

TRAFALGAR CORPORATE GROUP

BOARD CHARTER

Introduction

The Board Charter (Charter), details the role and responsibilities of the Board of Directors and executive management. The roles and responsibilities are more fully explained in the Corporate Authorities and Responsibilities.

The Board

The Board of Directors (the Board) will comprise of:

- A majority of independent non-executive Directors;
- An independent Chairman; and
- The person occupying the role of Chairman will be different from that of the person occupying the role of the Chief Executive Officer.

Board Duties and Responsibilities

The Board sets the strategic direction for Trafalgar Corporate Group (ASX code "TGP") and it is the responsibility of the Chief Executive Officer to implement the Board's strategic direction in day-to-day management. The Board provides leadership and direction, sets business objectives, and oversees its implementation by management. The role of the Board, the Chairman and the Chief Executive Officer are more fully described in the Corporate Authorities and Responsibilities.

The Board will carry out its responsibilities in the best interests of all stakeholders, with diligence, honesty and fairness.

The Board as a whole, or individual Directors, may obtain independent professional advice in fulfilling their duties as Directors in accordance with the Policy for Seeking Professional Advice, with the costs to be borne by TGP.

The Board is responsible for setting the values and standards of conduct, and ensuring that they are adhered to. The Board is able to establish Committees to assist it in fulfilling its responsibilities. Currently, the Board has established the Audit and Risk Committee, the Compliance Committee, the Nominations and Remuneration Committee and the Documentation Committee.

The Board determines the Board size and composition, and will comprise of Directors from a range of backgrounds and experience. The Charter requires the Chairman's and Directors' positions to be reviewed every three (3) years.

The Board will monitor financial outcomes and the integrity of financial reporting, by requiring the Chief Financial Officer to state to the Board that the Company's financial reports present a true and fair view, in all material respects, of TGP's financial conditions and operational results, and are in accordance with relevant accounting standards.

The Board will provide leadership within a framework of audit, risk management and compliance systems, to protect the Company's assets and monitor compliance with legislative, regulatory and ethical requirements.

Directors are required to continually evaluate the number of boards on which they serve to ensure that each company is given time and attention required to properly exercise the Directors' powers and discharge the Directors duties to that company.

The Board Charter is reviewed and updated annually.