



World Titanium Resources Limited
ACN 120 723 426

Nomination Committee Charter

Overview

The Role of the Nomination Committee

The role of the Nomination Committee is to determine the slate of director nominees for election to the Board and to identify and recommend candidates to fill casual vacancies.

Composition

The Nomination Committee shall comprise a minimum of three members.

Operations

The Committee shall meet at least once a year and otherwise as required. Minutes of all meetings of the committee are to be kept. Committee meetings will be governed by the same rules as set out in the Company's Constitution, as they apply to meetings of the Board.

Responsibilities

The responsibilities of the Nomination Committee are:

- a) to implement processes to assess the necessary and desirable competencies of Board members including experience, expertise, skills and performance of the Board and its Committees;
- b) to provide new directors with an induction to the Company;
- c) advise the Board on new appointments and assist with selection of new Board members;
- d) provide a succession plan for directors, Executive Chairman, Chief Executive Officer and Chief Financial Officer;
- e) review time required for non-executive directors to perform their duties;
- f) evaluate the performance and effectiveness of the Board to facilitate the directors fulfilling their responsibilities in a manner that serves the interests of shareholders;
- g) prepare a list of individuals to be recommended for nomination for election to the Board at the annual meeting of shareholders (this includes identifying directors who are eligible for re-election);
- h) before recommending an incumbent, replacement or additional director, review his or her qualifications including capability, availability to serve, conflicts of interest and other relevant factors;
- i) assist in identifying, interviewing and recruiting candidates for the Board;
- j) periodically review the compensation paid to non-employee directors for annual retainers (including Board and committee chairs) and meeting fees, if any, and make recommendations for any adjustments. No member of the Committee will act to fix his or her own compensation except for uniform compensation to directors for their services as such.

Report to the Board

The Committee must report to the Board formally at the next Board meeting following from the last Committee meeting on matters relevant to the Committee's role and responsibilities.

The Committee must brief the Board promptly on all urgent and significant matters.

Review

The Charter and function of the Committee will be reviewed as required and at least annually. Any amendments to the Charter will require approval from the Board.

Publication of the Policy

This Charter is available to all directors and staff of the Company. In addition a copy of this Charter is to be placed on the Company's website at www.worldtitaniumresources.com.