

EASTLAND EQUITY BHD

BOARD REMUNERATION POLICY AND PROCEDURE

A fair and appropriate level of remuneration is critical for the Board to retain, attract and motivate its members and senior management to perform.

The Remuneration Committee is delegated with the responsibility to recommend to the Board the remuneration packages of all directors as well as senior management in all its forms, drawing from outside advice as appropriate.

Remuneration of directors and senior management should be determined by the Board as a whole and the directors or senior management concerned should abstain from discussion and decision of their own remuneration. Directors who are shareholders of the Company shall also abstain from voting at general meeting to approve their own remunerations. In addition, the Board shall ensure that the remuneration of the Board members and Senior Management are disclosed in the annual report in accordance with the practices of the Malaysian Code on Corporate Governance.

When evaluating the remunerations of the directors and senior management, the Remuneration Committee shall review the result of the performance appraisal conducted and reported by the Nominating Committee vis-à-vis the following factors of consideration:

- a. the director's and senior management's merit, qualification and competency;
- b. the complexity of the Group's business;
- c. the individual's responsibilities;
- d. the business strategy and long-term objectives of the Group; and
- e. the Group's operating results, individual performance and comparable market statistics.

The remuneration and incentives for Independent Directors shall not be subject to financial performance of the Group or entitle them to any bonus or equity schemes in order to prevent potential conflict with their obligation to bring objectivity and independent judgment on matters discussed at board meetings.

The annual fees payable to Directors during the financial year will be tabled as ordinary resolution for shareholders' approval in the Annual General Meeting.