

COMMITTEES OF THE BOARD OF DIRECTORS

Members of the Board of Directors involved in the activities of Board Committees focus on in-depth review and analysis of interrelated functions, issues and areas. Committee meetings involve invited experts, business leaders, and other stakeholders. Committees make recommendations to the Board of Directors to support its decision making. The Board Committees are made up of non-executive directors, and the majority of members are independent directors. The Committees are chaired by independent directors.

Roles and responsibilities of the Board Committees

Committee	Responsibilities
Strategy and Portfolio Management Committee	<p>The Committee assists the Board of Directors by considering and making recommendations on:</p> <ul style="list-style-type: none"> ◆ the development strategy and investment policy, including priority areas ◆ improving investment attractiveness ◆ effective financial and business planning at KMG ◆ monitoring KMG's transformation.
Nomination and Remuneration Committee	<p>The Committee assists the Board of Directors by considering and making recommendations on:</p> <ul style="list-style-type: none"> ◆ succession planning for the Board of Directors and Management Board ◆ conducting ongoing, objective performance evaluations of the Board of Directors, Management Board, Corporate Secretary, and other employees ◆ pursuing effective HR, pay and remuneration policies, and providing professional development and training opportunities for KMG officers and employees.
Audit Committee	<p>The Committee assists the Board of Directors by considering and making recommendations on:</p> <ul style="list-style-type: none"> ◆ implementing effective controls over KMG's financial and business operations ◆ monitoring the reliability and effectiveness of internal controls and risk management, as well as the implementation of corporate governance regulations ◆ overseeing the external and internal audit functions ◆ reviewing the Company's annual and quarterly financial statements ◆ monitoring KMG's compliance arrangements.
Health, Safety, Environment and Sustainable Development Committee	<p>The Committee assists the Board of Directors by considering and making recommendations on:</p> <ul style="list-style-type: none"> ◆ ensuring HSE compliance ◆ embedding sustainability in strategic planning and social and economic development at KMG ◆ KMG's social commitments and programmes under subsoil use contracts ◆ monitoring KMG's environmental performance.