

Tecnotree

CHARTER OF THE INVESTMENT COMMITTEE

This charter document (the “**Charter**”) will govern the appointment, composition, duties and the working of the Investment Committee (the “**Committee**”) of Tecnotree Corporation (“**Tecnotree/Company**”) and will be treated as the reference document for the Committee.

1. OBJECTIVE

1.1. The objective of the Committee is to discuss and evaluate the investment options received by the Company and determine its feasibility and impact on the long-term goals and vision of the Company, and to update the Board of Directors of (the “**Board**”) of the Company of those investment proposals which meet the basic eligibility criteria as determined by the Committee.

2. ELIGIBILITY, APPOINTMENT AND COMPOSITION OF THE COMMITTEE

2.1. The members of the Committee shall have sufficient expertise and experience in matters forming part of the Committee’s duties, including but not limited to evaluating the investment proposals received by the Company and taking informed decisions on the same in accordance with the Company’s requirement and goals.

2.2. The majority of the Committee shall be independent of the Company and all members shall be independent of the Company’s significant shareholders. The CEO, CFO and other executives of the Company cannot be appointed as members of the Committee.

2.3. The CFO of the Company will act as the Secretary of the Committee. The Secretary's task will be to participate in the preparations for the meetings and to prepare the minutes of the meeting.

2.4. The Board shall appoint from amongst its directors the Chairman and the members of the Committee.

2.5. The Committee shall comprise of a minimum of three (3) members.

3. DUTIES OF THE COMMITTEE

3.1. The duties of the Committee shall be as follows:

Tecnotree

- i. Discuss matters and issues solely pertaining to the investment options;
- ii. Prepare reports and other relevant documents for recording the developments in the matters pertaining to the investment options received by the Company;
- iii. Work independently from the broader Board in evaluating, preparing and making recommendations to the Board regarding the investment proposals which meet the diligence and eligibility criteria, as determined by the Committee;
- iv. Answer questions related to the investment options and proposals at the Board meetings and the general meeting;
- v. Work with the CEO and CFO of the Company, and further direct the CEO and CFO in relation to taking any necessary steps as felt appropriate by the Committee; and
- vi. Pass resolutions and monitor any special issues allocated by the Board and falling within the competence of the Committee.

4. WORKING OF THE COMMITTEE

- i. The Committee shall convene regularly, as invited by the Chairman of the Committee.
- ii. The Committee shall be considered to have quorum when a majority of the Committee members, including the Chairman, are present. The Company's CEO, CFO and other members of the management may attend the meetings.
- iii. The Committee shall have the authority to request reports relating to any of the duties within the scope of its responsibility.
- iv. The Committee shall regularly report its activities to the Board of Directors.