

Nomination Committee Charter

1. Purpose

The purpose of the Ask Funding Limited Nomination Committee (“Committee”) is to oversee the appointment and induction process for directors of Ask Funding Limited.

2. Responsibilities

2.1. The Committee will be responsible for:

- 2.1.1. reviewing Board succession plans and evaluate desirable competencies for Board members;
- 2.1.2. when a vacancy exists or there is a need for particular skills, determine the selection criteria based on the skills deemed necessary;
- 2.1.3. identifying potential candidates with advice from external consultants (if required), culminating in the appointment of the most suitable candidate;
- 2.1.4. undertaking an annual review of the performance of the Board and the individual directors and examining the appropriate mix of skills to ensure maximum effectiveness and contribution to the results;
- 2.1.5. conducting an annual review of the performance of the Board, the individual Directors, the Chief Executive Officer and the Company Secretary.

3. Authority

3.1. To fulfil its responsibilities the Committee has power delegated by the Board to:

- 3.1.1. seek information it requires from any document, record or employee of Ask and from the external auditors;
- 3.1.2. require members of management and external auditors to attend meetings and to provide advice; and
- 3.1.3. obtain advice and assistance from outside legal, accounting or other professional advisors as appropriate.

4. Composition

- 4.1. The Board as a whole currently comprises the Committee. The Board may appoint, remove or replace a member(s) of the Committee at any time.
- 4.2. The Chair of the Committee will be the Chair of the Board of Directors.
- 4.3. The secretary of the Committee will be the Company Secretary.

5. Meetings

- 5.1. The Committee will meet at least annually or otherwise required.
- 5.2. A quorum of any meeting will be three members and the quorum must be present at all times during the meeting.

- 5.3. The Secretary of the Committee will circulate the agenda and supporting documentation will be circulated to the Committee members in advance of each meeting.
- 5.4. The minutes of meetings will also be circulated to members for approval. Approved minutes will be submitted to the Board.

6. Reporting

- 6.1. The Chair of the Committee will report to the Board at the Board meeting next following a meeting of the Committee.

7. Review of Committee Performance and Charter

- 7.1. The Committee shall review its performance and Charter annually, with particular attention being paid to the extent to which it has met its responsibilities as outlined in this Charter and shall report the results of such review to the Board.
- 7.2. Where changes to this Charter are considered necessary, they will be submitted to the board for approval.