



R-Opus Management Inc.

Terms of Reference of the Nomination Committee

The terms of reference of the Nomination Committee include the following specific duties:-

- (a) Review the structure, size and composition (including the skills, knowledge and experience) of the board at least annually and make recommendations on any proposed changes to the board to complement the corporate strategy, with due regards to the Board Diversity Policy;
- (b) Identify individuals suitably qualified to become board members and select or make recommendations to the board on the selection of individuals nominated for directorships;
- (c) Assess the independence of independent non-executive directors; and
- (d) Make recommendations to the board on the appointment or re-appointment of directors and succession planning for directors.