



## **Energy Technologies Limited**

### **The Nomination Committee Charter**

#### **Role and responsibilities**

The Nomination Committee assists the Board in fulfilling its responsibilities relating to the future tenure, size and composition of the Board.

The Committee is responsible for:

- assessing the necessary and desirable competencies of the Board
- developing a formal and transparent procedure for the selection and appointment of new directors
- recommending the appointment and removal of directors
- as requested by the Board, evaluating the Board's performance and, as appropriate, developing and implementing a plan for identifying, assessing and enhancing director competencies
- reviewing and recommending a Board succession plan to maintain an appropriate balance of skills, experience and expertise on the Board
- Such other matters as the Board may refer to the Committee from time to time

#### **Composition**

- At least three Directors including the Chairperson of the Board as Chairperson of the Committee
- The Board to make all appointments and replacements of members of the Committee
- The initial term to be three years, but members to be eligible for re-appointment
- The Managing Director to attend all meetings of the Committee

#### **Meetings**

- The Committee is to meet at least once each year and as otherwise determined by the Chairperson of the Committee or as required by the Board.
- Minutes of the Committee meeting are to be circulated to all Directors and reported at the next meeting of the Board.



## **Relationship with the Board**

- The Committee is a committee of the Board and has no authority independent of the functions delegated to it and is to report its findings and recommendations directly to the Board.
- The functions of the Committee do not relieve the Board from any of its responsibilities.
- There is to be no delegation of executive power to the Committee.
- The Committee shall have the ability to direct any special investigation and to consult independent experts where necessary to carry out its duties.