

## **iPEOPLE, INC.**

### **Remuneration Committee Charter**

#### **Scope and Purpose:**

#### **1. Overall Purpose / Objectives**

The iPeople, Inc. ("IPO" or the "Company") has formed a Remuneration Committee (Committee) which is primarily tasked to provide assistance to the Board in relation to:

- Remuneration policies and practices.
- Remuneration of the Chief Executive Officer, senior executives, non-executive directors, senior management and other key personnel.

The Committee has adopted this Remuneration Committee Charter ("Charter") that contains among others, its purpose, membership/composition, functions and other relevant information pursuant to good corporate governance. This Charter shall be reviewed and updated at least annually.

#### **2. Composition:**

Membership:

- The Remuneration Committee shall be composed of at least three (3) members, one of whom shall be independent.

Chairperson:

- If possible, an independent non-executive director shall be the Chairperson of the Committee.

#### **3. Functions:**

##### **The Remuneration Committee reviews and recommends to the Board:**

- Remuneration and incentives policies for the Company having regard to the linkages of reward, performance and market conditions.
- Remuneration of the Chief Executive Officer, senior executives, non-executive directors, senior management and other key personnel, ensuring that it is consistent with the

Company's culture, strategy and control environment. It shall not allow any director to decide his or her own remuneration.

- Adequacy and effectiveness of the Company's remuneration disclosures in its annual reports.
- Directors' fees or per diem for attendance at any meeting of the Board of Directors for each day of session.

#### **4. Processes:**

- The Committee may conduct any special reviews deemed necessary to fulfil its responsibilities.
- The Committee meets at least annually, and at any time as necessary.
- Minutes of each meeting are presented by the Committee to the Board at its next regular scheduled meeting.
- The Committee is authorized by the Board to obtain outside legal or professional advice if it considers it necessary.

#### **5. Effective Date**

This Charter shall take effect upon approval of the Audit Committee and replaces all previous Charters.

#### **REMUNERATION COMMITTEE:**

(Signed)	(Signed)	(Signed)
<b>RENATO C. VALENCIA</b>	<b>CESAR E. BUENAVENTURA</b>	<b>JOAQUIN E. QUINTOS</b>
Chairman	Member	Member