NICKEL ASIA CORPORATION
CHARTER OF THE FINANCE COMMITTEE

SECTION 1. INTRODUCTION

This Charter of the Finance Committee (the "Committee") of **NICKEL ASIA CORPORATION** (the "Company") sets forth, among others, the purpose, membership, authority, functions, structure and procedures which shall guide the Committee as prescribed by the Company's Manual on Corporate Governance (the "Manual"). The Committee shall conduct an annual review and assessment of this Charter and recommend to the Company's Board of Directors (the "Board") revisions as it may deem necessary and beneficial to the efficient performance of its functions.

SECTION 2. PURPOSE

The primary purpose of the Committee is to oversee the Company's capital structure, financial policies and strategies, and investment activities, including, but not limited to, capital raising, capital adequacy and capital planning process, dividend policy, acquisitions, mergers, and divestments, treasury management and activities, and financing proposals, that may be brought to the Board for approval and to take such action and make such reports and recommendations to the Board as it deems advisable. The Committee shall also have such other powers and perform such other duties as the Board may delegate to it.

The Committee shall not have principal oversight with respect to the Company's financial reporting, which is the responsibility of the Audit Committee.

SECTION 3. FUNCTIONS

The Committee shall have the following powers, duties, and responsibilities to perform its functions:

Investment Policy/Strategies

a. Develop and recommend to the Board investment policies and objectives for the investment portfolio.

b. Review of investment strategies in line with overall investment objectives and investment policies of the Company.

c. Make recommendations to the Board regarding the management of the investment portfolio.

d. Periodically review whether any investment policy statement adopted by the Board, the investment activities, the risk management controls, and process related to investments continue to effectively contribute to meeting the goals and objectives set for in the investment portfolio.

Mergers and Acquisitions and Divestments and Other Business

a. Evaluate, and advise the Board on, any proposed merger or consolidation, or any significant acquisition, divestment, sale, lease, exchange, or disposition of Company's assets and other

significant business transactions including forming joint ventures, and other significant business opportunities.

b. Recommend to the Board the engagement, retention, or dismissal of third-party professionals such as custodian banks, investment managers, and investment advisors.

Financial Planning and Capital Structure

a. Review and recommend to the Board on the Company's annual financial plans, capital plans, and budgets.

b. Oversee the development of the Company's long-term capital structure guidelines and periodically evaluate the capital structure of the Company.

c. Recommend to the Board certain proposed issuances, repurchases, or redemptions of the Company's securities.

d. Review the Company's dividend policy and recommend to the Board proposed dividends or other distributions with respect to the Company's securities.

Treasury and Risk Management

a. Oversee the Company's policies and procedures on hedging, swaps, and other derivative transactions.

b. Evaluate and recommend financing offers and banking facilities to the Board.

c. Review and evaluate the changes in Treasury Policies, including policies with respect to cash flow management, investment of the Company's cash, and financial risk management.

Other Functions

a. The Committee shall perform such other functions and carry out such other responsibilities as are consistent with this Charter and as may be delegated by the Board.

SECTION 4. COMMITTEE MEMBERSHIP

4.1 Composition

a. The Committee shall have a minimum of three (3) Members, each of whom, including the Chairman thereof, shall be appointed by the Board annually. Only the Board may remove from office the Chairman or any Member of the Committee.

b. The majority of the members of the Committee shall be Non-Executive Directors of the Company, including the Chairman.

c. The respective Chairpersons of the Committee and the Audit Committee shall not sit as members in both committees.

d. The Committee must be composed in such a way that it possesses, as a group, the necessary knowledge, skills, and experience to properly perform its duties.

e. Any vacancy in the Committee caused by death, resignation, disqualification, or any other cause may be filled by the Board. The Member elected to fill the vacancy shall hold office for the remainder of the term or until his or her successor shall have been duly elected and qualified.

f. The Board may appoint one or more persons to serves as advisor(s) to the Committee. Advisors shall have the right to attend and speak at any meeting of the Committee but shall have no right to vote in respect of any action by the Committee.

4.2 Remuneration

The Chairman and Members of the Committee shall receive no fees or remuneration in respect of their services in connection with the Committee, or in respect of their attendance at meetings of the Committee except for reasonable per diems authorized and approved by the Board of such purposes. The amount of such per diems shall not be such as it may jeopardize the independence of the members of the Committee or may reasonably be perceived to interfere with such independence.

SECTION 5. COMMITTEE PROCEDURES

5.1 Meetings

a. The Committee shall hold meetings at such times and places as it considers appropriate provided that not less than two (2) meetings shall be held each year.

b. The meetings shall be held in person, via teleconference, or video conference or through such other similar means.

c. Meetings shall be convened by the Chairman as and when he or she considers appropriate, and the Chairman shall convene a meeting upon the request of a majority of the Members of the Committee.

d. Notice of the regular or special meetings of the Committee shall be given at least five (5) days prior to any such meeting unless all Members unanimously waive such notice; provided, however, that the Chairman of the Committee, *motu proprio*, or at the request of the Chairman of the Board or of the President, may call the meeting at a shorter notice when the circumstances so require. Irrespective of the length of notice being given, attendance in a meeting by a Member shall be deemed a waiver of the notice requirements.

e. Notice shall be deemed duly served upon a Member if it is given to them personally, or sent to them by mail, e-mail, facsimile transmission, or other electronic means to their address or facsimile number on file with the Secretary of the Committee.

f. The presence of a majority of the Members, whether in person or via remote communication such as teleconference or videoconference conducted in

accordance with the provision of SEC Memorandum Circular No. 6, Series of 2020 and by means of which all persons participating can hear each other, shall constitute a quorum.

5.2 Resolutions

a. Resolutions at a meeting of the Committee at which there is a quorum shall be passed by a simple majority of votes of the members present at such meeting.

b. A resolution in writing signed by all members shall be as valid and effective for all purposes as a resolution of the Committee passed at a meeting of the Committee duly convened, held, and constituted. A written notification of confirmation of such resolution in writing signed by a Member shall be deemed to be his or her signature to such resolution in writing for such purpose. Such resolution in writing may be signed in counterparts.

5.3 Minutes and Records

a. The Committee shall appoint a Secretary who shall prepare minutes of meetings and keep records of the Committee.

b. The Secretary of the Committee shall keep (a) appointments and resignation of the Members; (b) all agenda and other documents sent to the Members, (c) minutes of proceedings and meetings of the Committee; and (d) such other documents as may be necessary in the performance of the Committee's functions. Except for information that are required to be disclosed pursuant to law or regulation issued by competent government authorities, the records of the Committee shall be kept confidential.

c. Any such records shall be open for inspection by any Member at reasonable hours on business days. Demands for inspection must be made in good faith and for a legitimate purpose. Any cost arising from the conduct of inspection shall be borne by the Member requesting such inspection.

d. Minutes of any meeting of the Committee, if signed by the Chairman of such meeting, or by the Chairman of the next succeeding meetings, shall be conclusive evidence of the proceedings and resolutions of such meeting.

SECTION 6. RESOURCES AND AUTHORITY

The Committee shall have the appropriate authority to discharge its functions and responsibilities and shall report directly to the Board on its decisions or recommendations. The Committee shall also have the authority to engage legal and other independent professional firms with relevant experience and expertise to assist and advise the Committee on matters it considers necessary. The Committee shall in consultation with the Board, have authority to approval all reasonable related fees and terms on engagement of external advisers/consultants, which fees shall be borne by the Company.

SECTION 7. CONTINUING EDUCATION AND TRAINING

Members of the Committee shall keep abreast of developments in financial reporting, corporate governance, sustainability reporting, technology, business risks, and other relevant areas by seeking

continuing professional education and training. The education and training may be provided to the Committee by members of Management or by third parties recommended by the Chairman, who shall monitor the needs and opportunities for such continuing education.

SECTION 8. PERFORMANCE EVALUATION AND ASSESSMENT

In order to ensure that the Committee continues to fulfill its responsibilities in accordance with global best practices and in compliance with the Corporate Governance Code, the Manual and other relevant regulatory requirements, the Committee shall conduct an assessment of its performance through self-assessment. The evaluation must compare the performance of the Committee with the requirements of its Charter set for the goals and objectives of the Committee for the ensuing year and include any recommendation to the Board on any improvement to the Charter deemed necessary or desirable by the Committee.

SECTION 9. AMENDMENT

This Charter may be amended, repealed, or a new charter be adopted by resolution of the Committee duly adopted.

This Charter of the Finance Committee of Nickel Asia Corporation was approved and adopted on 13 November 2024.

Attest:

(SGD.) (INSERT NAME)
Chairman of the Finance Committee

(SGD.) BARBARA ANNE C. MIGALLOS
Corporate Secretary

(SGD.) GEORGINA CAROLINA Y. MARTINEZ
Chief Compliance Officer