

SOLID GROUP INC.

REMUNERATION COMMITTEE CHARTER

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I. Objectives

The Compensation or Remuneration Committee (the "Committee") of the Board of Directors (the "Board") of Solid Group Inc. (the "Corporation") shall assist the Board in fulfilling its corporate governance responsibilities with respect to remuneration by reviewing and making appropriate recommendations.

II. Composition and Membership

In accordance with Section K (ii) (b) of the Amended Manual on Corporate Governance, the Committee may be composed of at least three (3) members and one of whom should be an independent director.

The Committee members shall be appointed for terms of one year by the Board. The Chairperson shall be designated by the Board.

III. Frequency, General Timing and Procedures of Meetings

- a. The Committee shall hold meetings at such time and place as it considers appropriate, provided that at least two (2) meetings shall be held each year.
- b. Meetings of the Committee shall be convened by the Chairperson of the Committee as and when he/she considers appropriate or upon the request of a majority of the Members.
- c. A Committee meeting shall be convened upon notice in writing at least five (5) days prior to the meeting and specifying the place, date and time of the meeting and the matters to be discussed at the meeting by the Chairman of the Committee.
- d. The presence of a majority of the members of the Committee, in person or via telephone or videoconference, shall be required to constitute a quorum for the purpose of conducting business. The Committee shall act only on the affirmative vote of a majority of its members.
- e. Minutes of these meetings shall be recorded.

IV. Duties and Responsibilities

The principal responsibilities of the Committee shall be studying and recommending an appropriate compensation and/or reward system for directors, executives and corporate officers. The Committee shall establish a policy on the compensation and remuneration of directors and officers to ensure that their compensation is/are consistent with the Corporation's culture, strategy and the business environment in which it operates.



The Committee shall regularly review and make recommendation to the Board in respect of the Corporation's recruitment policy, employee incentive plans, benefit programs and termination policy.

V. Reporting

The Committee must submit a report to the Board at least once a year. The report include summary of the Committee's activities during the year, together with related findings and recommendations.

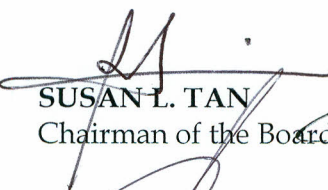
VI. Performance Evaluation

The Committee shall:

- a. Review its performance annually with respect to the fulfillment of its functions and responsibilities as mandated in this Charter.
- b. Review and assess the adequacy of this charter annually and recommend any proposed changes to the Board for its approval.

This Charter of the Remuneration Committee shall be effective _____.

BY: THE BOARD OF DIRECTORS



SUSAN L. TAN
Chairman of the Board



JOSEPH LIM
Director



ELENA S. LIM
Director



DAVID S. LIM
Director



JASON S. LIM
Director



VINCENT S. LIM
Director



BEDA T. MANALAC
Director



QUINTIN CHUA
Independent Director



LUIS MARIA ZABALJAUREGUI
Independent Director