

**DUNDEE CORPORATION**

**POSITION DESCRIPTION FOR THE CHIEF EXECUTIVE OFFICER**

**FUNCTION**

The primary responsibility of the Chief Executive Officer (“CEO”) is to lead Dundee Corporation (the “Company”) by providing strategic direction that includes the development and implementation of plans, policies, strategies and budgets for the growth and profitable operation of the Company.

The CEO will report to the Company’s Board of Directors (the “Board”). The Board will evaluate the CEO’s performance based on the responsibilities set out below.

**SPECIFIC RESPONSIBILITIES**

In fulfilling his or her responsibility, the CEO will:

1. oversee that the day-to-day business affairs of the Company are appropriately managed;
2. oversee the Company’s capital allocation strategy, including investment selection, portfolio management, and capital recycling, with a focus on maximizing long-term risk-adjusted returns.
3. recommend to the Board and, following approval by the Board, consistently strive to achieve the Company’s financial and operating goals and objectives;
4. formulate Company policies and proposed actions, and present to the Board for approval the long-term business plan, strategies and policies that lead to the creation of shareholder value;
5. develop and recommend to the Board annual business plans and budgets that support the Company’s long term business plan and strategies;
6. oversee and take steps to enhance where necessary, reliable internal control systems within the Company;
7. respect the Board’s independence, including discussing major corporate commitments with the Board before they are made and respecting unrelated directors’ need to meet independently;
8. fulfill all responsibilities as assigned by the Board, in the manner expected by the Board;
9. keep the Board fully informed in a timely and candid manner of the progress of the Company towards the achievement of its established goals and of all material deviations from the goals objectives and/or policies established by the Board;
10. evaluate the performance of the other officers of the Company and make recommendations with respect to their compensation;

11. ensure the establishment and monitoring of key performance indicators aligned with the Company's strategic and financial objectives;
12. oversee succession planning for the CEO and senior executives, including reviewing development plans and leadership pipeline strength;
13. foster a corporate culture that promotes ethical practices and encourages individual integrity;
14. maintain a positive and ethical work climate that is conducive to attracting, retaining and motivating a diverse group of top-quality employees at all levels;
15. ensure the information communicated to the public fairly portrays the position of the Company; and
16. represent the Company in a way that enhances and maintains the Company's reputation.
17. maintain effective relationships with key stakeholders, including shareholders, regulators, partners, and the broader investment community