

HUNTING PLC

DIVISION OF RESPONSIBILITIES BETWEEN THE CHAIRMAN AND THE CHIEF EXECUTIVE OFFICER

The Chairman's role is to run the board; the Chief Executive Officer's role is to run the Company's business.

Primary responsibilities of the Chairman

1. To lead the board.
2. To set the board agenda.
3. To build an effective and complementary board.
4. To ensure directors are provided with accurate, timely and clear information.
5. To ensure the directors have sufficient time to consider critical issues and obtain answers to their questions and concerns ahead of decision-making.
6. To facilitate and encourage the effective contribution of all members of the board.
7. To ensure shareholders and other interested parties are effectively communicated with.
8. To ensure there are constructive relations between the executive and non-executive directors.
9. To hold meetings with the non-executive directors without the executive directors present.
10. To ensure there is appropriate delegation of authority from the board to executive management.
11. To chair meetings of the Company and the nomination committee.
12. To ensure new directors participate in a full, formal and tailored induction programme and continually update their skills, knowledge and familiarity of the Company.
13. To ensure that the performance of the board, its committees and the individual directors are evaluated at least once a year and to act on the results.
14. To ensure high standards of corporate governance are adhered to.

Primary responsibilities of the Chief Executive Officer

1. To manage the day to day activities of the group.
2. To recommend the strategic direction of the group to the board.

3. To implement strategy as approved by the board.
4. To identify and execute new business opportunities, acquisitions and disposals.
5. To ensure appropriate internal controls are in place.
6. To report to the board regularly on the group's performance.
7. To present to the board an annual budget and operating plan.
8. To make recommendations to the remuneration committee on remuneration of the senior executive team and to the nomination committee for the appointment of new executive directors.

The Chief Executive Officer should not go on to become Chairman except when the promotion would expedite exceptional circumstances over a short period of time, e.g. during a period of intense Company reorganisation, the outgoing Chief Executive could provide valuable support to the new appointee before a new Chairman is found.

