



## Role of the Senior Independent Director ('SID')

### 1. Shareholders

- The SID will be available to shareholders if they have concerns which contact through the normal channels of Chair, Chief Executive or Chief Financial Officer has failed to resolve or for which such contact is inappropriate.
- The SID will be available to attend meetings with governance contacts of major shareholders to obtain a balanced understanding of the issues and concerns of such shareholders

### 2. Chair

- The SID will be a member of the Nomination Committee and if not conflicted will chair the Nomination Committee when it is considering succession to the role of Chair to the board.
- The SID will meet with the directors at least once a year to appraise the Chair's performance and on such other occasions as are deemed appropriate.
- The SID will review the Chair's performance reflecting the views of the rest of the Board with the Chair
- The SID will be a sounding board for the Chair on all company matters

*Initially approved by the Board on 18 September 2013*