**Nominations and Governance Committee**

**Introduction**

***Purpose:*** A **Nominations and Governance Committee** is a specialized subcommittee of a company's board of directors, responsible for overseeing board composition, governance practices, and ensuring alignment with the organization's strategic objectives. This committee plays a critical role in shaping the leadership and governance framework of the company.

**Key Responsibilities:**

1. **Board Composition and Succession Planning:**
* Identify and evaluate candidates for board positions to ensure a diverse and effective board with the necessary skills and experience.
* Develop and implement succession plans for board members and senior executives to maintain leadership continuity.
1. **Governance Policies and Practices:**
* Establish, review, and recommend corporate governance policies and procedures to uphold high standards of accountability and transparency.
* Monitor developments in corporate governance regulations and best practices, ensuring the company's compliance and adaptation as necessary.
1. **Performance Evaluation:**
* Assess the performance of the board, its committees, and individual directors, recommending improvements where needed.
* Facilitate the evaluation of the company's governance framework, promoting continuous enhancement.
1. **Orientation and Education:**
* Develop orientation programs for new board members to familiarize them with the company's operations, culture, and governance structure.
* Provide ongoing education opportunities for board members to keep them informed about industry trends and governance developments.

**Composition of the Nominations and Governance Committee:**

* Mr.D.S.Seneviratne - Chairman
* Mr.E.A.G. De Silva - Member
* Prof.L.R.Watawala - Member