

NATIONAL HOUSING DEVELOPMENT COMPANY LIMITED (NHDC)

HR COMMITTEE CHARTER

1. Purpose

- 1.1 The primary function of the HR Committee (hereinafter referred to as 'the Committee') is to advise the Board of Directors on all aspects of recruitment, selection of staff members and handling other staff matters at NHDC.

2. Membership

- 2.1 The Committee shall comprise of at least three (3) members. The Chief Executive Officer/Managing Director, HR Manager and Administrative Manager will be in attendance.
- 2.2 Only members of the Committee have the right to attend the Committee meetings. However, the Committee may invite other persons to attend all or part of any meeting, as deemed necessary and appropriate.
- 2.3 The Board shall appoint the Committee Chairperson. In the absence of the Committee chairperson, the remaining members present shall elect one of themselves to chair the meeting from those who would qualify under these terms of reference to be appointed to that position.

3. Secretary

- 3.1 The Committee shall be assisted by a Secretary.

4. Quorum

- 4.1 The quorum necessary for the transaction of business shall be **any two (2)** members.

5. Frequency of meetings

- 5.1 The Committee shall meet as often as necessary.

6. Notice of meetings

- 6.1 Meetings of the Committee shall be called by the secretary of the Committee at the request of the Chairperson of the Committee or any member of the Committee.
- 6.2 Notice of each meeting of the Committee confirming the venue, time and date, together with an agenda of items to be discussed and supporting papers shall, other than under exceptional circumstances, be forwarded to each member of the Committee and any other person required to attend the meeting, prior to the date of the meeting.



10.2. The level and structure of remuneration for Directors shall be determined at the Shareholders' Meeting.

11. Reporting responsibilities

11.1 The Committee Chairperson shall report to the Board on its proceedings.

11.2 The Committee shall make recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.

12. Other matters

The Committee shall:

12.1 Have access to sufficient resources in order to carry out its duties, including access to the Company Secretary and Management for assistance as required.


12.2 Give due consideration to laws and regulations, the principles of the Code of Corporate Governance and any other applicable rules.

12.3 Arrange for periodic reviews of its own performance and as and when required, review its charter to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.


13. Authority

13.1 The Committee is authorised by the Board to obtain, at the Company's expense, outside legal or other professional advice on any matters within its terms of reference.

APPROVED BY THE BOARD OF DIRECTORS OF NHDC ON 14 DECEMBER 2018.


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CHAIRMAN OF THE BOARD


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CHAIRMAN OF THE CORPORATE GOVERNANCE COMMITTEE

 *Chairman*
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CHAIRMAN OF THE HR COMMITTEE / *Member*


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COMPANY SECRETARY