

NOMINATION COMMITTEE REPORT

The Nomination Committee is pleased to provide a report of their activities for the 2017 financial year.

NOMINATION COMMITTEE MANDATE

The committee is governed by a charter that sets out its mandate and key responsibilities, and reports are provided to the Supervisory Board on a quarterly basis. The committee fulfilled its responsibilities in accordance with its charter during the 2017 financial year.

DUTIES OF THE COMMITTEE

The key responsibilities of the committee are detailed on page 99 of this report.

COMMITTEE COMPOSITION AND ATTENDANCE AT MEETINGS

At the year end, the committee comprised two independent non-executive directors and one non-executive director. In addition, the CEO attends meetings of this committee by invitation.

The committee held two meetings during the 2017 financial year, attended by all members (refer to page 95). The key issues that were considered by the committee during the current year included the following:

- Review and amend all the Supervisory Board subcommittees' composition to ensure appropriate mix of skills
- Review and make recommendations to the Supervisory Board in respect of the policy relating to the promotion of gender and race diversity at Supervisory Board level
- Review and make recommendations to the Supervisory Board in respect of the composition of and terms of reference for the Finance Committee, an *ad hoc* committee of the Supervisory Board
- Oversee the Supervisory Board evaluation process
- CEO and general succession

M Lewis

Chairman: Nomination Committee

29 June 2017

