



COSWAY CORPORATION LIMITED

(formerly known as Berjaya Holdings (HK) Limited)

科士威集團有限公司

(前稱成功控股(香港)有限公司)

AUDIT COMMITTEE TERMS OF REFERENCE

Authority

1. The Committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.
2. The Committee is authorised by the Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

Duties

1. To review the half-year and annual financial statements before submission to the Board, focusing particularly on:
 - (i) any changes in accounting policies and practices;
 - (ii) major judgemental areas;
 - (iii) significant adjustments resulting from the audit;
 - (iv) the going concern assumption;
 - (v) compliance with accounting standards; and
 - (vi) compliance with stock exchange and legal requirements.
2. To review the external auditor's management letter and management's response;
3. To consider the major findings of internal investigations and management's response; and
4. To consider other topics, as defined by the Board.

Hong Kong, 29 March 2012