

# PREMIA

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## **INVESTMENT COMMITTEE TERMS OF REFERENCE**

**NOVEMBER 2021**

## Contents

1. Scope of the Investment Committee's Terms of Reference .....	3
2. Purpose of the Investment Committee.....	3
3. Composition of the Investment Committee .....	3
4. Duties and Responsibilities .....	3
5. Powers of the Investment Committee.....	3
6. Meetings, Minutes, and Reports.....	3
7. Approval – Disclosure & Amendment of the Investment Committee's Terms of Reference.....	4

### DOCUMENT REVISION TABLE

N/A	Drafting / Review Date	Description
Version 1	09.11.2021	Terms of Reference Approval

## **1. Scope of the Investment Committee's Terms of Reference**

The present Terms of Reference determine the composition of the Investment Committee, specify the procedure for appointing its members, and describe the responsibilities and mode of operation of the said Committee of the Company under the name PREMIA SOCIETE ANONYME (hereinafter "the Company").

## **2. Purpose of the Investment Committee**

The purpose of the Investment Committee is to assist the Board of Directors in formulating the Company's investment policy.

The Investment Committee monitors the implementation of the investment policy, as this is put forth in the Company's Regulation Code.

## **3. Composition of the Investment Committee**

The Investment Committee is composed of three (3) members and forms a collective body, established by the Company's Board of Directors.

The Investment Committee elects its Chair with a majority of its members.

## **4. Duties and Responsibilities**

Responsibilities of the Investment Committee are:

- Considering proposals for new property investments or special purpose companies (SPVs), following a pertinent recommendation from the Property Investment Management Department, under the sole criterion of whether these comply with the current corporate Investment Policy.
- Considering proposals for selling properties or special purpose companies (SPVs), following a pertinent recommendation from the Property Investment Management Department under the sole criterion of whether these comply with the current corporate Investment Policy.
- Submitting recommendations to the Company's Board of Directors regarding compliance or non-compliance of the considered new investment or disinvestment proposals with the Company's current Investment Policy.
- Surveying conditions which prevail in the Property Investment market and recommending to the Board of Directors the necessity for updating the Investment Policy.

## **5. Powers of the Investment Committee**

The Investment Committee reports to the Company's Board of Directors and has free access to the information required to carry out its work.

## **6. Meetings, Minutes, and Reports**

The Investment Committee shall meet whenever deemed necessary at the invitation of its Chair. The agenda items will be clearly stated in the invitation.

The Investment Committee may meet either with the physical presence of its members or via teleconference/telecommunication. At its Chair's discretion, the Committee is entitled to invite any third party to attend its meetings, the latter holding no voting rights.

The Committee's meetings are minuted; minutes of the Committee's discussions and resolutions are recorded and signed by the members who were present via admincontrol.

## **7. Approval – Disclosure & Amendment of the Investment Committee's Terms of Reference**

The Investment Committee's Terms of Reference are approved by the Company's Board of Directors.

The Investment Committee's Terms of Reference need to be updated, to ensure its compliance with current legislation. In case of changes in the legal framework, the Investments Committee recommends to the Board of Directors the Terms of Reference's review and amendment.

The Investment Committee's Terms of Reference are published on the Company's website and are valid upon approval by the Board of Directors.