Compensation Committee Charter

The Board of Directors ("Board") of **DigiPlus Interactive Corp.** (the "Corporation") hereby adopts this **Charter** of the **Compensation Committee** (the "Committee").

Purpose of the Compensation Committee

The Committee shall provide the guidelines regarding determining the compensation and remuneration of the Board, key officers, and senior management of the Corporation.

Composition and Qualifications of Members

The Committee shall consist of at least three (3) members of the Board, one of whom shall be an independent director. The Chairman of the Committee shall be an independent director. The Board shall appoint the members of the Committee at its annual organizational meeting and each member shall serve upon his election until the next organizational meeting of the Board, unless removed or replaced by the Board.

Meetings

The Committee shall meet at least once a year or at such times and places as it considers appropriate. The Chairman may call a meeting at any time as needed.

The Committee, through the Corporate Secretary of the Corporation, shall furnish the Committee members with the notice, the agenda, and the appropriate materials at least three (3) days before any meeting.

Duties and Responsibilities

a. Assist the Board in ensuring that the compensation and remuneration of the Board, key officers, and senior management are in sufficient level to attract and retain directors, key officers and senior management and are aligned with the long-term interest of the Corporation;

b. Establish a formal and transparent procedure for developing a policy on executive remuneration and for fixing the remuneration packages of corporate officers and directors, and provide oversight over remuneration of senior management and other key personnel, ensuring that compensation is consistent with the Corporation's culture, strategy and control environment;

c. Designate the amount of remuneration, which shall be in sufficient level to attract and retain directors and officers who are needed to run the Corporation successfully;

d. To strengthen provisions on conflict of interest, salaries and benefits policies, promotion and career advancement directives, achievement of ESG or sustainability performance targets, and compliance with all statutory requirements that must be periodically met in their respective posts;

e. Prepare and submit reports recommending action for the Board's approval on matters assigned to the committee.

Review of Committee Charter

The Committee shall review the adequacy, relevance and scope of the Charter at least annually and recommend any proposed changes to the Board for approval.

Approved by the Board of Directors on 2 November 2026.

Certified by:

CAROL V. PADILLA
Corporate Secretary