MYDCD BERHAD

Registration No.: 202501030429 (1631841-A)
(Incorporated in Malaysia)

REMUNERATION POLICY

1.0 PURPOSE

This Remuneration Policy ("**the Policy**") sets out the criteria to be used in recommending the remuneration of Directors and/or key senior management ("**KSM**") of the Company and is aligned with the best practices recommended under the Malaysian Code on Corporate Governance.

The Policy establishes the remuneration principles and guidelines for the Board of Directors ("**Board**") and the Nomination and Remuneration Committee ("**NRC**") to determine the remuneration of Directors and/or KSM of the Company, which takes into account the demands, complexities, and performance of the Company, as well as skills and experience required.

2.0 PRINCIPLES

The Policy is guided by the following key principles in remunerating the Directors of the Company:

a. fees payable to Directors who hold non-executive office in the Company shall be paid by a fixed sum and not by way of a commission on or percentage of profits or turnover;

b. fees and/or benefits (including meeting allowance) payable to Directors shall be subject to annual shareholders' approval at a general meeting, where notice of the proposed fees and/or benefits has been given in the notice convening the meeting;

c. fees payable to an alternate Director (if any) shall be agreed upon between himself or herself and the Director nominating him or her and shall be paid out of the remuneration of the latter; and

d. salaries and other emoluments payable to Directors who hold an executive office in the Company pursuant to an employment contract or a contract of service need not be determined by the Company in a general meeting, but such salaries and emoluments may not include a commission on or percentage of turnover.

3.0 REMUNERATION STRUCTURE

3.1 Remuneration structure for the Directors who hold an Executive role in the Company and/or KSM

Component of pay	Particulars
Base Salary	A fixed salary will be paid for performing the scope of duties and responsibilities and will be reviewed based on the individual performance and achievements of the Company and comparable market rate within the industry.
Bonus/Incentive/Fee	Annual bonus/incentive/fee will be paid to reward, retain and motivate the individual and will depend on the performance of

	the Company and the personal contribution of the individual to the achievement of those results.
Other Benefits	Other benefits which include contribution of EPF, SOCSO, medical fees, medical or health insurance, motor vehicle, driver, handphone, commission, travelling and entertainment claims, housing loan subsidies, wellness, and allowance amongst others, will be provided based on the Company's human resource policy in the context of market practices from time to time.

3.2 Remuneration structure for the Directors who hold a Non-Executive role in the Company

Component of pay	Particulars
Fees	A fixed retainer sum will be paid for their contribution to the Board and the Company. The fixed fee is determined based on the following factors: • On par with the rest of the market; • Reflect the qualifications and contribution required in view of the Company's complexity; • The extent of the duties and responsibilities; and • The number of Board meetings and Board Committees' meetings.
Meeting allowance and other benefits	A reasonable fixed meeting allowance will be paid on per trip basis with the condition that attendance is a prerequisite for such remittance. Other benefits include flight tickets, accommodation, travelling expenses, amongst others, incurred in the course of performing their duties or other things required of him or her as a Director of the Company.

4.0 GOVERNANCE OF REMUNERATION

4.1 The NRC shall assist the Board in implementing the Policy on the remuneration packages for Directors of the Company. The NRC also seeks to ensure that the remuneration packages are commensurate with the expected responsibility and contribution by the Directors and subsequently furnishes their recommendations to the Board for adoption.

4.2 The evaluation of remuneration packages (including annual increment to the base salary) of:-

a. KSM shall be reviewed by the Chief Executive Officer ("**CEO**") and/or Executive Director(s).

b. Directors who hold an Executive office in the Company (including the CEO and/or Executive Director(s)), their remuneration packages (including annual increment to the base salary) shall be reviewed and evaluated by NRC and then tabled to the Board for consideration.

4.3 Directors and/or KSM of the Company may be accorded with Directors and Officers liability insurance in respect of any liability (civil or criminal) arising in the course of discharging their duties as Directors and/or KSM of the Company provided that such liabilities were occasioned in good faith and not as a result of negligence, default or breach of duty. The premium paid for such insurance shall be borne by the Company and does not form part of the benefits given to the Directors and/or KSM of the Company as part of their remuneration packages.

4.4 The fees and/or benefits payable to the Directors including any compensation for loss of employment of a Director or former Director of the Company shall be approved at the general meeting pursuant to the Companies Act 2016.

4.5 Salaries, bonuses, benefits and other emoluments payable to Executive Board Members pursuant to an employment contract or a contract of service need not be determined by the Company in a general meeting but such salaries may not include a commission on or percentage of turnover.

4.6 All handphone, travelling, entertainment claims, motor vehicles, or other expenses incurred by Directors and/or KSM in discharging their duties relating to the ordinary course of business of the Company and/or its subsidiaries shall be reimbursed accordingly. All claims and reimbursements must be accompanied by the claims receipts and shall be submitted to the Finance Department for processing in a timely manner.

5.0 REVIEW OF THIS POLICY

i. The Board will review the Policy from time to time and make any necessary amendments to ensure that it remains consistent with the Board's objectives, current law and practices.

ii. The Board shall disclose the Policy in the annual report of the Company.

iii. The Policy is made available for reference on the Company's website.