

## **Remuneration Committee Charter**

- The Remuneration Committee Charter establishes the role of the committee is to review and make recommendations on Board and executive Director remuneration; senior management remuneration, executive share plan participation; human resources and remuneration policies; and senior management succession planning, appointments and terminations.
- The main responsibilities of the Remuneration Committee include reviewing and making recommendations on remuneration policies for the company including, in particular, those governing the directors, the Managing Director and senior management.
- The Remuneration Committee will comprise a majority of non-executive directors and at least three members. The Chairman of the committee is appointed by the Board and must be a non-executive director.
- The Remuneration Committee may invite any persons deemed appropriate to attend meetings and may take such independent advice as it considers appropriate.
- The Remuneration Committee is required to meet as and when required by the Chairman of the committee. Any committee member may request the Chairman call a meeting.
- The Remuneration Committee is required to assess its effectiveness periodically. In addition the Charter is required to be revised annually and updated as required.