

TERRA MAURICIA LTD

Position Statement of Chairperson of Audit and Risk Committee

The Chairperson's primary role is to ensure that the Committee is effective in fulfilling its duties as defined in its terms of reference.

The main duties and responsibilities of the Chairperson are as follows:

- To determine the formulation of an annual work plan for the Committee according to its terms of reference, as well as playing an active part in setting the frequency and the agenda for Committee meetings, in consultation with the Company Secretary;
- To ensure the smooth functioning of, and provide overall leadership to, the Committee. In particular, the Chairperson will:
 - ensure that the Committee receives proper and relevant information to enable the members to reach an informed decision;
 - keep track of the contribution of individual members;
 - ensure that they are involved to the maximum extent in discussions and decision-making; and
 - assess periodically the effectiveness of the Committee and take the appropriate measures to correct the weaknesses spotted by the assessment.

The Chairperson will ensure that all members play a full and constructive role in the functioning of the Committee. At all meetings, the Chairperson should direct discussions towards the emergence of a consensus view and sum up discussions so that everyone understands what has been agreed;

- To act as the main link between the Committee and the Board by providing regular reports to the Board about the Committee's activities and recommendations;
- To attend general meetings of the Company and answer questions of shareholders relating to the Committee's activities, as appropriate, to the external and internal auditing activities and to the Risk Management function of the Group.

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Position Statement of Chairperson of Corporate Governance Committee

The Chairperson's primary role is to ensure that the Committee is effective in fulfilling its duties as defined in its terms of reference.

The main duties and responsibilities of the Chairperson are as follows:

- To determine the formulation of an annual work plan for the Committee according to its terms of reference, as well as playing an active part in setting the frequency and the agenda for Committee meetings, in consultation with the Company Secretary;
- To ensure the smooth functioning of, and provide overall leadership to, the Committee. In particular, the Chairperson will:
 - ensure that the Committee receives proper and relevant information to enable the members to reach an informed decision;
 - keep track of the contribution of individual members;
 - ensure that they are involved to the maximum extent in discussions and decision-making; and
 - assess periodically the effectiveness of the Committee and take the appropriate measures to correct the weaknesses spotted by the assessment.

The Chairperson will ensure that all members play a full and constructive role in the functioning of the Committee. At all meetings, the Chairperson should direct discussions towards the emergence of a consensus view and sum up discussions so that everyone understands what has been agreed;

- To act as the main link between the Committee and the Board by providing regular reports to the Board about the Committee's activities and recommendations;
- To ensure that Corporate Governance practices are applied throughout the Group;
- To review periodically, with the support of the Company Secretary, whether the governance processes to regularly carry out the Board and committees evaluations are fit and consider any improvements or initiatives that could strengthen the governance of the Company;
- To coordinate the succession planning for the Board and the senior executive positions, as well as the review of their remuneration;
- To attend general meetings of the Company and answer questions of shareholders relating to the Committee's activities.

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Position Statement of Chairperson of Strategy and Investment Committee

The Chairperson's primary role is to ensure that the Committee is effective in fulfilling its duties as defined in its terms of reference.

The main duties and responsibilities of the Chairperson are as follows:

- To determine the formulation of an annual work plan for the Committee according to its terms of reference, as well as playing an active part in setting the frequency and the agenda for Committee meetings in consultation with the Company Secretary;
- To ensure the smooth functioning of, and provide overall leadership to, the Committee. In particular, the Chairperson will:
 - ensure that the Committee receives proper and relevant information to enable the members to reach an informed decision;
 - keep track of the contribution of individual members;
 - ensure that they are involved to the maximum extent in discussions and decision-making; and
 - assess periodically the effectiveness of the Committee and take the appropriate measures to correct the weaknesses spotted by the assessment.

The Chairperson will ensure that all members play a full and constructive role in the functioning of the Committee. At all meetings, the Chairperson should direct discussions towards the emergence of a consensus view and sum up discussions so that everyone understands what has been agreed;

- To act as the main link between the Committee and the Board by providing regular reports to the Board about the Committee's activities and recommendations;
- To attend general meetings of the Company and answer questions of shareholders relating to the Committee's activities and the Group's strategic endeavours.

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Position Statement of Chairperson of Ethics Committee

The Chairperson's primary role is to ensure that the Committee is effective in fulfilling its duties as defined in its terms of reference.

The main duties and responsibilities of the Chairperson are as follows:

- To determine the formulation of an annual work plan for the Committee according to its terms of reference, as well as playing an active part in setting the frequency and the agenda for Committee meetings in consultation with the Company Secretary;
- To ensure the smooth functioning of, and provide overall leadership to, the Committee. In particular, the Chairperson will:
 - ensure that the Committee receives proper and relevant information to enable the members to reach an informed decision;
 - keep track of the contribution of individual members;
 - ensure that they are involved to the maximum extent in discussions and decision-making; and
 - assess periodically the effectiveness of the Committee and take the appropriate measures to correct the weaknesses spotted by the assessment.

The chairperson will ensure that all members play a full and constructive role in the functioning of the Committee. At all meetings, the Chairperson should direct discussions towards the emergence of a consensus view and sum up discussions so that everyone understands what has been agreed;

- To act as the main link between the Committee and the Board by giving regular reports to the Board about the Committee's activities and recommendations;
- To attend general meetings of the Company and answer questions of shareholders relating to the Committee's activities.

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