

## **CRITERIA OF MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS**

Overall remuneration should be reflective of the size of the Company, complexity of the sector/industry/company's operations and the company's capacity to pay the remuneration.

Within the parameters prescribed by law, the payment will be recommended by the NRC and approved by the Board.

Overall remuneration should be reasonable and sufficient to attract, retain and motivate Directors aligned to the requirements of the Company (taking into consideration the challenges faced by the Company and its future growth imperatives).

Overall remuneration practices should be consistent with recognized best practices.