

BOARD PROFILE

The Non-Executive Board members shall prepare a profile, taking account of the nature and the activities of the enterprises affiliated with the Company. The profile shall address (i) the desired expertise and background of the Non-Executive Board members, (ii) the desired diverse composition of the Non-Executive Board members in accordance with the diversity policy referred to below, (iii) the number of Non-Executive Board members, and (iv) the independence of the Non-Executive Board members. The Board profile shall be posted on the Company's website.

General

This profile was prepared taking into account the nature of the Company's business and its activities.

Each Non-Executive Board member is capable of assessing the broad outline of the Company's overall management.

Composition

The Board consists of four Non-Executive Board members; however, for reasons of continuity, this maximum may be exceeded temporarily with the approval of the General Meeting.

The Non-Executive Board members are selected and recommended according to the following selection criteria:

- (a) background/ education/ training/ degrees;
- (b) (international) experience;
- (c) skills;
- (d) independence;
- (e) diversity.

The composition of the Board shall be such that the combination of experience, expertise and independence of its Non-Executive Board members will enable the Board in the best way to perform its duties towards the Company and the stakeholders of the Company (including its shareholders).

In particular, the following areas of expertise and backgrounds shall vest among the Non-Executive Board members:

- (a) experience of the media and telecom businesses;
- (b) financial and M&A experience;
- (c) financial administration and accounting, and internal risk management and control systems;
- (d) management strategy and risks inherent to the Company's business;
- (e) compliance, stock exchange rules, corporate governance.

The composition and qualities of the Board as a whole should be in line with the Company's size, portfolio, nature, culture, geographical spread and its status as a listed company.

When a proposal is made for the (re)appointment of a new Non-Executive Board member, the Non-Executive Board members primarily look at the expertise, experience and independence of the candidate.

Diversity

The desired composition of the Board complies with the Company's diversity policy.

Independence

The composition of the Board shall be such that the Non-Executive Board members are able to operate independently and critically vis-à-vis one another, the Executive Board members and any particular interests involved. In particular, the following criteria apply to the Non-Executive Board members:

- (a) at most one Non-Executive Board member does not qualify as independent pursuant to best practice provision 2.1.8 sections (i) to (v) inclusive of the Code;
- (b) less than half of the Non-Executive Board members do not qualify as independent pursuant to best practice provision 2.1.8 of the Code;
- (c) for each shareholder or group of affiliated shareholders who directly or indirectly hold more than ten percent of the shares in the Company, there is at most one Non-Executive Board member who can be considered to be affiliated with or representing them as stipulated to in best practice provision 2.1.8 sections (vi) and (vii) of the Code.