

TOTAL RESPONSES

9

	SA	A	N	D	SD	REMARKS
<b>PART I: BOARD APPRAISAL</b>						
1. The Board has the right size and composition to bring the requisite knowledge, abilities, diversity and skills to the table	6	3				
2. The Board, as a whole, possesses the right skills and background for the current issues facing the company	5	4				
3. The Board has sufficient diversity and independence among its directors, allowing it to constructively challenge one another and management in carrying out their respective functions and duties aligned with the company's strategic directions	5	4				Very capable of wide range of experience
4. The Board receives ongoing education, allowing directors to stay up to date with developments and to understand their impact	1	8				
5. The frequency, duration and scheduling of Board meetings per year were adequate to ensure proper coverage of the Board's responsibilities	4	5				
6. Directors receive adequate materials before the Board meeting	1	6	2			Can improve. We only receive a day before; can be earlier to give time to review
7. Meetings are effective with sufficient materials, limited presentation, and an atmosphere that encourages open dialogue	5	4				
8. The non-executive directors have a separate meeting without any executive directors present to ensure that proper checks and balances are in place within the company	2	5		2		None yet. Can improve.
9. The Board receives appropriate information on industry trends and business environment to enable it to have sufficient insight when considering management's proposed plan/strategy		8		1		Periodic special industry/business
10. The Board evaluates the proposed plan/strategy including key assumptions, major risks, and required resources, and addresses critical issues	3	6				
11. The Board constructively debates the proposed plan/strategy before granting approval	2	6	1			
12. The Board monitors the continued viability of the plan/strategy ensuring that it is adjusted as needed to respond to the evolving environment	3	6				
13. The Board thoroughly reviews major capital expenditures before approval and evaluates ultimate outcomes	1	8				
14. Directors strengthen the tone at the top by clearly demonstrating the required ethical values	4	5				
15. The Board regularly reviews and approves the Company's vision, mission and value statements to ensure continued relevance and applicability thereof	1	7		1		Need a briefing on this.
16. The Board demonstrates commitment to good corporate governance practices and provides oversight to ensure that the Company is operated in a moral, legal, and ethical manner	8	1				
17. The Board regularly and consistently considers the interest of minority shareholders to ensure their equitable treatment in the decision making process	3	5	1			Board should take care of the "shareholder", regardless of who

18. The Board ensures that the Company has a sound and effective internal control system in place, and understands management's role implementing such system	7	2				With the Oversight Board the company is in good hands
19. There are sound policies, procedures and a system in place for related party transactions, which a dedicated Committee effectively implements	5	4				
20. There is a clear distinction in the roles and responsibilities between the Chairman and President	4	5				
<b>PART II: COMMITTEE APPRAISAL</b>						
1. The Board has an effective committee structure	3	5	1			Need to operationalize once like Audit Com
2. The delegation of power from the Board to its Committees is appropriate with their relevant corresponding Charters	4	5				
3. The Committees regularly provide a report to the full Board and sufficiently update the Board on recent developments or such other matters that may require Board action	4	5				
4. The frequency of meetings for each Committee is sufficient, allowing its members to perform their responsibilities according to the functions of the Committee	2	5	1	1		We shouldn't be constraint by time. If we need more discussion study, then give time. The key is to do things well.
<b>PART III: INDIVIDUAL DIRECTOR APPRAISAL</b>						
1. I understand and faithfully uphold the vision, mission, values and strategies of the company	7	2				
2. I keep myself updated on the latest best practices in corporate governance and ensure I abide by them	4	5				
3. I avoid entering into situations where I may be placed in a conflict of interest with that of the Company and I promptly disclose any conflict, which may occur	5	4				
4. I have a good record of Board and Committee (where applicable) meeting attendance	5	4				
5. I come to Board/Committee meetings on time, prepared and knowledgeable about the topics to be discussed	4	5				
6. I actively participate in Board/Committee discussions with a sense of independence and objectivity	3	6				
7. I am aware of all policies and procedures the Board is subjected to and actively adopt these in my function as a member of the Board	3	6				
8. I am committed to accomplish all duties and responsibilities of a director and member of my Committee/s, if any, and will perform in the best interest of the Company	5	4				
A. I believe the Board should focus on the following priorities for the upcoming year	Growth and innovation plans; consumer/dine-in trends - geographical approach; data privacy, sustainability, executive bench department; store growth, top management recruitment; focus on geographies to fuel growth, medium term growth plan, new brand development; Peri Peri store expansion, brand building, awareness, loyalty, continue Shakey's TC building programs, explore other acquisitions.					
B. Are there changes that would improve the Board's effectiveness that you would suggest?	Share more information/ recordings; material on competitors; spend more adequate time in meetings.					
<b>PART IV: BOARD - MANAGEMENT RELATIONSHIP APPRAISAL</b>						

1. The Board is comfortable with management's (i.e., President, Chief Finance Officer) plans to implement the approved strategy, goals and targets and is confident and satisfied in management's ability to carry out its responsibilities in the interest of the Company	6	3				
2. Management has in place an effective process to identify risks and assess their potential impact.	1	8				
3. Management informs the Board of all key risks and the Board is confident management addresses them appropriately	3	6				
4. The Board sufficiently challenges and supports management	2	7				
5. The Board is effective in monitoring management's implementation of the company's strategy	5	3	1			Management scorecard can be shared.
6. The Board devotes sufficient time and effort to meeting key company executives	2	6		1		we need more interactions
7. There is an open-line of communication and constructive interaction between directors and management	3	5	1			
8. The Board continually monitors management's performance against clear and measurable objectives, providing constructive feedback and reinforces management's role in setting the tone at the top	5	3	1			