



## **Energy Technologies Limited**

### **The Remuneration Committee Charter**

#### **Role and responsibilities**

The Remuneration Committee assists the Board in fulfilling its responsibilities relating to the compensation policies and practices to be introduced throughout the company.

The Committee is responsible for:

- reviewing the remuneration policies and practices to be introduced and maintained by the company
- examining alternative compensation packages available to senior executives of the company
- recommending appropriate compensation for the Managing Director and Senior Executives
- reviewing and making recommendations about incentive schemes for employees including, but not limited to, company share and option schemes, superannuation benefits and health schemes
- reviewing and recommending remuneration and benefit policies for members of the Board
- such other matters as the Board may refer to the Committee from time to time

#### **Composition**

- At least three Directors including the Chairperson of the Board.
- The Committee to elect a chairperson from its members.
- The Board to make appointments to the Committee and all appointments to be reviewed annually.
- The Company Secretary to be appointed Secretary of the Committee.
- The Managing Director to attend all meetings of the Committee other than while the Committee is considering his compensation arrangements.

#### **Meetings**

- The Committee is to meet at least once each year and otherwise as determined by the Chairperson of the Committee or as required by the Board.



## **Relationship with the Board**

- The Committee is a committee of the Board and has no authority independent of the functions delegated to it and is to report its findings and recommendations directly to Board.
- The functions of the Committee do not relieve the Board from any of its responsibilities.
- There is to be no delegation of executive power to the Committee.
- The Committee shall have the ability to direct any special investigation and to consult independent experts where necessary to carry out its duties.