



OFX Group Limited Remuneration Policy

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Responsibility

The Remuneration and Nomination Committee (**Committee**) is responsible, amongst other things, for reviewing and making recommendations to the Board of the Company (**Board**) with respect to the appropriate remuneration for directors and senior management.

Governance

The Remuneration and Nomination Committee Charter will govern the membership and governance arrangements of the Committee.

Principles

In order to fulfil the role of the Committee set out above, the members of the Committee will refer to the following principles when developing recommendations to the Board regarding remuneration:

- a) ensure that coherent remuneration policies and practices are observed which:
 - enable the Company to attract, retain and motivate high quality directors and management;
 - encourage executive directors and other management to pursue the growth and success of the Company without rewarding conduct that is contrary to the Company's values or risk appetite;
- b) fairly and responsibly reward directors and senior management having regard to the Company's performance, the performance of the senior management and the general pay environment; and
- c) Comply with all relevant legal and regulatory provisions.

Remuneration packages

Remuneration may incorporate fixed and variable pay performance elements with both a short term and long term focus.

Remuneration packages may contain any or all of the following:

- a) Annual base salary – with provision to recognise the value of the individuals' personal performance and their ability and experience;
- b) Rewards, bonuses, special payments and other measures available to reward individuals and teams following a particular outstanding business contribution;
- c) Share participation via employee share schemes, option schemes and incentive plans and executive share plans and option schemes;
- d) Other benefits such as holidays, sickness benefits, superannuation payments and long service benefits; and
- e) Reimbursement for any expenses incurred in the course of personnel's duties.

Assessing Remuneration

The Committee will make a recommendation to the Board regarding the remuneration of executive directors and senior management having regard to various factors including performance and any recommendation made by the Managing Director and CEO, senior management, any compensation consultant and/or any internal or external legal, accounting or other advisor.

The Committee will also make a recommendation to the Board regarding the remuneration of non-executive directors having regard to, amongst other things, any recommendation made by any compensation consultant and/or any internal or external legal, accounting or other advisor.