

**Roles & Responsibility of Independent Director:-**

1. ensuring that the company's goals are clearly established, and that strategies are in place for achieving them;
2. establishing policies for strengthening the performance of the company including ensuring that management is proactively seeking to build the business through innovation, initiative, technology, new products and the development of its business capital;
3. monitoring the performance of management;
4. appointing the chief executive officer, setting the terms of their employment agreement and, where necessary, terminating their employment.
5. deciding on whatever steps are necessary to protect the company's financial position and the ability to meet its debts and other obligations when they fall due, and ensuring that such steps are taken;
6. ensuring that the company's financial statements are true and fair and otherwise conform with law;
7. ensuring that the company adheres to high standards of ethics and corporate behaviour; and
8. ensuring that the company has appropriate risk management/regulatory compliance policies in place.