

# **CAMPBELL BROTHERS LIMITED**

## **Remuneration Committee**

### **Role, Responsibilities and Membership**

#### **Role**

The Remuneration Committee was established to review the remuneration arrangements for the senior executives who report to the CEO, including the CEO, as well as remuneration arrangements of non-executive directors to ensure they are consistent with the business objectives of CBL.

#### **Responsibilities**

The Remuneration Committee:

- reviews and makes recommendations to the Board in respect of remuneration packages for the CEO and senior executives, which may include fixed remuneration, performance-based remuneration, equity-based remuneration and termination payments;
- reviews and makes recommendations to the Board in respect to remuneration of non-executive directors;
- reviews and makes recommendations to the Board in respect to issues under the share and option plans the Company has in place.

#### **Membership**

The Committee shall comprise at least two (2) non-executive directors.

#### **Reports**

The Committee shall report its findings and recommendations to the Board after each Committee meeting.

#### **General**

The Committee is authorised by the Board to obtain external independent advice, as required, to carry out its functions.