

The Board of Directors (“**the Board**”) of Tamawood Limited ACN 010 954 499 (“**the Company**”) has established a Remuneration Committee (“**the Committee**”) which operates pursuant to this Charter.

1. Purpose of the Committee

- 1.1. To review and make recommendations to the Board on the recruitment, remuneration, retention, and termination of Senior Executives and Directors.

2. Composition of the Committee

- 2.1. Members of the Committee shall be appointed by the Board for such terms as the Board deems appropriate and shall hold office for such time or until they are removed by the Board or cease to be Directors of the Company.
- 2.2. The committee met once during the year.
- 2.3. The Board recognises that ASX recommends that the committee should have at least three members, a majority of whom are independent directors. The company does not follow this recommendation.

3. Members of the Committee

Member	Position
Rade Dudurovic	Chairperson - Independent Non-Executive Director
Lev Mizikovsky	Executive Director
Tim Bartholomaeus	Managing Director

4. Remuneration of Executives and Non-Executives

- 4.1. The remuneration of our key Executive and Non-Executive Directors is disclosed in detail in the Annual Report.
- 4.2. Refer to the Annual Report for a detailed disclosure of the Board’s remuneration policies.

5 The activities of the Remuneration Committee may include:

- 5.1 Assessing, and periodically reviewing, appropriate remuneration policies, levels and packages. Remuneration packages may include share schemes, incentive performance packages, superannuation entitlements and fringe benefits and any other items considered appropriate by the Committee.
- 5.2 Setting the remuneration for the Managing Director.
- 5.3 Proposing Director Remuneration for ratification by shareholders.
- 5.4 Monitoring the implementation by the Company of its remuneration policies.
- 5.5 Undertaking periodic reviews of the job description and performance of key employees.
- 5.6 Managing complaints, grievances and disciplinary processes as they affect senior executives.
- 5.7 Remuneration of key executives
 - The Board currently has in place 3 elements of remuneration for its key executives at its discretion
 - Fixed Remuneration and performance bonuses at the Board’s discretion.
 - Employee Share Scheme (Directors do not participate).
 - Equity based performance incentive scheme for the Managing Director that has been approved by shareholders at an Annual General Meeting.