

FINDERS RESOURCES LIMITED

NOMINATION COMMITTEE CHARTER

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1. PURPOSE

The purpose of the Nomination Committee is ensure that the Board is comprised of directors who contribute to the overseeing of successful management of the company and who are best able to discharge the responsibilities of directors, having regard to the law and the highest standards of governance.

2. COMPOSITION

2.1 Membership

The Committee members shall consist of –

- a) at least two directors; and
- b) a majority of independent directors.

2.2 Chairman

The Chairman of the Committee shall be an independent director.

2.3 Secretary

The Company Secretary shall be the Committee Secretary.

3. MEETINGS

3.1 Frequency of Meetings

The Committee shall meet at least once a year.

3.2 Quorum

The number of members whose presence at a meeting of the Committee is necessary to constitute a quorum is two.

4. COMMITTEE RESPONSIBILITIES

The Committee shall be responsible for:

- a) assessing the skills required on the Board;
- b) from time to time assessing the extent to which the required skills are represented on the Board;
- c) establishing processes for the identification of suitable candidates for appointment to the Board;
- d) implementing processes for the induction of new non-executive directors to the company and processes for continuing education of directors; and

- e) Overseeing the performance evaluation of the Board, its committees and directors.

5. REVIEW OF CHARTER

The Nomination Committee Charter is reviewed annually by the Committee to ensure it remains consistent with the Committee's authority, objectives and responsibilities.

6. REPORTING TO THE BOARD

The chairman of the Committee shall report to the Board after each Committee meeting. The minutes of all Committee meetings shall be circulated to members of the Board.

October 2009