



Remuneration Committee Charter

PropertyGuru Group Limited

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The board of directors (the “**Board**”) of PropertyGuru Group Limited (the “**Company**”) has established a remuneration committee (the “**Committee**”) as set forth in Article 101(d) of the Company’s Amended and Restated Memorandum and Articles of Association (as may be amended and/or restated from time to time, the “**Articles**”) with the authority, responsibility and duties as described in Article 101(d) of the Articles and in this Remuneration Committee Charter (this “**Charter**”).

I. Purpose

The purpose of the Committee is to support the Board in reviewing and establishing the Company’s remuneration strategy and policy.

II. Composition

The Committee shall, in accordance with Article 101(d)(ii) of the Articles, consist of two Non-Investor Directors (as defined in the Articles), to be nominated by the Board, and up to one member nominated by the specific shareholders referred to in such Article and meet all other eligibility requirements of applicable laws. A chairperson shall be designated by the Board (but shall be a Non-Investor Director) and meet all other eligibility requirements of applicable laws, and is responsible for presiding over the meetings.

III. Meetings, procedures and authority

The Committee shall meet at such times as it deems necessary to fulfill its obligations. The Committee shall maintain minutes of its meetings and other records related to those meetings.

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of Articles. All meetings of the Committee may be held telephonically or electronically. The Committee is, subject to Article 101(d) of the Articles, governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice and voting requirements as are applicable to the Board. In addition, unless otherwise restricted by any relevant provisions of the Articles, the Committee may act by written consent of a majority of the Committee members in lieu of a meeting.

The Committee may, in its sole discretion, retain or obtain advice from compensation consultants, legal counsel or other advisers (independent or otherwise), provided that, preceding any such retention or advice, the Committee must take into consideration the applicable factors under NYSE rules, relevant to the adviser’s independence from management. The Committee will be directly responsible for the appointment, remuneration and oversight of any adviser it retains. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable remuneration to any adviser retained by the Committee.

In the event that member(s) of the Committee believe that independent legal advice (at the Company’s expense) is required, such member must seek approval to retain independent

legal counsel from the chairperson of the Committee, whose approval shall not be unreasonably withheld or delayed.

In addition to the duties and responsibilities expressly delegated to the Committee in the Articles and this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with the Articles, this Charter, the purposes of the Committee and applicable New York Stock Exchange rules.

The Committee has the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it deems appropriate, including the authority to request any officer, employee or adviser of the Company to meet with the Committee or any advisers engaged by the Committee.

IV. Duties and responsibilities

1. *Remuneration Strategy.* The Committee will recommend to the Board for its approval a compensation policy in accordance with the requirements of Cayman Islands law as well as other compensation policies, incentive-based compensation plans and equity-based compensation plans, and oversee the development and implementation of such policies and recommend to the Board any amendments or modifications the Committee deems appropriate, including as required under Cayman Islands law.

2. *Executive Officer Remuneration.* The Committee will review and approve the remuneration of, and granting of incentive awards to, the Company's Chief Executive Officer and other executive officers, including reviewing and approving corporate goals and objectives relevant to the compensation of the Company's Chief Executive Officer and other executive officers, including evaluating their performance in light of such goals and objectives. No executive officer may be present during voting or deliberations on his or her remuneration.

3. *Director Remuneration.* The Committee will periodically review and make recommendations to the Board regarding director remuneration and the allocation of the aggregate Board remuneration approved by the Company's shareholders or the Board.

4. *Incentive and Equity Remuneration.* The Committee will administer the Company's equity-based compensation plans, including without limitation, making awards to eligible persons under the plans and determining the terms of such awards (or delegating its authority to make such awards to an officer or committee of officers of the Company in accordance with the terms of the Company's equity-based compensation plans), and recommend for approval by the Board: (i) the adoption of such plans, and (ii) the amendment and interpretation of such plans and the awards and agreements issued pursuant thereto.

5. *Clawback Policies.* The Committee will oversee and administer the Company's policies with respect to the recovery or clawback of compensation.

6. *Proposals to the General Meeting.* The Committee shall support the Board in preparing any proposals to the General Meeting regarding the remuneration of the Board members.

7. *Delegation by the Articles.* The Committee shall perform the tasks delegated to it in the Articles.

8. *Reports to the Board.* The Committee must report regularly to the Board regarding the activities of the Committee.

9. *Committee Self-Evaluation.* The Committee shall periodically perform an evaluation of the performance of the Committee.

10. *Review of this Charter.* The Committee must review and reassess annually or as often as it considers necessary this Charter and submit any recommended changes to the Board for its consideration.

V. Delegation of duties

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee.