

# Tecnotree

## CHARTER OF THE REMUNERATION COMMITTEE

The purpose of this charter document (the “**Charter**”) is to govern the appointment, composition, duties and the working of the Remuneration Committee (the “**Committee**”) of Tecnotree Corporation (“**Tecnotree/Company**”) and will be treated as the reference document for the Committee.

### 1. OBJECTIVE

1.1. The objective of the Committee is to convene, formulate and evaluate the principles of remuneration of the CEO and the Management of the Company, to make decisions on matters pertaining to the remuneration of the CEO and the Management of the Company, and to discharge such other mandatory duties as prescribed under applicable law.

### 2. APPOINTMENT AND COMPOSITION OF THE COMMITTEE

2.1. The majority of the Committee shall be independent of the Company. The CEO, CFO and other executives of the management of the Company cannot be appointed as members of the Committee.

2.2. The CFO of the Company will act as the Secretary of the Committee.

2.3. The Board of Directors of Tecnotree Corporation (the “**Board**”) shall appoint from amongst its directors, the Chairman and the Committee.

2.4. The Committee shall comprise of a minimum of three (3) members.

### 3. ROLE OF THE COMMITTEE

3.1. The role of the Committee shall be as follows:

- i. Promote the transparency and systematic functioning of the Company’s remuneration policy and remuneration report;
- ii. Develop the Company’s intellectual capital and the organisation’s competence; and
- iii. Act independently in relation to formulating and deciding on the CEO and the Management’s remuneration.

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## **4. DUTIES OF THE COMMITTEE**

The Committee shall meet regularly to discuss matters and issues solely pertaining to discharging its role and duties as specified under this Charter.

The main duties of the Committee are as follows:

- i. Develop the remuneration policy and remuneration report for the Company's management team;
- ii. Present the remuneration policy and the remuneration report at the general meeting of the Company and respond to questions related thereto;
- iii. Preparation of the appointment of core management and the rest of the management team, along with successor planning;
- iv. Prepare and assess the remuneration of the CEO and the rest of the management of the Company;
- v. Plan matters pertaining to the remuneration of other personnel and the development of the organization. Work with the CEO and CFO of the Company, and further direct the CEO and CFO in relation to taking any necessary steps as felt appropriate by the Committee; and
- vi. Pass resolutions and monitor any special issues allocated by the Board and falling within the competence of the Committee (such as issues relating to the Company's procedures and/or specific risks).

## **5. WORKING OF THE COMMITTEE**

- i. The Committee shall convene regularly, as invited by the Chairman of the Committee.
- ii. The Committee shall be considered to have quorum when a majority of the Committee members, including the Chairman, are present. The Company's CEO, CFO and other members of the management may attend the meetings, at the sole discretion of the Chairman of the Committee.
- iii. The Committee shall have the authority to request reports relating to any of the duties within the scope of its responsibility.
- iv. The Committee shall regularly report its activities to the Board of Directors.