

REMUNERATION COMMITTEE CHARTER

The Board of LongReach Group Limited (“LongReach”) has established a Remuneration Committee. This Charter sets the guidelines and functions of the Remuneration Committee.

1 BOARD APPROVAL

- 1.1 The Board has approved this Charter. The Board may approve updates and amendments to this Charter from time to time.

2 DEFINITIONS

- 2.1 Unless the contrary intention is expressed in this Charter, the following words (when used in this Charter) have the meaning set out below:

- Board means the Board of Directors of the Company from time to time.
- Company means LongReach Group Limited ABN 57 010 597 672 having its registered office at 31 Market Street, South Melbourne, Victoria, Australia 3205.
- Director means a director of the Company.
- Group means the Company and its subsidiaries.
- Intranet means any of the Group’s internal electronic intranets where Group information is gathered for the exclusive use of employees, contractors, officers, directors and management of the Group.
- Senior Management means those employees who report directly to the Managing Director and/or Chief Executive Officer.

3 REMUNERATION COMMITTEE MEMBERSHIP

- 3.1 The members of the Committee will be members of the Board, comprising at least three directors, including at least one non-executive director, and the Group CFO. The Chairman of the Committee will be appointed by the Board and will be a non-executive director who is not the Chairman of the Board.

4 REMUNERATION COMMITTEE OPERATION

- 4.1 The Committee will meet at least two times per year. Additional meetings may be convened as required by the Committee.

5 REMUNERATION COMMITTEE PURPOSE

- 5.1 The Remuneration Committee will assist the Board in discharging its responsibilities relating to compensation of LongReach Directors and Senior Management. The Committee has overall responsibility for evaluating and recommending to the Board remuneration practice, in accordance with LongReach’s remuneration policy.

6 RESPONSIBILITIES

- 6.1 The responsibilities of the Remuneration Committee include review and recommendation to the Board on:
- a) Senior Management remuneration and incentive policies (including early termination details).
 - b) Ensuring policy allows LongReach to recruit and retain suitably qualified executives.
 - c) Remuneration framework for directors, including non-executive directors.
 - d) Aligning the interests of key employees to the long-term interests of shareholders.
 - e) Demonstrating a clear relationship between key executive performance and remuneration.
 - f) Periodically reviewing the adequacy of this Charter.