



ATERIAN PLC
("Aterian" and/or the "Company")

Remuneration Policy

Approved by:	Name: Charles Bray		
	Title: Executive Chairman, Aterian PLC		
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N/A			

1. ATERIAN PLC REMUNERATION POLICY OBJECTIVES:

- 1.1 To align the interests of Aterian's executives and employees with those of its shareholders by ensuring that remuneration is linked to performance and by promoting a culture of accountability and responsible risk-taking.
- 1.2 To attract and retain talented individuals by offering competitive and fair compensation packages that reflect the market value of their skills and experience.
- 1.3 To foster a positive and inclusive work environment by ensuring that remuneration is based on merit and not influenced by factors such as gender, race, or other protected characteristics.

2. KEY ATERIAN PRINCIPLES:

- 2.1 Performance-based Remuneration: A significant proportion of executive and employee remuneration should be linked to performance, with a clear link between individual performance and company goals.
- 2.2 Long-term Incentives: Long-term incentives, such as Employee Benefit Trust options or performance share plans should be used to align executives and employees with the company's long-term strategic objectives.
- 2.3 Fairness and Transparency: Remuneration packages should be fair, transparent, and clearly communicated to all employees, with clear benchmarks for performance-related bonuses and other incentives.
- 2.4 Risk and Governance: The remuneration policy should take into account the risks associated with the company's business and be consistent with the company's risk appetite and overall corporate governance framework.
- 2.5 Stakeholder Engagement: The company should engage with its shareholders and other stakeholders on remuneration matters and take their views into account when setting remuneration policy.

3. KEY ELEMENTS OF THE POLICY:

- 3.1 Base Salary: Aterian will offer competitive base salaries that reflect the market value of an employee's skills and experience and take into account the company's overall pay and grading structure.
- 3.2 Performance-related Bonuses: Aterian will offer performance-related bonuses for executives and employees based on individual and company performance against agreed targets.
- 3.3 Long-term Incentives: Aterian will use long-term incentives such as share options or performance share plans to align executives and employees with the company's long-term strategic objectives.
- 3.4 Benefits: Aterian will offer a range of benefits, including pension contributions, private healthcare, life assurance, and other perks, to ensure that its compensation packages are competitive and attractive.
- 3.5 Clawback: Aterian will include clawback provisions in its remuneration policy, which will allow the company to recover bonuses or other incentives in the event of misconduct or poor performance.
- 3.6 Shareholder Approval: Aterian will seek shareholder approval for its remuneration policy and any significant changes to it and will disclose executive pay levels and the link between pay and performance in its annual report and accounts.
- 3.7 Gender Pay Gap Reporting: Aterian will comply with the UK's gender pay gap reporting requirements and will take steps to address any disparities that arise.