

## TRICON CAPITAL GROUP INC.

### POSITION DESCRIPTION CHIEF EXECUTIVE OFFICER

The following position description was adopted by the Board of Directors of Tricon Capital Group Inc. (the “**Company**”) on March 10, 2015.

---

#### 1. **General**

##### A. Purpose

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

##### B. Governing Statute and Articles

This position description is subject to and shall be interpreted in a manner consistent with applicable legislation, all as may be amended from time to time.

#### 2. **Office of the CEO**

The board of directors of the Company (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 develop and implement the Company’s strategic plan.

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

- (a) material decisions which are outside of the ordinary course of the Company’s business;
- (b) appointment of senior officers of the Company; 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 Company’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 Company;
- (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 Company that leads to enhancement of shareholder value and oversee the implementation of that strategy through, for example, new initiatives, investment decisions, capital commitments and fundraising;
- (f) ensure that the day-to-day business affairs of the Company are appropriately managed;
- (g) strive to achieve the Company's financial and operating goals and objectives and report regularly to the Board on the progress against these goals, and on the overall condition of the Company's business;
- (h) together with the Company's Chief Financial Officer, design or supervise the design and implementation of effective disclosure and internal controls;
- (i) maintain responsibility for the integrity of the financial reporting process;
- (j) ensure that the Company has an effective management team below the level of the CEO and has a plan for management development and succession;
- (k) on an annual basis, recommend the compensation for the then senior management of the Company (specifically, the individuals expected to be NEOs in the Management Information Circular), through the Compensation, Nominating and Corporate Governance Committee;
- (l) present to the Compensation, Nominating and Corporate Governance Committee annually an assessment of the senior management of the Company together with a succession plan that provides for the orderly succession of senior management; and
- (m) serve as chief spokesperson for the Company.

**C. Information Flow to the Board**

The CEO will maintain effective communications with the Chair of the Board and the Board as a whole to ensure that information is delivered on a timely basis and to keep the Board apprised of matters which are material to the Board, to allow the Board to fulfill its responsibilities.