

TERMS OF REFERENCE OF REMUNERATION COMMITTEE

1. Objectives

The objectives for Remuneration Committee is to establish a documented, formal and transparent procedure for assessing and reviewing the Remuneration Package and structure including reviewing and recommending matters relating to the remuneration, fee and other benefits of the Board of Directors (“**Board**”) and Key Senior Management (“**Senior Management**”) of the Company and its subsidiaries (“**Group**”).

2. Composition

The Remuneration Committee shall be appointed by the Board from amongst its members. The Remuneration Committee shall be composed of at least three (3) members, exclusively or with a majority of Independent Non-Executive Directors and who shall not be the Chairman of the Board.

The Chairman of the Remuneration Committee shall be an Independent Director elected from amongst its members.

No alternate director shall be appointed as a member of the Remuneration Committee. The terms of office and performance of the Remuneration Committee and each of its members shall be reviewed by the Nomination Committee annually to determine whether the members have carried out their duties in accordance with their terms of reference.

If a member of the Remuneration Committee resigns or for any other reason ceases to be a member with the result that the number of members is reduced to below three (3), the Board shall, within three (3) months from the date of that event, appoint such number of new members as may be required to make up the minimum number of three (3) members.

3. Duties and Responsibilities

The duties and responsibilities of the Remuneration Committee are as follows:-

- To review and recommend to the Board the framework of remuneration of the Board and the Senior Management, taking into account the performance of the individual, the inflation price index and information from independent sources on the rates of salary for similar jobs in selected group of comparable companies. The remuneration framework recommended to the Board should be structured competitively, not excessively and should be sufficient to attract and retain the Board and the Senior Management of calibre required. The framework should cover all aspects of remuneration including Director’s fee, salaries, allowance, bonuses, options and benefit-in-kind.
- To review and determine the remuneration packages of Executive Directors and Senior Management (if any), including annual salary increments, performance bonuses, short-term and long-term incentives, and benefits-in-kind, based on appropriate performance measurements and evaluation criteria of the Group.
- To review and make recommendations to the Board on the fees and benefits payable to Non-Executive Directors, and the fees, remuneration and any non-contractual benefits payable to Executive Directors (if any), in accordance with applicable laws and regulations. Any compensation for loss of employment of a Director shall be subject to approval at a general meeting pursuant to Section 230(1) of the Companies Act 2016 and the relevant Listing Requirements.
- To review the Group’s compensation policy and ensure alignment of compensation to corporate performance, and compensation offered in line with market practice.
- To recommend the engagement of external professional advisors to assist and/or advise the Remuneration Committee and the Board, on remuneration matters, where necessary.

- To provide a report summarising its activities for the whole financial year in compliance with the Malaysia Corporate Governance Code, Listing Requirements and any relevant regulations, for inclusion in the Company's annual report.
- To consider and examine such other matters as the Board considers appropriate.

4. Meetings and Circular Resolution

The Remuneration Committee shall meet at least once in a financial year and as and when required.

The meetings may be conducted in any form, including by means of conference, telephone, conference videophone or any similar communication equipment. A person participating shall be deemed to be present in person at the meeting and shall be entitled to vote and be counted in a quorum accordingly.

The quorum for meetings shall not be less than two (2) members, one of whom shall be the Chairman of the committee.

Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Remuneration Committee, at least five (5) days before the date of the meeting.

A resolution in writing, signed or approved by letter, telegram, telex, telefax or electronic means by a majority of the Remuneration Committee members present in Malaysia for the time being entitled to receive notice of a meeting of the Remuneration Committee, shall be as valid and effectual as if it had been passed at a meeting of the Remuneration Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more of the members of the Remuneration Committee.

Directors should not be involved in discussions or meetings in relation to their own remuneration and directors who are shareholders and controlling shareholders with a nominee or connected director on the Board should also abstain from voting on the resolution to approve directors' remuneration at the general meeting.

5. Secretary and Minutes

The company secretary of the Company ("**Company Secretary**") or his nominee or such other persons authorised by the Board shall act as the Secretary of the Remuneration Committee. The Company Secretary shall record, prepare and circulate the minutes of the meetings of the Remuneration Committee and ensure that the minutes are properly kept at the registered office of the Company and produced for inspection if required.

The minutes of the Remuneration Committee meeting shall be signed by the chairman of the meeting at which the proceedings were held or by the chairman of the next succeeding meeting.

6. Revision and Updates

Where necessary, this Terms of Reference will be reviewed and updated to ensure it remains consistent with the Remuneration Committee's objectives and responsibilities.

This Remuneration Committee's terms of reference will be published on the Company's website for public information.

This Terms of Reference was reviewed by the Committee and approved by the Board on 24 April 2026.