

The Board of Directors (“**the Board**”) of Tamawood Limited ACN 010 954 499 (“**the Company**”) has established a Nomination Committee (“**the Committee**”) which operates pursuant to this Charter.

1. Purpose of the Committee

- 1.1. To review and make recommendations to the Board on the composition of the Board and the criteria for Board and Board Committee membership.
- 1.2. The Committee will assess the independence of the Board members annually and make any recommendations on the composition to the Board.
- 1.3. The Committee will assess the performance of each Director annually. Any performance appraisals of Directors will be kept by the Chairman in confidence.
- 1.4. Managing Board and Board Committee membership and succession planning.
- 1.5. Undertaking Board, Committee and Director Performance evaluation.
- 1.6. Performing Board member induction, education and development.
- 1.7. Overseeing compliance with the code of conduct and other best practice governance standards.
- 1.8. The appointment and re-election of directors.

2. Composition of the Committee

- 2.1. Members of the Committee shall be appointed by the Board for such terms as the Board deems appropriate and shall hold office for such time or until they are removed by the Board or cease to be Directors of the Company.
- 2.2. Appropriate background checks are undertaken prior to the appointment of any Directors and prior to putting forward a Director for election at a General Meeting.
- 2.3. A written Director’s Agreement has been completed and signed as part of the acceptance of a new Director.

3. Chair

- 3.1. If the Chair is absent from any meeting, the Committee shall select one of the Directors on the Committee to preside at that meeting.

4. Director Development

- 4.1. Ensure the program for induction of new Directors is sound
- 4.2. Consider whether any professional development is required for Directors to fill any gaps in skill and knowledge.

The Chairman of the Nomination and Remuneration Committee is responsible for evaluation of the Board and, when deemed appropriate, Board Committees and individual Directors.

A formal Board evaluation process takes place annually, with the method of evaluation being determined by the Chairman. The results are then discussed by the Board in an open forum and action taken where appropriate.

The Board is responsible for evaluating the performance of key employees on an annual basis in accordance with defined performance criteria.

New directors must complete the Institute of Company Directors course with the AICD before they are appointed or conduct a refresher course if already a member.

The Board will evaluate if existing directors require any professional development in particular areas if required.

5. Committee Members

Member	Position
Laurie Lefcourt	Independent Non-Executive Director
Lev Mizikovsky	Non-Executive Chairperson
Robert Lynch	Independent Non-Executive Director