

**The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)**

The Board of Directors of the Company, having reviewed and considered Mr Yap's qualifications, working experience and independence, is of the view that Mr Yap has the prerequisites suitable for the role of Lead Independent Non-Executive Director, Chairman of the RC and a member of the AC and NC of the Company.

The Board, in consultation of the NC, has also reviewed the disclosures made by Mr Yap in relation to M Development Ltd. and is of the view that the liquidation of subsidiaries and the internal inquiry into the Winsta Group (as defined below) have no bearing on the suitability of Mr Yap after considering that Mr Yap is at no time a subject of the internal inquiry and he was, together with other members of the board of MDL, overseeing the review process by KordaMentha.

Mr Yap is considered independent by the Board of Directors for the purpose of Rule 704(7) of the Catalist Rules notwithstanding that he was formerly an Independent Non-Executive Director of the Company from 31 October 2007 to 19 May 2020.

The Board is of the view that a Non-Executive Director's independence cannot be determined arbitrarily on the basis of a set period of time. In assessing the independence of a Non-Executive Director, the Board considers it is more appropriate to have regard to the substance of the Non-Executive Director's professionalism, integrity, objectivity, and ability to exercise independence of judgement in his deliberation in the interest of the Company, and not merely based on form.

Mr Yap is a distinguished and well known figure in his field of expertise and is conversant with the Group's businesses. He is able to bring valuable insights and contributions to the Board.

The Board has considered Mr Yap's previous participation and performance on the Board and the Board is of the view that Mr Yap has at all times exercised independent judgement in the best interests of the Company in the discharge of his director's duties and should therefore continue to be deemed an Independent Non-Executive Director.

With that, Mr Yap is considered independent by the Board of Directors for the purpose of Rule 704(7) of the Catalist Rules.