Governance/CSR
- 6) Accounting
- 7) Finance and taxation
- 8) Information technology
- 9) Laws and regulations for listed companies
- 10) Marketing and public relations
- 11) Digital/Online
- 12) Central Retail's core business

# CENTRALRETAIL

To select new directors, the Nomination and Remuneration Committee will also consider based on the Director Pool prepared by IOD.

After careful consideration, the Nomination and Remuneration Committee will propose the names of those persons to the Board of Directors meeting for consideration. The Board of Directors will at its discretion consider and screen those names to ensure that the director or executive nominees have qualifications that are suitable for the Company's business to be approved the appointment as director or to proposed to the shareholders' meeting for further consideration and selection.