

CHARTER

REMUNERATION CHARTER

OBJECTIVE CORPORATION LIMITED (ASX:OCL)
ABN: 16 050 539 350

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1. PURPOSE

The purpose of this Charter is to set out the guidelines for Remuneration established by the Board of Directors of Objective Corporation Limited (Board) and to set out the role and responsibilities of the Board in relation to these matters. Objective Corporation Limited (Objective) does not maintain a Remuneration committee as it is considered that the current size of the Board does not warrant the establishment of a separate committee.

2. ROLES AND RESPONSIBILITIES

The Board is responsible for compensation, bonuses, incentives and remuneration issues of the Chief Executive Officer (CEO) and Executive Team members.

The objectives of the Board in relation to remuneration include:

- To review and recommend the total remuneration packages for the CEO and Executive Directors to the Board and to advise on the total remuneration packages of senior executives in consultation with the CEO.
- To regularly review and make recommendations to the Board in relation to approving any incentive schemes and equity based remuneration, including consideration of performance thresholds and regulatory and market requirements.
- To review corporate goals and objectives relevant to the remuneration of the CEO, and the performance of the CEO in light of these objectives.
- To oversee general remuneration practices across Objective and its related bodies corporate.

In discharging their responsibilities, the Board have a duty to act in the best interests of Objective as a whole, irrespective of personal, professional, commercial or other interests, loyalties or affiliations

3. MEETINGS

- The Board will discuss remuneration matters as it considers necessary.
- The Board may invite any such other persons to attend as it sees fit, and consult with other persons or seek any information it considers necessary, to fulfil its responsibilities.

4. SECRETARIAT DUTIES

- The Company Secretary will minute the matters arising from all meetings.
- The minutes will be ratified by members in attendance/discussion and signed by the Board Chair.

5. REVIEW OF CHARTER

- The Board should review their Charter annually to provide assurance that it remains consistent with the Board's objectives and responsibilities.
- The Charter may be amended by resolution of the Board.

Reviewed and approved by the Board 25 October 2017.

DOCUMENT INFORMATION

VERSION HISTORY

Created By:	Version:	Date:	Capacity:	Reason:
Remuneration Committee	Version 1.0	25/10/17		Creation of Charter.

REVIEWED BY

Created By:	Version:	Date:	Capacity:	Reason:

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