

The Management Development and Compensation Committee

Duties and Authorities:

1. To evaluate the performance and determine the annual remunerations and the compensation structure of President while offering him/her some advice regarding remunerations of senior executives.
2. To consider a succession plan of President as well as a Skills and Competency Development Plan of the potential candidates for the President position and to give some advice to the President on the Executive Succession Plan Development.
3. To acknowledge the report on the succession plan of Executive Vice President level.
4. To determine the significant HR policies and the structure of staff remunerations policy: the Annual Remunerations policy and Budgeting, Rewards (bonus), etc.
5. To consider an allocation of the Employees Share Options Program (ESOP) in case such allocation exceeds 5 percent of the program's shares.

Meeting Frequency: At least twice a year
