

The following listed key governance positions have been identified and approved by the Board of SBMH through its CGCRS Committee and are depicted in the following tables.

#### Chairman

- Responsible for the leadership and control of the Board and ensures its effectiveness in all aspects of its role, including the good governance of the Company and the effective operation of its Committees
- Presides all Board Meetings and Annual Meetings of the Company
- Ensures that the Board, as a whole, plays a full and constructive part in the development and determination of the Group's strategy and policies and that the decisions taken by the Board are in the Group's best interests and fairly reflect a consensus reached by the Board
- Ensures that all key and appropriate issues are discussed by the Board in a timely manner
- Promotes the highest standards of integrity, probity and corporate governance within the Group, particularly at Board level
- Ensures that the strategy and policies approved by the Board are effectively implemented by the Management Team
- Sets the Board Meeting schedules and agendas, in consultation with the Company Secretary and Group CEO, to take full account of the important issues facing the Group and the concerns of all Directors. Also ensures that adequate time is allocated for thorough discussion on critical and strategic matters
- Ensures the composition of the Board reflects the skills, attributes and experience appropriate to the Company's existing and planned business operations
- Arranges informal meetings of the Directors at least once annually including meetings amongst the Non-Executive Directors in the absence of the Group CEO, and ensures that sufficient time and consideration is given to complex, contentious or sensitive issues
- Takes the lead, in liaison with the Company Secretary and Group CEO, in ensuring a properly constructed formal induction programme for all new Directors be provided, which shall be comprehensive and tailored to cover the key businesses and issues facing the Company
- Leads, in collaboration with the Company Secretary, Group CEO and the CGCRS Committee, in identifying and meeting the training and developmental needs of individual Directors
- Ensures Directors receive clear, accurate, reliable and timely information to fulfill their duties vis-à-vis the Company
- Responsible for encouraging and facilitating active engagement by and between all Directors and ensures a culture of openness is maintained
- Oversees and facilitates Board, Committee and Board Member evaluation and succession planning
- Ensures effective engagement between the Board and its stakeholders, including shareholders

#### Directors

- Collectively responsible for the long term sustainable success of the Group
- Attend all Board/Committees meetings and participate actively in the decision-making process while exercising independent judgement and bringing valuable knowledge and experience to the Board/Committees
- Take decisions in the best interest of the Company and its stakeholders
- Monitor the delivery of the Group's strategy and constructively challenge and assist the Management in the development of same
- Monitor the performance of the Management Team against the objectives set and ensure that the Group has adequate and proper internal controls as well as a robust risk management system
- Exercise reasonable care, skills and diligence in discharging their duties
- Exercise their powers in line with the Constitution/Board Charter of the Company and the applicable laws and regulations
- Act prudently and avoid any situation of conflicts
- Maintain confidentiality at all times

#### Group Chief Executive Officer

- Leads the Management in the day-to-day running of the Group's operations in accordance with the business plans, strategy and budget approved by the Board and oversees the operations of its subsidiaries
- Conducts the affairs of the Group in accordance with the practices and procedures adopted by the Board
- Responsible for recommending the Group's strategy to the Board and for delivering the strategy once approved
- Ensures that all decisions of the Board are implemented timely and effectively
- Monitors the ongoing financial and non-financial performance and management of the Group so as to ensure maximum shareholder value, consistent with observing its obligations to all its stakeholders
- Responsible for the recruitment, leadership and development of the Group's Management Team who will contribute in delivering the Group's strategies and objectives
- Acts as a liaison between Management Team and the Board of SBMH
- Supports the Chairman and the Company Secretary to ensure compliance across the Group in relation to all aspects of corporate governance and promotes high standards of integrity, probity, ethics, diversity and inclusion across the Company
- Works in concert with the Chairman and the Company Secretary to ensure a tailored-made induction programme is provided to newly appointed Directors and also supports in determining the training needs of the Board Members
- Consults and maintains regular dialogues with the Chairman, the Board and the CEOs of the subsidiaries on important and strategic issues facing the Group and ensures bringing these issues to the attention of the respective Boards/Committees
- Ensures that the Management Team and CEOs of the subsidiaries give appropriate priority to providing reports to the respective Boards which contain relevant, accurate, timely and clear information necessary for the Boards to fulfill their duties
- Ensures that the corporate culture and values are embraced throughout the Group
- Establishes, in consultation with the Group Chief Risk & Compliance Officer (Group CRCO), a sound and optimum internal control and risk management framework across the Group