

**SINGAPORE EXCHANGE LIMITED (“the Company”)**

**CHARTER OF THE**

**LEAD INDEPENDENT DIRECTOR**

**Purpose**

1. The Lead Independent Director is an Independent Director, meaning a director who is free from management and business relationships, and independent from any substantial shareholder as defined in the Securities and Futures (Corporate Governance of Approved Exchanges, Designated Clearing Houses and Approved Holding Companies) Regulations 2005. The Lead Independent Director is appointed by the Board of Directors (“Board”) to serve in a lead capacity to coordinate the activities of the other non-executive directors and to assist the Chairman and the Board to assure effective corporate governance in managing the affairs of the Board and the Company.
2. There shall be no Lead Independent Director if the Chairman of the Board is a non-executive and independent director.

**Responsibilities & Authority**

1. Chairman of Nominating Committee

The Lead Independent Director shall serve as chairman of the Nominating Committee.

2. Preside at Executive Sessions

The Lead Independent Director will preside at all meetings of the Board at which the Chairman is not present. The Lead Independent Director will develop the agendas for and serve as chairman of the executive session of the Board’s non-executive directors.

3. Call Meetings of Independent Directors

The Lead Independent Director has the authority to call meetings of non-executive directors.

4. Function as Liaison with the Chairman

The Lead Independent Director will serve as the principal liaison on Board issues between the non-executive directors and the Chairman. This will include advising the Chairman on the quality, quantity and timelines of the information submitted by the Company’s management that is necessary or appropriate for the non-executive directors to effectively and responsibly perform their duties.