

## CORPORATE GOVERNANCE POLICIES

### BOARD PERFORMANCE EVALUATION POLICY

#### Board of Directors

This policy is to ensure individual directors and the Board as a whole work efficiently and effectively in achieving their functions.

Each year the Board will undertake the following activities:

- The Chairperson will meet with each non-executive director separately to discuss individual performance and ideas for improvement.
- The board as a whole will discuss and analyse its own performance during the year including suggestions for change or improvement.

#### CEO and Key Executives

This policy is to ensure the CEO and key executives execute the company's strategy through the efficient and effective implementation of the business objectives.

In order to accomplish this:

- Each year the Board reviews the company's strategy.
- Following such a review the Board sets the organisation performance objectives based on qualitative and quantitative measures.
- These objectives are reviewed periodically to ensure they remain consistent with the company's priorities and the changing nature of the company's business.
- These objectives are the performance targets for the CEO.
- Performance against these objectives is reviewed annually by the Board and is reflected in the CEO's remuneration review.

#### Board Committees

This policy is to ensure committees to which the Board has delegated responsibilities are performing efficiently and effectively in accordance with the duties and responsibilities set out in their charter.

Each year the Board will undertake the following activities:

- The Board will review the necessity of establishing any committees and delegating certain of its responsibilities to the committee.
- The Board will review the committees achievements during the year based on their duties.
- The Board will review the charters of the committees once per year to ensure that they are up to date.