

EWEIN BERHAD

Company No: 200601023136 (742890-W)

REMUNERATION POLICY AND PROCEDURES**1. PURPOSE AND SCOPE**

- (a) This Remuneration Policy and Procedures is designed pursuant to the recommendations of the Malaysian Code on Corporate Governance updated on 28 April 2021, to address the remuneration package of the Directors and senior management of Ewein Berhad and its subsidiaries (“Ewein”, “the Company” or “the Group”).
- (b) The remuneration of directors and senior management takes into account and appropriately reflects:-
 - (i) the Company’s desire to attract and retain the right talent in the Board of Directors (“the Board”) and senior management to drive the Company’s long-term objectives
 - (ii) the different roles and responsibilities of Non-Executive Directors, Executive Directors and senior management.
- (c) The policies and procedures are periodically reviewed and made available on the Company’s website.

2. THE REMUNERATION COMMITTEE

- (a) The Remuneration Committee (“RC”) is responsible for:
 - (i) developing the Remuneration Policy and Procedures, and
 - (ii) determining the remuneration of Executive Directors and Non-Executive Directors
- (b) The Remuneration Policy and Procedures is approved by the Board on the recommendation of the RC.
- (c) The RC operates under the delegation of the Board to provide an oversight of the Company’s remuneration and compensation plans on behalf of the Board.
- (d) The RC reviews the remuneration strategy and plans of the Company, compares the strategy and plans with market and industry standards and, where possible, verifies the appropriateness of the strategy and plans by reference to external information and advice.
- (e) On an annual basis, the RC recommends to the Board the remuneration packages of Executive and Non-Executive Directors.
- (f) It is the responsibility of the Board as a whole to approve the remuneration packages, except for Director’s Fees and benefits which shall be approved by the shareholders at general meetings.

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- (g) The Directors shall not participate in discussion on their own remuneration and shall abstain from decisions in respect of their individual remuneration.

3. REMUNERATION PACKAGE OF DIRECTORS AND KEY SENIOR MANAGEMENT

The Directors are provided with a competitive remuneration package that:-

- (a) reflects market standard and trend, sustained individual performance, competencies, contributions, experience, job responsibilities and the group's performance, and
- (b) has a quantum sufficient to attract, retain and motivate Directors of the quality required to manage the businesses of the Group and to align the interest of the Directors with those of the shareholders.

3.1 EXECUTIVE DIRECTORS

- (a) The remuneration of the Managing Director and Executive Directors is made up of basic salary, directors' fee, allowance, annual bonus, company car, medical insurance and other benefits.
- (b) The remuneration of the Managing Director and Executive Directors is set according to the nature of job, level of skills, experience and scope of responsibilities of individual; the individual's overall contribution to Company's strategy and operation; and market and industry's rate.
- (c) In formulating the remuneration levels of the Managing Director and Executive Directors the RC must consider the Group's overall performance and their individual performance.
- (d) The RC shall also take into consideration remuneration paid to directors of other similar companies, whether in size and/or industry. This is to ensure it commensurate with the scope of responsibilities held.

3.2 NON-EXECUTIVE DIRECTORS

- (a) The remuneration of the Non-Executive Directors consists of directors' fees and meeting allowances.
- (b) The level of remuneration for the Non-Executive Directors must reflect the experiences, level of responsibility and time commitment undertaken by the Non-Executive Directors concerned.

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REMUNERATION POLICY AND PROCEDURES**3.3 KEY SENIOR MANAGEMENT**

- (a) The remuneration of the Key Senior Management is made up of basic salary, annual bonus and other benefits and are set according to the nature of job; level of skills, experience and scope of responsibilities of individual; the individual's overall contribution to Company's strategy and operation; and market and industry rate, as determined by the Managing Director and/or Executive Director from time to time.
- (b) Key Senior Management are evaluated annually by the Managing Director and/or Executive Director premised on the individual's performance and overall contribution to Group's strategy and operation.

4. REVIEW AND REVISION OF THE REMUNERATION POLICY AND PROCEDURES

- (a) On a periodic basis, the RC shall review and assess the effectiveness and continued relevance of the Remuneration Policy and Procedures.
- (b) Any requirement for amendment shall be deliberated by the RC, and any recommendation for revisions shall be presented to the Board for approval.

The Remuneration Policy and Procedures has been adopted by the Board on 17 August 2022.