

- Reviewed the corrective actions taken by Management in addressing and resolving issues as well as ensuring that all issues were adequately addressed on a timely basis.
- Reviewed the nature and extent of the non-audit activities performed by GIA.
- Reviewed the structure of GIA and adequacy of its resources and budget.
- Reviewed the Audit and Risk Committee Report and Statement on Risk Management and Internal Control and recommended to the Board for approval prior to the inclusion of the same in the Company's Annual Report.
- Reviewed the Internal Audit Charter and Audit and Risk Committee Terms of Reference.
- Reviewed and approved the proposed revisions to the Internal Audit Standard Operating Procedures ("SOP").
- Assessed the effectiveness of the internal auditors via a detailed questionnaires completed by each Audit and Risk Committee member. The evaluation encompassed an assessment of the qualifications and performance of the internal auditors, the size and strength of internal audit team, the quality of the internal audit plan and audit reports and the auditor's communications with the Audit and Risk Committee and the Company, and the internal auditors' independence, objectivity and professional skepticism.
- Reviewed the results of the annual assessment of the effectiveness of the internal auditors to ensure it has the required expertise and professionalism to discharge its duties.

**(d) Recurrent Related Party Transactions ("RRPT"):**

- Reviewed RRPT entered into by the Company with related parties in accordance with the shareholders' mandate obtained to ensure that they are at arm's length and within the mandated amount and other RRPT that are outside the shareholders' mandate.
- Reviewed and recommended to the Board the Circular to Shareholders relating to renewal of shareholders' mandate for existing RRPT of a revenue or trading nature.

**(e) Risk Management and Internal Control:**

- The quality and effectiveness of the Group's internal control through the consideration

of the GIA reports embracing all material systems including financial, operational and compliance controls to ensure that they remain robust. Where areas of improvements are identified, remedial actions are taken and progress monitored.

4.2 During the FYE2019, the Audit and Risk Committee members attended various training programs to keep them abreast of new development pertaining to legislation, regulations, current commercial issues and risks in order to effectively discharge their duties. Details of training programs attended by Audit and Risk Committee members are set out in the Statement on Corporate Governance section of this Annual Report.

**5. EVALUATION OF THE AUDIT AND RISK COMMITTEE**

For the FYE2019, the annual assessment and evaluation on the performance of the Audit and Risk Committee was conducted in-house by the Company Secretaries. The evaluation process includes the Board evaluation on the overall Audit and Risk Committee performance and the Committee's assessment of its own performance. The evaluation included a review of detailed questionnaires completed by each Director and member of the Audit and Risk Committee, based on the following key areas:

- (a) Composition of Audit and Risk Committee;
- (b) To determine whether the Audit and Risk Committee members have sufficient expertise, support, time and access to key staff and information in order to enable them discharge their monitoring and oversight roles effectively; and
- (c) Frequency of the Committee meetings are adequate for effective decision making.

The Nomination and Remuneration Committee discussed the findings on the evaluation and the results of the evaluation and findings, together with areas of improvement, were presented to the Board for deliberation. Overall, the Board is satisfied that the Audit and Risk Committee and its members have discharged their functions, duties and responsibilities in accordance with the Audit and Risk Committee's Terms of Reference.