



Locate Technologies Limited

Remuneration Policy

Purpose

This policy sets out Locate Technologies Limited's ("Locate Technologies" or "the Company") approach to remuneration for Non-Executive Directors ("Directors") and the Chief Executive Officer ("CEO"). It ensures remuneration practices are fair, reasonable, market-aligned, and consistent with the creation of long-term shareholder value.

This policy is administered in conjunction with the Remuneration and Nomination Committee Charter.

Principles

Locate Technologies' remuneration framework is guided by the following principles:

- **Attraction and Retention:** Enable the Company to secure and retain Directors and executives with the necessary skills and experience.
- **Alignment with Shareholders:** Align Director and executive interests with those of shareholders through equity participation and performance-based pay.
- **Performance Linkage:** CEO variable remuneration must demonstrate a clear relationship between Company and individual performance.
- **Fairness and Transparency:** Remuneration is disclosed, understandable, and consistent with regulatory and governance obligations.
- **Compliance:** All practices comply with the Companies Act, NZX Listing Rules and other applicable standards.

Governance

- The Board approves remuneration outcomes for Directors and the CEO.
- The Remuneration & Nomination Committee reviews market benchmarks, incentive design, and performance outcomes, and makes recommendations to the Board.
- Any aggregate increase in Director fee pool or equity grants to Directors requires shareholder approval.
- Remuneration consultants, if engaged, must report independently to the Board or Committee.

Non-Executive Directors' Remuneration

- Directors are remunerated by way of cash fees and, where approved by shareholders, participation in the Company's equity incentive schemes (e.g., options or performance rights).
- The aggregate fee pool for Directors' cash fees is as approved by shareholders from time to time.

- Allocation of fees within the pool is determined by the Board, taking into account workload, responsibility, and market benchmarks.
- Equity participation for Directors is designed to align Directors' interests with shareholders. Terms of grants (exercise price, expiry, vesting) are approved by shareholders and disclosed in the Annual Report.
- Directors do not receive retirement or superannuation benefits beyond compulsory employer contributions (if applicable).
- Directors are entitled to reimbursement of reasonable business expenses.
- All remuneration, including fees and equity grant values, will be disclosed annually in the Remuneration Report.

CEO Remuneration

CEO remuneration is structured to attract and retain a high-calibre leader while ensuring alignment with shareholder outcomes. It comprises:

Fixed Remuneration

- Base salary and statutory superannuation (where applicable).
- Reviewed annually against market benchmarks, company performance, and individual contribution.

Short-Term Incentive (STI)

- Annual bonus opportunity, capped at a fixed dollar amount.
- STI is based on achievement of key financial metrics, with a risk gateway.
- Assessed annually, with outcomes disclosed in the Remuneration Report.

Long-Term Incentive (LTI)

- Equity-based awards (options) subject to shareholder approval.
- Terms of grants (exercise price, expiry, vesting) are approved by shareholders and disclosed in the Annual Report.
- Vesting conditions include a combination of performance hurdles and continued service, with performance measures determined by the Board at the time of grant.
- Vesting is measured over a multi-year period.
- Terms comply with NZX Listing Rules.

Disclosure

Locate Technologies will disclose in its Annual Report:

- NED fees (by individual) and equity grants (including fair value and terms).

- CEO remuneration (fixed, STI, LTI), performance measures and outcomes.
- Compliance with the Companies Act, the NZX Listing Rules, the NZX Corporate Governance Code and other applicable standards.

Review

- This policy will be reviewed at least every two years, or more frequently as required by law or governance changes.
- The Remuneration & Nomination Committee will recommend any changes to the Board.

Policy Name	Securities Trading Policy
Policy Manager	Company Secretary
Contact	Michael Gayst Tel: 0414 513 449 Email: michael@locate.tech
Approval Authority	Board of Directors
Last Review Date	[•] September 2025
Review Date	Biennially
Version History	Version 1: [•] September 2025
Where published	Company Website Internal share drive