



POSITION DESCRIPTION CHIEF EXECUTIVE OFFICER

1. General

A. Purpose

This position description describes the appointment, role and responsibilities of the chief executive officer (the “CEO”) of Slate Office REIT (the “REIT”).

B. Governing Statute and Articles

This position description is subject to and shall be interpreted in a manner consistent with the REIT’s Declaration of Trust and any other applicable legislation, all as may be amended from time to time.

2. Office of the CEO

Subject to the terms of an amended and restated management agreement, dated August 12, 2014 (and effective November 4, 2014) between the REIT and Slate Asset Management LP, as amended, supplemented or amended and restated from time to time (the “Management Agreement”), the Board shall appoint the CEO on terms and conditions it considers appropriate. The CEO shall report to the Board.

3. Responsibilities

A. General

The CEO shall oversee the REIT’s strategic plan.

Notwithstanding the foregoing, the following matters shall require Board approval:

- (a) decisions which are outside of the ordinary course of the REIT’s business;
- (b) subject to the terms of the Management Agreement, appointment of senior officers of the REIT; and
- (c) such other matters as the Board may determine from time to time.

B. Specific Responsibilities

In discharging his or her responsibility for the oversight of the REIT’s business, subject always to the oversight by the Board, the CEO shall:

- (a) provide leadership and direction to the other members of the management team;
- (b) foster and maintain a positive image and reputation of the REIT;
- (c) foster a corporate culture that promotes ethical practices and encourages individual integrity and initiative;

- (d) maintain a positive and ethical work climate that is conducive to attracting, retaining and motivating top-quality employees at all levels;
- (e) develop, or supervise the development of, and recommend to the Board a long-term strategy and vision for the REIT that leads to enhancement of unitholder value;
- (f) ensure that the day-to-day business affairs of the REIT are appropriately managed;
- (g) strive to achieve the REIT's financial and operating goals and objectives;
- (h) design or supervise the design and implementation of effective periodic and timely public disclosure and internal controls;
- (i) maintain responsibility for the integrity of the financial reporting process;
- (j) ensure that the REIT has an effective management team below the level of the CEO and has a plan for management development and succession; and
- (k) serve as chief spokesperson for the REIT, subject to the direction of the Board.

C. Information Flow to the Board

The CEO will deliver information to the Board on a timely basis to keep the Board apprised of matters which are material to the Board.