

# ATTITUDE HOSPITALITY LTD ('AHL')

## POSITION STATEMENT – CHAIRPERSON

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The duties of the chairperson of the Board of Directors ("Board") shall include but shall not be restricted to:

### **I. Meetings:**

- Chairing the Directors and shareholders' meetings and providing overall leadership to the Board;
- Setting the Board agenda in collaboration with the management and the company secretary, considering the issues and concerns of all Board members. The agenda should be forward looking, concentrating on strategic matters.
- Ensuring that the directors receive accurate, timely and clear information, including that on the Company's and group's performance, to enable the Board to fulfil their duties and take sound decisions, monitor effectively and provide advice to promote the success of the Company and the Group.
- Ensuring the Board's committees are properly structured with appropriate terms of reference/charters;
- Managing the Board to allow enough time for discussion of complex or contentious issues;
- Ensuring that the decisions by the Board are executed;
- Being primarily responsible for the activities of the Board and its committees;
- Ensuring that the Board satisfies its duties, is effective in its tasks of setting and implementing the Company's direction and strategy;
- Ensuring that appropriate training is encouraged to continuously update the skills and knowledge of the Directors;
- Encouraging Directors at Board meetings to participate in discussions and have sufficient time for consultation and decision-making;
- Supervising the general management of the Company within the framework of the Principles of strategy as entrusted to the Chief Executive Officer, which he/she shall permanently oversee and monitor together with the Board. In this respect the Chairman may act as the spokesman for the Board and shall represent the Company vis-à-vis third parties and is the principal contact for the Chief Executive Officer (the 'CEO').
- Regularly meet the CEO
- Ensure that Board members, when appointed, participate in an induction program and, as needed, in supplementary training programs;
- Ensure that there is appropriate delegation of authority from the Board to executive management and Board committees.

## **2. Directors**

- Facilitating the effective contribution of non-executive directors and encouraging active engagement by all members of the Board.
- Ensuring that directors (particularly non-executive directors) have sufficient time to consider critical issues and obtain answers to any questions or concerns they may have and are not faced with unrealistic deadlines for decision making.

## **3. Induction**

- Ensuring that there is an induction program for new directors;
- Ensuring that the performance of the Board, its committees and individual directors is evaluated at least every two years and acting on the results of such evaluation by proposing adequate measures.