



Creative Services Limited (CSL) Governance Policy

(Version-1, Effective from January 01, 2024)

1. Introduction

Creative Services Limited (CSL) is committed to upholding the highest standards of corporate governance to ensure transparency, accountability, and integrity in all aspects of its operations. This Governance Policy outlines CSL's principles and structures that guide its governance practices, prioritizing the long-term interests of shareholders, employees, clients, and stakeholders. Adhering to this policy aims to ensure effective leadership, strong risk management, and continued value creation.

2. Purpose

The purpose of this policy is to:

- Define the framework and practices for effective governance at CSL.
- Ensure compliance with applicable laws, regulations, and best practices.
- Foster a culture of transparency, accountability, and ethical behavior.

3. Scope

This policy applies to the Board of Directors, executive management, employees, and other stakeholders of CSL. It encompasses all aspects of CSL's governance, including decision-making, risk management, and stakeholder engagement.

4. Governance Structure

4.1 Board of Directors

- The Board of Directors is responsible for the overall governance and strategic direction of CSL.
- The Board comprises a mix of executive and non-executive directors, including independent directors, to ensure diverse perspectives and independence in decision-making.

4.2 Committees of the Board

- **Audit Committee:** Oversees financial reporting, internal controls, and compliance with legal and regulatory requirements.
- **Remuneration and Nomination Committee:** Reviews and recommends policies on executive remuneration, succession planning, and board appointments.
- **Risk Management Committee:** Monitors and evaluates the company's risk management framework and practices.

4.3 Executive Management

- Executive management is responsible for the day-to-day operations of CSL, implementing the strategies and policies approved by the Board.
- The Chief Executive Officer (CEO) leads the executive team and reports to the Board.

5. Principles of Governance

5.1 Transparency

- Provide accurate, timely, and accessible information to stakeholders.
- Ensure clear and open communication channels between the Board, management, and stakeholders.

5.2 Accountability

- Establish clear roles and responsibilities for the Board, management, and employees.
- Implement mechanisms for monitoring performance and ensuring accountability for actions and decisions.

5.3 Integrity

- Uphold the highest standards of ethical behavior and professional conduct.
- Promote a culture of integrity and honesty in all business dealings.

5.4 Fairness

- Treat all stakeholders fairly and equitably.
- Ensure decisions are made impartially and without bias.

5.5 Responsibility

- Act responsibly towards the environment, society, and the communities in which CSL operates.
- Integrate sustainability and corporate social responsibility into business practices.

6. Governance Policies and Procedures

6.1 Code of Conduct

- CSL's Code of Conduct outlines the ethical standards and expectations for all employees, directors, and stakeholders.
- The Code covers areas such as conflict of interest, confidentiality, anti-corruption, and workplace behavior.

6.2 Risk Management

- Implement a comprehensive risk management framework to identify, assess, and mitigate risks.
- Regularly review and update risk management policies and procedures to address emerging risks and challenges.

6.3 Compliance

- Ensure compliance with all applicable laws, regulations, and company standards.
- Conduct regular audits and reviews to monitor compliance and address any deficiencies.

6.4 Stakeholder Engagement

- Engage with stakeholders through regular communication, consultation, and feedback mechanisms.
- Consider stakeholder interests and concerns in decision-making processes.

7. Monitoring and Evaluation

7.1 Performance Monitoring

- Regularly monitor and evaluate the performance of the Board, committees, and executive management.
- Use performance metrics and benchmarks to assess effectiveness and identify areas for improvement.

7.2 Internal and External Audits

- Conduct internal audits to assess compliance with governance policies and procedures.
- Engage external auditors to provide independent assurance on financial reporting and governance practices.

7.3 Continuous Improvement

- Foster a culture of continuous improvement in governance practices.
- Stay informed about emerging trends and best practices in corporate governance and integrate them into CSL's framework.

8. Training and Development

- Provide ongoing training and development opportunities for directors, executives, and employees on governance-related topics.
- Encourage continuous learning to enhance skills and knowledge in corporate governance.

9. Review and Updates

- This Governance Policy will be reviewed annually and updated as necessary to reflect changes in laws, regulations, and best practices.
- Feedback from the Board, management, and stakeholders will be considered in the review process.