



Charter - Chairman of the Board

Role of the Chairman of the Board

The Chairman of the Board at Delta Property Fund Limited ("Delta"), is an independent Non-Executive Director at Delta. The role as Chairman of the Board is to facilitate the functioning of the Board independently of Management and to maintain and enhance the quality of our corporate governance at Delta. The Chairman's key responsibilities are set out below.

Key Responsibilities - Chairman of the Board

1. Manage the affairs of the Board, including ensuring the Board is organised, functions effectively and meets its obligations and responsibilities;
2. Facilitate the functioning of the Board independently of Management and maintain and enhance the quality of both the Board's governance and that of Delta;
3. Regular interaction with the Chief Executive Officer and the other Delta executives on major strategy issues, handling of major business issues and opportunities, matters of corporate governance and performance issues including providing feedback from other Board members as well as acting as a 'sounding board' for the Chief Executive Officer;
4. Together with the Chairman of the Remuneration Committee, conduct a formal evaluation of the Chief Executive Officer's performance at least annually.
5. Consider the succession plan and the composition and skills requirements of the Board of Directors.
6. Lead the Board in the execution of its responsibilities to shareholders.

Disclosure

In instances where the board appoints a chairman who is a non-executive but is not independent, or is an executive director, this should be disclosed in the integrated report, together with the reasons and justifications for the appointment, as well as the mitigating controls in place, i.e. the existence of a lead independent director.

Approval and review of this charter

On an annual basis, the nomination/governance committee reviews this charter and recommends to the board of directors any modifications, for approval by the board.

This charter is approved by the board of directors and signed on their behalf by:

Chairman of the board

Chairman - Nomination and
Remuneration Committee