
HOME CAPITAL GROUP INC.

DIRECTORS

POSITION DESCRIPTION

ROLE

To serve the Corporation and the long-term interests of the Corporation's shareholders by supervising the management of the business and affairs of the Corporation in a manner that: (i) meets the highest ethical and fiduciary standards; (ii) demonstrates independence from management; (iii) is knowledgeable and inquisitive about issues facing the Corporation; (iv) applies good sense and sound judgment to help make independent, effective and timely decisions; and (v) displays commitment through attendance at, preparation for and participation in meetings.

ACCOUNTABILITIES AND RESPONSIBILITIES

The accountabilities and responsibilities set out below are meant to serve as a framework to guide individual Directors in their participation on the Board, with a view to enabling the Board to meet its duties and responsibilities.

Management Oversight

- Assume a stewardship role to oversee the management of the business and affairs of the Corporation.
- Maintain an understanding of the Corporation including: strategic and financial plans and objectives, emerging trends and issues, significant strategic initiatives and capital allocations and expenditures, risks and management of those risks and compliance with applicable laws and regulations.

Integrity

- The Director shall possess the highest personal and professional integrity. The Director shall meet his or her fiduciary duties to act honestly and in good faith with a view to the best interests of the Corporation and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Conflicts of Interest

- The Director avoids potential or actual conflicts of interest that are incompatible with services as a director and complies with applicable policies of the Corporation.

Independence

- The non-management Director shall satisfy the independence standards established by the Board and the independence standards required by applicable laws, rules and regulations.

Involvement

- The Director continuously deepens his or her knowledge of the business of the Corporation and relevant trends in the Corporation's business and industry. The Director has an important role as an ambassador of the Corporation but should not speak on behalf of the Corporation without appropriate authority.

Contribution

- The Director applies informed and seasoned judgment to each issue that arises and expresses opinions, asks questions and makes recommendations that the Director thinks are necessary or desirable.

Commitment

- The Director attends every Board and Committee meeting of which he is a member (absent a compelling reason) and prepares for each Board and Committee meeting (of which he is a member) by reviewing materials provided and requesting, where appropriate, information that will allow the Director to properly participate in the Board's and Committee's deliberations, make informed business judgments and exercise oversight.
- The Director shall participate in continuing director educational programs established by the Corporation from time to time.

Common Share Ownership

- The Director shall maintain an appropriate level of common share ownership in the Corporation to ensure proper alignment with the long-term interests of the Corporation and shareholders. The level of common share ownership will be reviewed from time to time. The current level, effective January 1, 2006, is three times the annual retainer within three years of January 1, 2006.

This Position Description was approved by the Board on February 13, 2006.

This Position Description was reviewed by the Board on February 13, 2007.

This Position Description was reviewed by the Board on February 11, 2008.

This Position Description was reviewed by the Board on February 12, 2009.

This Position Description was reviewed by the Board on February 9, 2010.