

# HOLIDAY BUNGALOWS LTD (HBL)

## POSITION STATEMENT

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### **CHAIRPERSON**

The Chairperson of the Board is primarily responsible for the activities of the Board. He/She shall act as the spokesman for the Board and is the principal contact with the appointed Management Company, which is, as at date, Attitude Hospitality Management Ltd (AHML). The Management Company delegates a General Manager to run the operations of the Company.

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

#### **1. Meetings:**

- Chairing the Directors and shareholders' meetings, providing overall leadership to the Board and ensuring that the Board meetings are chaired in an effective manner;
- Setting the Board agenda in collaboration with the management and the Company Secretary, taking into considering any concern from or suggestion from Board members. The agenda should be forward looking, concentrating on strategic matters.
- Ensuring that the Board members receive all information necessary for them to perform their duties. Therefore, that the directors receive accurate, timely and clear information to enable the Board to fulfil their duties and take sound decisions, monitor effectively and provide advice to promote the success of the Company.
- Ensuring that the Board has sufficient time for consultation and decision-making by managing the Board to allow enough time for discussion of complex or contentious issues;
- Ensuring that the Board satisfies its duties and is effective in its tasks of setting and implementing the Company's direction and strategy;
- Following up on Board's decisions to ensure their implementation;
- 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 set by the Board; 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').
- Meeting the representative of the Management Company ensuring that the Board has proper contact with the executive team.
- Consulting with external advisors appointed by the Board;
- Ensuring that there is appropriate delegation of authority from the Board to executive management and Board committees.
- Ensuring that minutes of Board meetings are signed and kept;

#### **2. Directors**

- Facilitating the effective contribution of non-executive directors and encouraging active engagement by all members of the Board.
- Ensuring that Board members, when appointed, participate in an induction program and, as needed, in supplementary training programs;
- 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;
- Addressing problems related to the performance of individual Board members and ensuring that the performance of the Board, its committees (if applicable) and individual directors is evaluated at least every two years and acting on the results of such evaluation by proposing adequate measures.