

Source Document/ Location of Information

E. Responsibilities of the Board

E.1 Board Duties and Responsibilities
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<i>Clearly defined board responsibilities and corporate governance policy</i>		
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E.1.1	Does the company disclose its corporate governance policy / board charter?	Annual Report / Website / Annual CG Report.
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E.1.2	Are the types of decisions requiring board of directors/commissioners' approval disclosed ?	Annual Report / Website / Annual CG Report/Board Charter
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E.1.3	Are the roles and responsibilities of the board of directors/commissioners clearly stated ?	Annual Report / Website / Annual CG Report/Board Charter
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<i>Corporate Vision/Mission</i>		
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E.1.4	Does the company have an updated vision and mission statement?	Annual Report / Website / Annual CG Report.
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E.1.5	Does the board of directors play a leading role in the process of developing and reviewing the company's strategy at least annually?	Annual Report / Website / Annual CG Report/CG Manual
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E.1.6	Does the board of directors have a process to review, monitor and oversee the implementation of the corporate strategy?	Annual Report/Annual CG Report/Website
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E.2 Board structure

<i>Code of Ethics or Conduct</i>		
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E.2.1	Are the details of the code of ethics or conduct disclosed?	Annual Report / Website / Annual CG Report.
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E.2.2	Are all directors/commissioners, senior management and employees required to comply with the code/s?	Annual Report / Website / Annual CG Report.
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E.2.3	Does the company have a process to implement and monitor compliance with the code/s of ethics or conduct?	Annual Report / Website / Annual CG Report.
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<i>Board Structure & Composition</i>		
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E.2.4	Do independent directors/commissioners make up at least 50% of the board of directors/commissioners?	Annual Report / Annual CG Report/Website.
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E.2.5	Does the company have a term limit of nine years or less or 2 terms of five years ¹ each for its independent directors/ commissioners?	Annual Report / Website / Annual CG Report.
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	¹ The five years term must be required by legislation which pre-existed the introduction of the ASEAN Corporate Governance Scorecard in 2011	
E.2.6	Has the company set a limit of five board seats that an individual independent/non-executive director/commissioner may hold simultaneously?	Annual Report / Website / Annual CG Report.
E.2.7	Does the company have any executive directors who serve on more than two boards of listed companies outside of the group?	Annual Report / Website / Annual CG Report.
<i>Nominating Committee</i>		
E.2.8	Does the company have a Nominating Committee?	Annual Report / Website / Annual CG Report.
E.2.9	Is the Nominating Committee comprised of a majority of independent directors/commissioners?	Annual Report / Website / Annual CG Report.
E.2.10	Is the chairman of the Nominating Committee an independent director/commissioner?	Annual Report / Website / Annual CG Report.
E.2.11	Does the company disclose the terms of reference/ governance structure/charter of the Nominating Committee?	Annual Report / Website / Annual CG Report.
E.2.12	Is the meeting attendance of the Nominating Committee disclosed and if so, did the Nominating Committee meet at least twice during the year?	Annual Report / Website / Annual CG Report.
<i>Remuneration Committee/ Compensation Committee</i>		
E.2.13	Does the company have a Remuneration Committee?	Annual Report / Website / Annual CG Report.
E.2.14	Is the Remuneration Committee comprised of a majority of independent directors/commissioners?	Annual Report / Website / Annual CG Report.
E.2.15	Is the chairman of the Remuneration Committee an independent director/commissioner?	Annual Report / Website / Annual CG Report.
E.2.16	Does the company disclose the terms of reference/ governance structure/ charter of the Remuneration Committee?	Annual Report / Website / Annual CG Report.
E.2.17	Is the meeting attendance of the Remuneration Committee disclosed and, if so, did the Remuneration Committee meet at least twice during the year?	Annual Report / Website / Annual CG Report.
<i>Audit Committee</i>		
E.2.18	Does the company have an Audit Committee?	Annual Report / Website / Annual CG Report.
E.2.19	Is the Audit Committee comprised entirely of non-executive directors/commissioners with a majority of independent directors/commissioners?	Annual Report / Website / Annual CG Report.
E.2.20	Is the chairman of the Audit Committee an independent director/commissioner?	Annual Report / Website / Annual CG Report.

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E. Responsibilities of the Board		
E.2.21	Does the company disclose the terms of reference/governance structure/charter of the Audit Committee?	Annual Report/ Website / Annual CG Report.
E.2.22	Does at least one of the independent directors/commissioners of the committee have accounting expertise (accounting qualification or experience)?	Annual Report / Website / Annual CG Report.
E.2.23	Is the meeting attendance of the Audit Committee disclosed and, if so, did the Audit Committee meet at least four times during the year?	Annual Report / Website / Annual CG Report.
E.2.24	Does the Audit Committee have primary responsibility for recommendation on the appointment, and removal of the external auditor?	Annual Report / Website / Annual CG Report.

E.3 Board Processes		
<i>Board meetings and attendance</i>		
E.3.1	Are the board of directors meeting scheduled before the start of financial year?	Annual Report / Website / Annual CG Report.
E.3.2	Does the board of directors/commissioners meet at least six times during the year?	Annual Report / Website / Annual CG Report.
E.3.3	Has each of the directors/commissioners attended at least 75% of all the board meetings held during the year?	Annual Report / Website / Annual CG Report.
E.3.4	Does the company require a minimum quorum of at least 2/3 for board decisions?	Annual Report / Website (In board charter/articles) / Annual CG Report.
E.3.5	Did the non-executive directors/commissioners of the company meet separately at least once during the year without any executives present?	Annual Report / Website / Annual CG Report.
<i>Access to information</i>		
E.3.6	Are board papers for board of directors/commissioners meetings provided to the board at least five business days in advance of the board meeting?	Annual Report / Website / Annual CG Report.
E.3.7	Does the company secretary play a significant role in supporting the board in discharging its responsibilities?	Annual Report / Website / Annual CG Report.
E.3.8	Is the company secretary trained in legal, accountancy or company secretarial practices and has kept abreast on relevant developments?	Annual Report / Website / Annual CG Report.
<i>Board Appointments and Re-Election</i>		
E.3.9	Does the company disclose the criteria used in selecting new directors/commissioners?	Annual Report / Website / Annual CG Report.
E.3.10	Did the company describe the process followed in appointing new directors/commissioners?	Annual Report / Website / Annual CG Report.

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E.3.11	Are all directors/commissioners subject to re-election every 3 years; or 5 years for listed companies in countries whose legislation prescribes a term of 5 years ² each? ² The five years term must be required by legislation which pre-existed the introduction of the ASEAN Corporate Governance Scorecard in 2011	Annual Report / Website / Annual CG Report.
Remuneration Matters		
E.3.12	Does the company disclose its remuneration (fees, allowances, benefit-in-kind and other emoluments) policy/practices (i.e. the use of short term and long term incentives and performance measures) for its executive directors and CEO?	Annual Report / Website / Annual CG Report.
E.3.13	Is there disclosure of the fee structure for non-executive directors/commissioners?	Annual Report / Website / Annual CG Report.
E.3.14	Do the shareholders or the Board of Directors approve the remuneration of the executive directors and/or the senior executives?	Annual Report / Notice to AGM/Website/Annual CG Report
E.3.15	Does the company have measurable standards to align the performance-based remuneration of the executive directors and senior executives with long-term interests of the company, such as claw back provision and deferred bonuses?	Annual Report / Website / Annual CG Report.
Internal Audit		
E.3.16	Does the company have a separate internal audit function?	Annual Report
E.3.17	Is the head of internal audit identified or, if outsourced, is the name of the external firm disclosed?	Annual Report / Annual CG Report.
E.3.18	Does the appointment and removal of the internal auditor require the approval of the Audit Committee?	Annual Report
Risk Oversight		
E.3.19	Does the company establish a sound internal control procedures/risk management framework and periodically review the effectiveness of that framework?	Annual Report/website
E.3.20	Does the Annual Report/Annual CG Report disclose that the board of directors/commissioners has conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems?	Annual Report/Annual CG Report/Board Charter
E.3.21	Does the company disclose the key risks to which the company is materially exposed to (i.e. financial, operational including IT, environmental, social, economic)?	Annual Report/website
E.3.22	Does the Annual Report/Annual CG Report contain a statement from the board of directors/commissioners or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems?	Annual Report/Annual CG Report

E.4	People on the Board
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E. Responsibilities of the Board		
<i>Board Chairman</i>		
E.4.1	Do different persons assume the roles of chairman and CEO?	Annual Report / Website / Annual CG Report.
E.4.2	Is the chairman an independent director/commissioner?	Annual Report / Website / Annual CG Report.
E.4.3	Is any of the directors a former CEO of the company in the past 2 years?	Annual Report / Website / Annual CG Report.
E.4.4	Are the roles and responsibilities of the chairman disclosed?	Annual Report / Website / Annual CG Report./Board Charter
<i>Lead Independent Director</i>		
E.4.5	If the Chairman is not independent, has the Board appointed a Lead/Senior Independent Director and has his/her role been defined?	Annual Report / Website / Annual CG Report.
<i>Skills and Competencies</i>		
E.4.6	Does at least one non-executive director/commissioner have prior working experience in the major sector that the company is operating in?	Annual Report/Annual CG Report

E.5 Board Performance		
<i>Directors Development</i>		
E.5.1	Does the company have orientation programmes for new directors/commissioners?	Annual Report / Annual CG Report./ Website
E.5.2	Does the company have a policy that encourages directors/commissioners to attend on-going or continuous professional education programmes?	Annual Report/ Website
<i>CEO/Executive Management Appointments and Performance</i>		
E.5.3	Does the company disclose the process on how the board of directors/commissioners plans for the succession of the CEO/Managing Director/President and key management?	Annual Report / Website / Annual CG Report.
E.5.4	Does the board of directors/commissioners conduct an annual performance assessment of the CEO/Managing Director/President?	Annual Report / Annual CG Report./ Website
<i>Board Appraisal</i>		
E.5.5	Did the company conduct an annual performance assessment of the board of directors/commissioners and disclose the criteria and process followed for the assessment?	Annual Report / Website / Annual CG Report.
<i>Director Appraisal</i>		
E.5.6	Did the company conduct an annual performance assessment of the individual directors/commissioners and disclose the criteria and process followed for the assessment?	Annual Report / Website / Annual CG Report.

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<i>Committee Appraisal</i>		
E.5.7	Did the company conduct an annual performance assessment of the board committees and disclose the criteria and process followed for the assessment?	Annual Report / Annual CG Report/Website.