Corporate Governance

Wilmar Governance Framework

	Chairman & CEO		Board/Group Secretary
Committee	Committee Members	Key Responsibilities	;
EXECUTIVE COMMITTEE	Chairman Kuok Khoon Hong Member Pua Seck Guan	 General management and operational matters Monitoring Group performance Business development of the Group 	
CAPITAL APPROVAL COMMITTEE	Members • Kuok Khoon Hong • Pua Seck Guan • Ho Kiam Kong • Matthew John Morgenroth	 Review and approve capital expenditure for projects to b undertaken by the Group Ensure funds invested realize their best return (Internal Rat of Return/ Return on Investments) for the Group 	
AUDIT COMMITTEE	Chairman Tay Kah Chye Members • Kwah Thiam Hock • Yeo Teng Yang	 Assists the Board in discharging its statutory and other responsibilities Oversees financial reporting, internal control and rist management systems, internal and external audit process interested person transactions, IT and whistleblowing matters 	
RISK MANAGEMENT COMMITTEE	Chairman Yeo Teng Yang Members • Kuok Khoon Hong • Tay Kah Chye	 Review overall risk management policies/ guidelines framework including environmental sustainability issues Review and recommend risk limits Determines risk tolerance level for the Group Review major non-compliance with risk policies 	
EXECUTIVE RISK COMMITTEE	Members • Kuok Khoon Hong • Pua Seck Guan • Ho Kiam Kong • Thomas Lim Kim Guan	 Monitors and improves overall effectiveness of ris management system Review trade positions and limits of forward purchase and sal Provides risk management oversight on market risk exposure on commodities and currencies 	
NOMINATING COMMITTEE	Chairman Kwah Thiam Hock Members • Kuok Khoon Hong • Tay Kah Chye • Yeo Teng Yang	 Review all Board appointments, re-appointments and retirement of Directors Review the independence of Directors Review succession plans for the Board and Management Review and recommend appropriate performance benchmarks for monitoring the share performance of Wilmar, relative to its peers in the same industry Conduct assessments of the effectiveness of Board, Board Committees and Directors 	
REMUNERATION COMMITTEE	Chairman Kwah Thiam Hock Members • Yeo Teng Yang • Tay Kah Chye	 Review and recommend a framework of remuneration for the Board and senior management Study market trends relating to incentives in remunerating employees and determine performance measures criteria Administration of the Company's share options scheme 	
SHARE PURCHASE COMMITTEE	Chairman Kuok Khoon Hong Member Pua Seck Guan	Decide on the terms and all matters for effecting shall buyback by way of on-market purchase(s) or off-market purchase(s)	