

Role and Duties of The Senior Independent Director

1. Role

- To support the Chair on all governance issues.
- To provide an alternative communication channel between the Chair and directors.
- To provide a point of contact for all shareholders to raise issues and concerns which they feel have not been resolved through normal channels.

2. Main Duties

- Provide a sounding board for the Chair to discuss confidential issues related to governance, board performance and the performance of individual directors and concerns raised by directors, shareholders, employees or other stakeholders.
- Carry out an annual appraisal of the Chair's performance based on direct and confidential feedback from all directors.
- Be available as an intermediary for confidential discussions with directors who may have concerns which they believe have not been properly considered by the Board as a whole, or which they feel may not be appropriate to raise in open forum or with the Chair directly.
- Chair the Nomination Committee when considering succession to the role of Chair of the Board.
- Be available to shareholders, employees or other stakeholders if they have concerns which contact through the normal channels of communication with the Chair, Chief Executive Officer or Chief Financial Officer has failed to resolve or for which contact is inappropriate.

3. Performance review

- The Chair and non-executive directors are responsible for reviewing the performance the Senior Independent Director.