



Helix Resources Limited

A.C.N. 009 138 738

CORPORATE GOVERNANCE POLICY AND PROCEDURES MANUAL NOMINATION COMMITTEE CHARTER

The Board has decided not to establish a separate a Nomination committee and will deal with the matter at the Board level.

The nomination committee shall review the composition of the Board on an annual basis and make recommendations to the Board, where considered necessary, to ensure that the Board comprises directors with an appropriate mix of skills and experience. Where necessary, the committee seeks the advice of external advisers in connection with the suitability of applicants for board membership.

The terms and conditions of the appointment of Non-Executive directors are to be set out in a formal letter of appointment, which will typically deal with the following matters:-

- duration of appointment
- expectations concerning preparation and attendance at Board meetings
- code of conduct
- conflict of interest and related party transactions
- the right to seek independent legal and professional advice (subject to the prior approval of the Chairman)
- remuneration
- evaluation of performance
- company records