



REMUNERATION POLICY FOR DIRECTORS  
AND KEY SENIOR MANAGEMENT

SUMISAUJANA GROUP BERHAD  
COMPANY NO: 202101023259 (1423559-T)

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# REMUNERATION POLICY FOR DIRECTORS AND KEY SENIOR MANAGEMENT



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## 1.0 INTRODUCTION AND OBJECTIVES

This Remuneration Policy (the "Policy") is established to ensure the remuneration framework for the Board of Directors ("Board") and Key Senior Management ("KSM") of SumiSaujana Group Berhad (the "Company") and its subsidiaries ("SumiSaujana" or the "Group") align with the strategic objectives of the Company, promotes long-term shareholder value creation, and attracts and retains high-calibre individuals.

## 2.0 SCOPE

This Policy applies to:

- Independent Non-Executive Directors ("INEDs")
- Executive Directors ("EDs")
- KSM, which includes individuals holding key leadership roles in the Company.

## 3.0 GUIDING PRINCIPLES

The Policy is guided by the following principles:

1. **Competitiveness:** Remuneration packages are benchmarked against industry peers and market standards to ensure competitiveness.
2. **Performance Orientation:** Rewards are linked to the achievement of individual and Company performance targets.
3. **Fairness and Transparency:** Clear, consistent, and fair practices govern the determination and administration of remuneration.
4. **Alignment with Shareholders:** Remuneration aligns with the long-term interests of shareholders, incorporating environmental, social, and governance ("ESG") objectives.

## 4.0 COMPONENTS OF REMUNERATION

Details of the Directors' fees and benefits are set out in the Appendix 1.

### 4.1 INEDs

- **Directors' Fees:** Fixed monthly fees based on responsibilities, time commitment, and benchmarking data. Agreed at the point of appointment.

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- **Meeting Allowances:** Paid per meeting attended, reflecting participation in Board and committee meetings.
- **Benefits:** Coverage includes travel reimbursements, and other related expenses incurred during official duties.
- **Exclusions:** INEDs do not participate in performance-based incentives to maintain their independence.

## 4.2 EDs and KSM

- **Base Salary:** Reflects roles, responsibilities, experience, and benchmarking data. Reviewed annually.
- **Short-Term Incentives (STI):**
  - Annual bonuses tied to individual and Company Key Performance Indicators (KPIs).
  - KPIs include financial metrics (e.g., revenue growth, PBT) and operational performance metrics.
- **Long-Term Incentives (LTI):**
  - Stock options, share plans, or performance shares tied to company performance and shareholder value.
  - ESG targets integrated into performance measures.
- **Benefits:** Include medical coverage and other benefits as prescribed in the local Handbook for employees; and perquisites such as a company car or allowances or other Benefits-in-Kind, subject to individual roles.

## 5.0 PERFORMANCE METRICS

Remuneration for EDs and KSM is linked to:

- **Financial KPIs:** Revenue growth, profitability, cost management.
- **Operational KPIs:** Productivity, efficiency, innovation.
- **ESG KPIs:** Sustainability initiatives, community impact, and governance standards.
- **Individual KPIs:** Leadership, strategic initiatives, and personal contributions.

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## 6.0 GOVERNANCE AND APPROVAL

- The Nomination and Remuneration Committee ("NRC") is responsible for reviewing, advising and recommending remuneration packages of the Board and KSM, for the Board to approve.
- The Human Resources department, overseeing by the NRC, conducts benchmarking exercises with peer companies and seeks independent external advice where necessary.
- Directors' fees and benefits are subject to shareholders' approval at the Annual General Meeting or an Extraordinary General Meeting.
- Remuneration packages of ED and KSM are reviewed annually by the NRC, with adjustments made based on performance, market conditions, and Company objectives.

## 7.0 DISCLOSURE

In compliance with ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and the Malaysian Code on Corporate Governance (MCCG):

- The aggregate remuneration of Directors is disclosed in the Annual Report, detailing individual components (e.g., fees, allowances, bonuses).
- The total remuneration of KSM is disclosed in bands of RM50,000.

## 8.0 REVIEW

The NRC will review and/or update this Policy at least once every three (3) years and/or when there are change(s) to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("AMLR"), Malaysian Code on Corporate Governance ("MCCG") and/or any other applicable laws and regulations enforced at the time being to ensure that it continues to remain relevant, appropriate and consistent with the Group's practices, AMLR, MCCG or any other applicable regulatory requirements. Any revisions to this Policy as recommended by the NRC will be submitted to the Board of the Company for consideration and approval.

*This Policy was reviewed, approved and adopted by the Board on 12 February 2025.*