

Committee Charters

Our Board of Directors maintains an Audit Committee, an Executive Committee, a Compensation & Administrative Committee, a Litigation Committee and a Nominating Committee.

The **Audit Committee** is responsible for making recommendations to our Board of Directors regarding the selection of independent auditors, reviewing the results and scope of audits and other services provided by our independent auditors and reviewing and evaluating our internal audit and control functions.

The **Executive Committee** is responsible for facilitating the role of the Board in guiding the management of the Company towards enhancement of their decision-making process, management systems and strengthening the core competencies of the Pacific Internet group of companies.

The **Compensation & Administrative Committee** is responsible for setting compensation for key employees, Board of Directors and company-wide incentive schemes such as Employee Share Option Plans.

The **Litigation Committee** is responsible for deciding on the course of action to be taken by the Company in respect of a certain US class action suit in which the Company is a defendant.

The **Nominating Committee** is responsible for assisting the Board by (i) developing and recommending the Board's criteria for the selection of new directors; (ii) identifying individuals qualified to become Board members in accordance with such criteria; and (iii) making recommendations on such qualified candidates for appointment to the Board.