



**ALTUS GROUP LIMITED**  
(the “Corporation”)

**POSITION DESCRIPTION**

**CHAIR OF THE CORPORATE GOVERNANCE AND NOMINATING COMMITTEE**

The Chair is a member of the Corporate Governance and Nominating Committee (the “Committee”), designated by the board of directors (the “Board”) to assist the Committee in fulfilling its duties effectively and efficiently in accordance with the written charter of the Committee.

The Chair will provide leadership to the Committee in discharging its mandate as set out in the Charter, including by promoting:

- a thorough understanding by members of the Committee and senior management of the Corporation of the duties and responsibilities of the Committee; and
- cohesiveness among members of the Committee.

The Chair shall be the liaison between the Committee, the Board and the Corporation’s senior management, promoting open and constructive discussions between members of the Committee and each of these parties.

In connection with meetings of the Committee, the Chair shall be responsible for:

- recommending procedures to enhance the work of the Committee;
- taking the principal initiative in scheduling meetings of the Committee;
- organizing and presenting the agenda for Committee meetings such that:
  - all of the responsibilities assigned to the Committee under the terms of its Charter are discharged on a timely and diligent basis; and
  - members of the Committee have input into the agendas;
- monitoring the adequacy of materials provided to the Committee by senior management in connection with the Committee’s deliberations;
- ensuring that members of the Committee have sufficient time to review the materials provided to them and to fully discuss the business that comes before the Committee; and

- presiding over meetings of the Committee.

On an annual basis, the Chair will facilitate:

- the performance review and evaluation of the Committee and its members in accordance with the Charter; and
- a review and assessment of the adequacy of the Charter and this position description, and following such review and assessment, make a recommendation to the Board with respect to any changes the Committee deems appropriate.

The Chair shall perform such other functions as may be ancillary to the duties and responsibilities described above and as may be delegated to the Chair by the Committee and the Board from time to time.