

## The role of the Chairman

The Chairman's role is to lead the Board of Directors.

His principal responsibility is the effective running of the Board and overall stewardship of the business. He ensures the Board plays an effective and constructive part in the development of the Company's strategy and objectives.

Other responsibilities include:

- Running the Board and setting Board agendas, ensuring that the important issues facing the Company and the concerns of all Board members are considered.
- Ensuring that the Board receives accurate, timely and clear information on:
  - the Company's performance; and
  - issues, challenges and opportunities facing the Company.
- Ensuring informal meetings of the directors take place, including meetings of the non-executive directors without executive directors present, as required to ensure that sufficient time and consideration is given to complex, contentious or sensitive issues
- Succession planning for Board appointments to retain and build an effective and diverse Board and proposing the membership of each Board Committee
- Ensuring members of the Board develop an understanding of the views of the major investors in the Company.
- Supporting an appropriate induction programme for new directors, facilitated by the company secretary
- Identifying any development needs of individual directors and of the Board as a whole, assisted by the company secretary.
- Ensuring that the performance of the Board as a whole, its Committees, and individual directors is evaluated at least once a year. Undertaking the performance appraisal of the Chief Executive Officer.
- Ensuring that the performance of the Board as a whole, its Committees, and individual directors is evaluated at least once a year. Undertaking the performance appraisal of the Chief Executive Officer; and
- Promoting high standards of integrity, probity and corporate governance throughout the Company and particularly at Board level.