

Tecnotree

CHARTER OF THE NOMINATION COMMITTEE

This charter document (the “**Charter**”) will govern the appointment, composition, duties and the working of the Nomination Committee (the “**Committee**”) of Tecnotree Corporation (“**Tecnotree/Company**”) and will be treated as the reference document for the Committee.

1. OBJECTIVE

1.1. The objective of the Committee is to ensure the efficient preparation of matters pertaining to the appointment of the board of directors (“**Board**”) of the Company and to promote the transparency and the systematic functioning of the election process, and to discharge such mandatory duties as prescribed under applicable law.

2. ELIGIBILITY, APPOINTMENT AND COMPOSITION OF THE COMMITTEE

2.1. The members of the Committee shall evaluate the candidates eligible to be part of the Board of the Company and make their recommendations to the shareholders at the general meeting.

2.2. The majority of the Committee shall be independent of the Company. The CEO, CFO or other executives of the Company cannot be appointed as members of the Committee.

2.3. The CFO of the Company will act as the Secretary of the Committee. The Secretary's task will be to participate in the preparations for the meetings and to prepare the minutes of the meeting.

2.4. The Board of Directors of Tecnotree Corporation (the “**Board**”) shall appoint from amongst its directors the Chairman and the members of the Committee.

2.5. The Committee shall comprise of a minimum of three (3) members.

3. ROLE OF THE COMMITTEE

3.1. The role of the Committee shall be as follows:

Tecnotree

- i. Evaluate the candidates and ensure that they are eligible to be members of the Board; and
- ii. Recommend candidates in accordance with the requirement of the Company.

4. DUTIES OF THE COMMITTEE

The Committee shall meet regularly to discuss matters and issues solely pertaining to discharging its role and duties as specified under this Charter.

The main duties of the Committee are as follows:

- i. Prepare a proposal to be presented to the general meeting of the Company regarding the composition of the Board (including information on the number of candidates and their details);
- ii. Prepare a proposal to be presented to the general meeting concerning the remuneration of the Board in accordance with the remuneration policy prepared by the Remuneration Committee;
- iii. Present the proposal to the shareholders at the general meeting;
- iv. Prepare the Board of Directors' diversity principles;
- v. Prepare plans regarding succession planning for the members of the Board;
- vi. Evaluate the processes aimed at ensuring compliance with laws and regulations;
- vii. Work with the CEO and CFO of the Company, and further direct the CEO and CFO in relation to taking any necessary steps as felt appropriate by the Committee; and
- viii. Pass resolutions and monitor any special issues allocated by the Board and falling within the competence of the Committee (such as issues relating to the Company's procedures and/or specific risks).

5. WORKING OF THE COMMITTEE

- i. The Committee shall convene regularly, as invited by the Chairman of the Committee.
- ii. The Committee shall be considered to have quorum when a majority of the Committee members, including the Chairman, are present. The Company's CEO, CFO and other members of the management may attend the meetings.
- iii. The Committee shall have the authority to request reports relating to any of the duties within the scope of its responsibility.
- iv. The Committee shall regularly report its activities to the Board of Directors.