

NWT (MAURITIUS) LTD**1. POSITION STATEMENT OF CHAIRPERSON OF THE BOARD**

The Chairperson of the Board of Directors (the 'Board') of NWT (Mauritius) Ltd ('NWT' / the 'Company') should be a firm, objective and open-minded leader, assuming his/her role by bringing independence of mind. Apart from being fully conversant with the key networks of the Company and have sound knowledge of the activities of the Company, the Chairperson is expected to be impartial and objective so as to support or take the right decisions concerning the Company.

The duties of the Chairperson shall include but shall not be restricted to:

- Chairing the directors' and shareholders' meetings and providing overall leadership to the Board;
- Ensuring that the Board is effective in setting and implementing the Company's direction and strategy;
- Ensuring that the directors receive accurate, timely and clear information to enable the Board to fulfil its duties, take sound decisions and provide advice to promote the success of the Company;
- Ensuring that the decisions by the Board are executed ;
- Ensuring that there is appropriate delegation of authority from the Board to executive management;
- Ensuring that appropriate training is encouraged to continuously update the skills and knowledge of the directors;
- Ensuring that new directors appointed to the Board participate in an induction program and, as needed, in supplementary training programs;
- Ensuring that directors (particularly non-executive directors) have sufficient time to consider critical issues and obtain answers to any questions or concerns they may have and are not faced with unrealistic deadlines for decision making;
- Participating in the selection of Board members, determining the composition and structure of the Board as well as overseeing a formal succession plan for the Board, Managing Director and certain senior management positions; and
- Ensuring an effective communication with shareholders and stakeholders.

2. POSITION STATEMENT OF THE MANAGING DIRECTOR

The duties of the Managing Director shall include but shall not be restricted to:

- Lead the Company's daily operations to ensure continuous efficiency, quality service, and cost effective management of resources;
- Prepare and recommend yearly budget for Board approval, manage the Company's resources within those budget guidelines according to current laws and regulations;
- Prepare and submit to the board exhaustive, accurate, punctual and reliable activity reports and financial statements, in accordance with applicable laws, providing a true, objective and understandable description of the Company's affairs and financial situation;
- Develop business from existing clients, seek opportunities for additional billing while being accountable for profitability in relation to clients' portfolio;
- Maintain an effective control environment across all risks, procedures and operational processes, arising from the business, including the implementation of appropriate standards to meet established policies and local/International regulatory requirements;
- Ensure operational efficiency pertaining at all times; and
- Enhance capability: Build and maintain a high performance culture.

3. POSITION STATEMENT OF THE HEAD OF FINANCE

The duties of the Head of Finance shall include but shall not be restricted to:

- Ensuring that financial reporting and fiscal obligations are in compliance with laws, regulations and applicable standards;
- Preparation of the Company's financial statements and annual budget;
- Implementation and monitoring of internal control procedures;
- Cash flow monitoring and management; and
- Accounting and tax services to clients.

4. POSITION STATEMENT OF THE SENIOR MANAGER TRUST & CORPORATE ADMINISTRATION

The duties of the Senior Manager Trust & Corporate Administration shall include but shall not be restricted to:

- Implement and monitor internal controls/procedures/processes for optimised efficiency;
- Build up and maintain relationship with clients, respond to their queries in a timely manner, provide appropriate information and advice;
- Direct and manage the team's performance, through the setting of clear objectives and targets for each team member;
- Consolidate the team through continuous empowerment, coaching, motivation, identification and provision of required training to promote a high performance culture, hence ensuring growth and success, to achieve the objectives of the Team; and
- Ensure compliance and adherence with regulatory policies, procedures (Anti Money laundering, KYC procedures etc.), processes and risk management framework to minimize financial losses and take prompt corrective actions from deviations.

5. POSITION STATEMENT OF THE MANAGER FUND SERVICES & CORPORATE ADMINISTRATION

The duties of the Manager Fund Services & Corporate Administration shall include but shall not be restricted to:

- Review and assist on the drafting of Fund's documents (offering memorandum, subscription agreements and service level agreements etc);
- Implement and monitor internal controls/procedures/processes for Fund Administration;
- Prepare or review financial statements promptly in compliance with IAS/IFRS/US GAAP within set targets;
- Direct and manage the team's performance, through the setting of clear objectives and targets for each team member;
- Participate in or lead projects linked to the achievement of set objectives to ensure implementation as per defined targets and standards and where applicable in collaboration with other Teams;
- Consolidate the Team through continuous empowerment, coaching, motivation, identification and provision of required training to promote a high performance culture, hence ensuring growth and success, to achieve the objectives of the Team; and
- Ensure compliance with legal and regulatory framework (For e.g Anti Money laundering, KYC procedures etc.) and adherence to risk management processes to minimize financial losses and take prompt corrective actions from deviations.

6. POSITION STATEMENT OF THE MANAGER PRIVATE EQUITY FUND AND CORPORATE ADMINISTRATION

The duties of the Manager Private Equity Fund & Corporate Administration shall include but shall not be restricted to:

- Review and assist on the drafting of private equity Fund's documents (offering memorandum, subscription agreements and service level agreements etc);
- Implement and monitor internal controls/procedures/processes for Fund Administration;
- Prepare or review financial statements promptly in compliance with IAS/IFRS/US GAAP within set targets;
- Direct and manage the team's performance, through the setting of clear objectives and targets for each team member;
- Participate in or lead projects linked to the achievement of set objectives to ensure implementation as per defined targets and standards and where applicable in collaboration with other Teams;
- Consolidate the Team through continuous empowerment, coaching, motivation, identification and provision of required training to promote a high performance culture, hence ensuring growth and success, to achieve the objectives of the Team;
- Ensure the utmost integrity of the team through full adherence to the Code of Conduct and Ethics; and
- Ensure compliance with legal and regulatory framework (For e.g Anti Money laundering, KYC procedures etc.) and adherence to risk management processes to minimize financial losses and take prompt corrective actions from deviations.

7. POSITION STATEMENT OF THE COMPLIANCE OFFICER

The duties of the Compliance Officer shall include but shall not be restricted to:

- Participate in the drafting of procedures and policies and ensure that those new procedures and policies are in line with legal, regulatory and compliance framework and are reflected in the compliance manual;
- Conduct compliance reviews on client files, investigate and report on any compliance breaches and required remedial actions;
- Keep abreast of (current) of legislations, regulatory developments and escalate any noticed changes to be discussed and to ensure that relevant actions are taken accordingly;
- Respond to authorities within set deadlines;
- Maintain smooth relations with regulators and accompany examination teams (FSC, Audit) during regulatory inspections;
- Review as may be required publications/postings to ensure adherence with applicable laws and regulations;
- Design and deliver compliance training programs as required and ensure that that the programs are at all times current;
- Assist in Providing guidance to the interpretation and application of compliance laws, compliance regulations and other related documents (e.g contracts) pertaining to the company's operations; and
- Act as Data Protection Officer & MLRO.