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# DIRECTOR'S LETTER OF APPOINTMENT

## RESPONSIBILITY: COMPANY SECRETARY

- a. Term of appointment.
- b. Time commitment envisaged (with an obligation on the director to inform the Chair and the Nominations Committee chair before accepting any new appointment as a director of another listed entity, any other material directorship, or any other position with a significant time commitment attached with the potential to intrude upon the availability of the Director in the performance of his/her role).
- c. Powers and duties of directors.
- d. Any special duties, arrangements or expectations attaching to the appointment.
- e. Circumstances in which the office of Director becomes vacant.
- f. Expectations regarding involvement with Committee work.
- g. Remuneration and expense reimbursement.
- h. Superannuation arrangements.
- i. Requirement to disclose all existing interests, positions, associations, relationships and matters which might bear upon or affect the Director's independence and any material changes to that as disclosed.
- j. Performance evaluation and review expectations.
- k. Requirement to comply with Company's Constitution, Corporate Governance Charter and related governance codes and policies
- l. Induction training and ongoing performance development arrangements.
- m. Requirement to notify the Company of, and/or seek the Company's approval, before accepting any new business or other role or commitment that might materially impact on the Director's available time to the Company or give rise to a conflict of interest.
- n. Access to independent professional advice and rights of access to corporate information.

- o. Indemnity and D&O insurance arrangements.
- p. Confidentiality obligations.
- q. A copy of the Company's constitution.
- r. A copy of the Company's Corporate Governance Charter.