

BOARD POLICY

DIRECTORS & BOARD PERFORMANCE EVALUATION

The Chairman develops the indicative range of issues to be canvassed for the purpose of having each Director assess the performance of the Board as a whole, their own performance & the performance of each of their fellow Directors. A sample of such issues is as follows:

Board - General

- Board agenda & papers
- Conduct of meetings
- Committee structure & performance
- Effectiveness of Board working together
- Relationships with senior executives
- Relationships with shareholders
- Annual General Meeting

Board - Activities

- Quality of strategy & performance indicators
- Adequacy of risk management practices
- Corporate Governance practices
- Performance of Auditor
- Quality of management presentations
- Management disclosure of key information

Individual Performance evaluations

- Contribution of individual Directors
- Performance of Managing Director, CEO, CFO & other senior executives
- Performance of Company Secretary

Looking Forward

- Mix of skills – current and future requirements
- Areas for improvement

Chairman has individual meetings with each Director and selected senior executives to assess their views on these issues and to identify any areas of concern or opportunity for improvement of performance of the Board and/or individual Directors.

Chairman provides a summary of his findings to the full Board and is responsible for ensuring that agreed actions are implemented. It is recognised that some findings will be of a sensitive nature and will not be included in the Chairman's report but will be acted upon by the Chairman on a one to one basis.

This process occurs at least once each calendar year and more frequently at the discretion of the Chairman. It is anticipated that the Chairman will undertake this Performance Evaluation during August and September each year and will report his findings to the October Board meeting.

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APPROVED BY:	Company Secretary Skilled Group Limited