

## **Dragon Mining Limited**

*(Incorporated in Western Australia with limited liability)*

### **The existing policy and structure for the remuneration of Directors**

The principles of Dragon Mining Limited's remuneration policy reflect the Group's objectives of a sound governance process and long-term value creation for the Group's shareholders.

The actual remuneration of each Director is disclosed in the annual reports and accounts on an individual and named basis as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

For Director(s) proposed to be re-elected or proposed new Director(s), the proposed remuneration together with other details will be disclosed at the notice or accompanying circular to shareholders of the relevant general meeting, if such re-election or appointment is subject to shareholders' approval at that relevant general meeting (including but not limited to an annual general meeting).

No Director should be involved in deciding his or her own remuneration.

The policy and structure for the remuneration of independent non-executive directors, executive directors and non-executive directors are set out below.

#### 1. Independent non-executive directors ("INED(s)")

- INEDs receive a basic fee and are not covered by any type of incentive or performance-related remuneration.
- The basic fee of an INED is set at a level that reflects the competencies and contribution required in view of the Group's complexity, the extent of the responsibilities and the number of Board meetings or relevant meetings of the Board committee(s) that he or she has to attend.
- In addition to the basic fee, INEDs receive compensation for being Chairman of the Board committee(s) if he or she is not the Chairman of the Board.

#### 2. Executive directors ("ED(s)")

- EDs are employed on a contractual basis. Their remuneration is fixed according to current market rates and conditions in Hong Kong and subject to annual reassessment.
- The Remuneration Committee should consult the Chairman and/or the Chief Executive Officer about their proposals relating to the remuneration of other EDs and have access to professional advice if considered necessary.
- ED's remuneration consists of both variable and non-variable elements.

- The total level of the non-variable elements of the remuneration is determined by taking into consideration the job description and responsibilities and the Group’s magnitude and complexity. EDs may also receive other benefits, including but not limited to, defined contribution retirement scheme plan, plan providing for hospitalization and outpatient benefits, accommodation benefit, and use of company car.
  - The variable element is discretionary in nature and consists of year end bonuses on the basis of both the ED’s and the Group’s performances as recommended by the Chief Executive Officer or Chairman and approved by the Remuneration Committee and the Board.
3. Non-executive directors (“NED(s)”)
- NEDs may receive a salary if employed or receive fees if self-employed.
  - NEDs are subject to the same remuneration policy as EDs.

*Updated as of 18 August 2022*