

Internal Auditor Term of Reference (ToR)

1. Purpose

- To provide independent assurance to the Board of Directors and Audit Committee on the effectiveness of internal controls.
 - To safeguard shareholder interests by ensuring transparency, accountability of financial statement.
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2. Scope of Work

- Assess the adequacy of internal controls across all business units, subsidiaries, and joint ventures.
 - Evaluate prevention actions, including operational, financial, compliance, and reputational risks.
 - Conduct special audits or investigations requested by the Audit Committee or Board.
 - Investigate fraud and access the Conflict of Interest on Directors and Senior Management.
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3. Responsibilities

- Develop and execute a risk-based annual audit plan.
 - Provide timely reports highlighting audit findings, risks, and recommendations.
 - Ensure follow-up on corrective actions taken by management.
 - Maintain independence and objectivity in all audit activities.
 - Review the COI declaration forms and subsequently escalated to the AC and the Board of Directors on a quarterly basis
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4. Authority

- Unrestricted access to all records, systems, personnel, and physical assets relevant to audit engagements.
 - Authority to communicate directly with the Audit Committee, Board of Directors, and regulators when necessary.
 - Independence from executive management to preserve objectivity.
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5. Reporting

- Functionally accountable to the Audit Committee of the Board.
 - Administratively reports to the Financial Controller.
 - Provides quarterly updates to the Audit Committee to update the Board members.
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6. Duration

- Appointment is subject to annual review and renewal by the Audit Committee and Board, in line with PLC governance requirements.
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