

**AXYS INVESTMENT PARTNERS LTD****Appointment process****Non-Executive Directors (“NED”)**

The appointment process:

- The Board carries out the nomination and appointment process;
- The Board identifies suitable candidates after determining whether the potential candidates have the required established criteria and whether the potential new directors are fit and proper and are not disqualified from acting as directors;
- The Board carries out interviews before selecting appropriate candidates;
- Once the Board has reviewed and is satisfied with the profile of the candidates, the Board shall request the approval of the regulator;
- Upon approvals being obtained from the regulator, the Board shall appoint the director/s either to fill a casual vacancy or as an addition to the existing directors until the next Annual Meeting of Shareholders;
- Reappointment of a director at the end of his/her mandate shall be subject to approval from the Board of directors and to election by the shareholder;
- A letter of appointment stipulating the terms and conditions is remitted to the new director/s;
- Necessary filing is effected with the Registrar of Companies; and
- An induction programme is provided to the new Directors covering their roles and responsibilities.