

ORBITE TECHNOLOGIES INC.

CHAIRMAN OF THE BOARD

DESCRIPTION OF ROLE AND RESPONSIBILITIES

I. MANDATE

The Chairman of the Board of Directors (the “Board”) of Orbite Technologies Inc. (the “Company”) takes all reasonable measures to ensure the Board fulfills its oversight responsibilities. The Chairman is responsible for the management, the development and the effective performance of the Board, and provides leadership and direction to the Board for all aspects of the Board’s work.

II. RESPONSIBILITIES

In addition to the responsibilities applicable to all directors of the Company, the responsibilities of the Chairman of the Board include the following:

- Presiding meetings of the Company’s shareholders and of the Board;
- Planning and organizing the activities of the Board in consultation with management including the preparation for, and the conduct of, Board meetings, as well as the quality, quantity and timeliness of the information that goes to the Board;
- During Board meetings, encouraging full participation and discussion by individual directors, stimulating debate, facilitating consensus, and ensuring that clarity regarding decisions is reached and duly recorded;
- Fostering ethical and responsible decision making by the Board and its individual members;
- Providing advice, counsel and mentorship to the President and Chief Executive Officer and fellow members of the Board;
- Acting as principal liaison between the directors and the Chief Executive Officer on sensitive issues;
- Conducting peer reviews through a process involving meeting with each director individually. These peer reviews will be conducted to coincide with the formal survey of board effectiveness;
- Ensuring minutes of the Board meetings are available in a timely manner;
- Ensuring committees of the Board report to the Board on their activities;
- Assisting the Board Committees and Committee Chairs to bring important issues forward to the Board for consideration and resolution; and
- Carrying out other responsibilities at the request of the Board.