

## **Chairman of the Board**

### **Role of the Chairman of the Board**

The role of the Chairman of the Board is to facilitate the functioning of the Board independently of management and to maintain and enhance the quality of our corporate governance at Newpark. His/her key responsibilities are set out below.

### **Chairman of the Board**

#### *Key Responsibilities*

- Manage the affairs of the Board, including ensuring the Board is organized properly, functions effectively and meets its obligations and responsibilities;
- Facilitate the functioning of the Board independently of management and maintain and enhance the quality of the Board's governance and that of Newpark Resources;
- Regular interaction with the Chief Executive Officer and his/her staff on major strategy issues, handling of major business issues and opportunities, matters of corporate governance and performance issues including providing feedback of other Board members as well as acting as a 'sounding board' for the Chief Executive Officer;
- Together with the Chair of the Compensation Committee, conduct a formal evaluation of the Chief Executive Officer's performance at least annually.
- Lead the Board in the execution of its responsibilities to shareholders.