Sanford Limited
("Sanford" or "the Company")
Remuneration Committee Charter

1. Constitution

1.1 The Remuneration Committee *(the Committee)* shall be a Committee established by the Board.

2. Objectives

2.1 The Committee's objectives are to:

- annually review and recommend changes to remuneration structure and policy within the Group, including Directors' fees;
- annually review and recommend changes to the remuneration package of the Managing Director (MD) and the group of managers reporting directly to the MD; and
- annually review the Diversity Policy, the diversity objectives and achievement against the objectives.

3. Membership

3.1 Members of the Committee shall comprise members of the Board appointed by the Board.

3.2 The Committee shall have a minimum of three members. All members of the Committee shall be non-executive directors.

3.3 The Board shall appoint the Chair of the Committee.

3.4 The appointment and removal of Committee members shall be the responsibility of the Board.

4. Quorum

4.1 A quorum for the Committee shall be two members of the Committee.

5. Procedure

5.1 The Committee shall meet as required.

5.2 The Committee may have in attendance the MD and such other persons as it may deem necessary to provide appropriate information and explanations.

5.3 All Directors may attend each meeting by standing invitation.

5.4 From time to time the Chair of the Committee shall be entitled to call information meetings to discuss draft proposals and/or discuss senior executive issues.

5.5 The Committee shall ensure that minutes are kept of all Committee meetings.

6. Responsibilities and Duties

The Committee does not take actions or make decisions on behalf of the Board unless specifically mandated. The Board has delegated certain of its functions to the Committee, which is responsible for:

6.1 as required, and in sufficient time, to commission any study, survey and/or advice, reviewing the current remuneration structure and policy for the Company, including Directors' fees, and determining whether those fees are appropriate;

6.2 making recommendations (including proposing amendments) to the Board with respect to senior executive incentive remuneration plans, share option plans, employee share ownership plans and other employee benefits (including superannuation), and providing guidance and/or directives to the MD on senior management remuneration;

6.3 ensuring clear accountability for the administration of any such plan (referred to above) adopted by the Board as shall be conferred upon the Committee;

6.4 from time to time, as required, conducting a review to ensure remuneration practices are consistent with Board policy;

6.5 approving remuneration increase guides and budgets for the Company;

6.6 reviewing the key remuneration package of the MD and recommending changes with Board policy;

6.7 reviewing non-Executive Directors' remuneration having regard to any relevant factors and recommending to the Board changes to non-Executive Director remuneration, such change to be subject to shareholder approval, as appropriate.

7. Powers and Authority

7.1 The Committee is authorised by the Board to investigate any activity covered by its roles.

7.2 The Committee shall have the authority of the Board to:

- retain, terminate and consult with outside or other independent external advisers and experts (including legal and remuneration consultants) at the Company's expense subject to prior discussion with the Chair of the Board;
- secure the attendance at meetings of outsiders with relevant experience and expertise, where the Committee or a Committee member deems it necessary to carry out the functions of the Committee.

8. Accountability to the Board

8.1 The Board review annually the Committee's performance against this Charter.

8.2 The Board reviews annually this Committee Charter.

Reviewed by the Board on 03 OCTOBER 2025

Approved

David W. Mair