

TOMEI CONSOLIDATED BERHAD

REMUNERATION POLICY

Tomei Consolidated Berhad (“Company”) has established a remuneration policy for the Directors and Key Senior Management to support and drive its business goal and long-term objectives. This Remuneration Policy governs the policies and procedures in reviewing, setting and proposing a fair and equitable remuneration for the Directors and Key Senior Management of the Company.

This Remuneration Policy is approved by the Company’s Board of Directors (“Board”). The Board sets up a Remuneration Committee to review and implement the policies and procedures on the remuneration for the Directors and Key Senior Management with the following term of reference:

- a) To ensure that a transparent and formal procedure is established in the development and assessment of the level of compensation that would be sufficient to attract and retain good caliber Directors;
- b) To review the components of remuneration package such as fees, allowances, basic salaries, bonuses and other benefits-in-kind for Directors;
- c) To ensure that the Directors’ remuneration package is linked to the level of responsibility and performance and is benchmarked against market practice; and
- d) To review key management personnels’ remuneration package benchmarked against their performance and to ensure that their rewards earned are within industry practice

The remuneration package is reflective of the individual Executive Director’s and Key Senior Management’s experience and level of responsibilities and it is structured to link to corporate and individual performance. The Remuneration Committee is responsible for determining the level and component of the Executive Directors’ and Key Senior Management’s remuneration before recommending to the Board for approval. The Executive Directors do not participate in determining their respective remuneration package.

All Directors are paid annual directors’ fees based on their level of job responsibilities such as for being the chairman of board committees. Non-Executive Directors also received other director’s benefits such as meeting allowance, Director and Officer insurance benefits and other reimbursement claim as may be determined.

The directors’ fees and other director’s benefits recommended by the Remuneration Committee and approved by the Board are presented to the shareholders for approval at the Company’s Annual General Meeting.

This Remuneration Policy is to be regularly reviewed by the Board as and when required.