**POSITION STATEMENT OF CHAIRMAN**

1. **Meetings**
2. Effectively chairs board and shareholders’ meetings and encourage attendance at such meetings.
3. Organises regular and frequent board meetings.
4. Agrees on the agendas of board meetings with the CEO and Company Secretary which addresses current and forward concerns of the business as well as strategic matters.
5. Ensures that directors receive accurate, timely and clear information to enable the Board to take sound decisions, monitor effectively and provide advice to promote the long-term success of the Company.
6. Encourages open and effective discussion on complex or contentious issues at board meetings.
7. Ascertains with the CEO that the decisions and directives of the Board are properly executed.
8. Promotes constructive relations between the executive and non-executive directors.
9. **Induction, Development, Succession and Performance Evaluation**
10. Ascertains that new directors receive a formal induction programme.
11. Identifies the development needs of directors and procure that adequate training facilities are provided.
12. Enhances directors’ confidence and encourage them to speak up and make an active contribution at meetings.
13. Oversees the succession plan for board of directors and certain key senior management officers.
14. Procures that the performance of the Board is evaluated periodically and acts on any weaknesses identified.
15. Discharges the above-mentioned duties by working in close collaboration with the Corporate Governance Committee, acting in its capacity as Nomination Committee, of Rogers and Company Limited.
16. **Relations with shareholders and other stakeholders**
17. Ensures effective communication with shareholders and other stakeholders to understand their issues and concerns.
18. **Other matters**
19. Leading by example, sets the ethical standards for the Board and the Company.
20. Holds regular briefings with the Chief Executive Officer, the Company Secretary, and members of the management team as appropriate, to ensure that matters are referred to the Board for the Board to fully discharge its duties and responsibilities.
21. Ensures an appropriate balance is maintained between the interests of shareholders and other stakeholders (employees, customers, suppliers and the community).
22. Guides the Board in ensuring the long-term sustainability of the business.
23. Builds and maintains stakeholders’ trust and confidence in the Company and in conjunction with the CEO, represents the Company to key stakeholders.