



Remuneration Policy and Procedures

1. Objective

The Policy is designed with the aim to support the Group's key strategies and create a strong performance-oriented environment, and be able to attract, motivate and retain talent. The primary objectives of this policy and procedure are:

- (a) To provide an overall remuneration package for directors and senior management to attract, engage and retain the right talent and to motivate them to drive the Group's long-term goals and to ensure business sustainability and growth; and
- (b) To ensure that appropriate level of remuneration for directors and senior management is aligned with the Group's strategic goals and corporate value and would not give rise to any conflict of interest between the Group, individual directors and senior management.

2. Policy on Managing Director (MD), Executive Directors ("EDs") and Senior Management Remuneration

Remuneration for MD, EDs and Senior Management consist of both fixed (i.e. base salary) and variable (performance-based incentive) remuneration components. The remuneration levels of MD, EDs and Senior Management are structured to enable the Group to attract and retain the most qualified Executive Board members and senior management.

The Group may provide competitive benefits to MD, EDs and Senior Management, such as a motor vehicle, personal accident insurance, holiday packages, accommodation, meals and etc. Allowances relating to business expenses (i.e. entertainment and travel) incurred are reimbursed such that no additional compensation is given to the MD, EDs and Senior Management.

The MD, EDs and Senior Management concerned play no part in the decision of their own remuneration. The determination of MD and ED's remuneration is evaluated by our Remuneration Committee and subsequently escalated for approval by the Board. The directors' fees is subject to shareholders' approval, with individual Directors abstaining from discussion of his or her own remuneration. Whereas, the remuneration of the senior management is determined by the MD.

The salary structure was stipulated in the Group's Bonus Policy & Salary Structure which addresses that of the Managing Director, Executive Directors, Group Adviser, Key Management Personnel and Manager/ Senior Executive. The list of the allowance and other fringe benefits are listed out for each grade.

3. Policy on Non-Executive Directors ("NEDs") Remuneration

The remuneration of NEDs is made up of Directors' fees and meeting allowances (collectively, known as emoluments) as compensation for their services plus the reimbursement of expenses incurred, if any, in the course of performing their services. As for meeting allowances, no distinction shall be made between participation in person and participation in video teleconference or other electronic mode

The level of remuneration for NEDs shall reflect the experience and level of responsibilities undertaken by the NEDs concerned. The remuneration of a NEDs shall not be based on commission, the percentage of profits, or turnover.



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The emoluments of NEDs are reviewed by the Remuneration Committee (“RC”) and Board annually. Fees payable to NEDs shall not be increased unless approved by shareholders in General Meeting. Based on recommendations from the Board of Directors, the Board shall submit any adjustments in Directors’ fees to the General Meeting for approval by shareholders.

The NED’s emolument is evaluated by the RC, and subsequently approved by the Board as a whole and recommend to shareholders’ for approval, with the individual NED abstaining from discussion and voting in respect of his own remuneration at Board level

Remuneration for the services of Non-Executive Directors shall be aligned with market terms, taking into consideration remuneration paid to directors of other similar companies, whether in size and/or industry, the individual’s performance and responsibility, market competitiveness as well as Group’s overall performance.

4. Bonus Structure

The bonus payments for directors will be at the discretion of the Remuneration Committee (“RC”), which will be held at least once a year. The company is based on the percentage of the actual profit for the year on budgeted profit to determine the bonus range which elaborated in Group’s Bonus Policy & Salary Structure.

5. Measurable Objective

On an annual basis, the Board of Directors shall discuss and agree on all measurable objectives for offering fair remuneration packages for MD, EDs and NEDs.

The Board is free to seek to alter one or more aspects of the remuneration packages and measure progress accordingly. On this, the Board may seek professional advice from outside sources to assist the Board in formulating an attractive compensation and benefits package that aims to attract, retain and motivate talents.

6. Disclosure

Disclosure of Directors and Senior Management’s remuneration shall be made in the Corporate Governance Report of the Group’s Annual Report. Such report shall include details of the Directors and Senior Management’s remuneration in accordance with the Listing Requirements of Bursa Malaysia Securities Berhad and Malaysian Code of Corporate Governance 2021.

7. Review of the Policy

This policy is subject to regular review by the Board and will be amended as appropriate to reflect the current best practices. The board should ensure that the provisions of this Policies and Procedure continue to comply with the legal requirements and corporate governance requirements.

8. Board Approval

This Policy was reviewed by the Board of Directors of the Company on 19 November 2021.