

Appendix F – Remuneration Committee Charter

Purpose and Scope

- 1 Effective and appropriate remuneration policies are crucial to the ongoing success of the Company. As a sub-committee of the Board of the Company, the Remuneration Committee plays a key part in ensuring that remuneration policies are not only effective, but they are also reported and explained to shareholders. The Charter describes the responsibilities, composition and structure of the Nomination Committee.

Roles & Responsibilities

- 2.1 The Remuneration Committee's role is to provide guidance to the Board on matters relating to the remuneration of directors and executives. Its responsibilities include:
 - (a) Reviewing executive remuneration schemes proposed by management, and making recommendations to the Board;
 - (b) Establishing policies for the recruitment, retention and termination of executive management;
 - (c) Reviewing and approving superannuation schemes;
 - (d) Advising on an appropriate remuneration framework for directors; and
 - (e) Providing the Company Secretary with all the relevant information for disclosure in the Annual Report.
- 2.2 Composition and Structure The structure and composition of the Nomination Committee shall be as follows:
 - (a) There shall be a standing Chairperson, who is an independent director;
 - (b) There shall be at least 3 members on the committee a majority of whom are independent; and
 - (c) The Managing Director shall be a member of the committee (but shall not be Chairperson).