

**POSITION
STATEMENT OF
THE COMPANY
SECRETARY**

Annex 3

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POSITION STATEMENT OF THE COMPANY SECRETARY

The appointment and removal of the Company Secretary shall be a matter for consideration of the Board of Directors upon recommendation of the Nomination Committee. The Board of Directors must satisfy itself that the Company Secretary possesses the requisite attributes, qualification and experience to discharge his/her duties. The Company Secretary of the Bank is a Senior Officer and reports administratively to the Chief Financial Officer and functionally to the Board of Directors. The Company Secretary shall have, inter alia, the following responsibilities:

- Discharging his/her statutory duties and ensuring that the Board of Directors fulfils its obligations, statutory duties and performs its functions as per the Constitution of the Bank.
- Providing comprehensive support and guidance to the Board of Directors, Board Committees and individual directors.
- Reviewing and recommending necessary amendments to the Board Charter and Board Committees terms of reference and assist the Board in establishing mandate for new committees.
- Facilitating Board of Directors, Board Committees and individual director's performance evaluation.
- Ensuring that Minutes of Board Meetings and resolutions are properly passed and recorded in accordance with the law and the Constitution of the Bank.
- Organising and coordinating the logistics for all Board, Board Committees and shareholders' meetings.
- Coordinating the submission of board papers from business stakeholders to the Board of Directors and its Committees.
- Ensuring that appointment procedures of directors are properly followed.
- Assist with the induction programme and orientation of new directors including on-going training.
- Communicating with the shareholders of the Bank.
- Be the connection between the Board of Directors and the Shareholders for all matters requiring the shareholders' attention.
- Maintenance of statutory records.
- Providing advice on corporate governance and ensure that the Bank adopts international and local best practices.