



PASB GROUP DIRECTORS' REMUNERATION POLICY

1. Introduction

In accordance with best practices in corporate governance and statutory requirements, it is essential for the Group to establish a transparent and fair remuneration framework for its Directors. This policy aims to align remuneration with performance, market standards, and stakeholder expectations.

2. Rationale for the Policy

- Ensures transparency and fairness in Director compensation.
- Attracts and retains skilled Directors to support strategic goals.
- Promotes alignment of Directors' interests with company long-term success.
- Complies with legal and regulatory standards, including shareholder approval where applicable.

3. Scope

- The policy applies to all Executive and Non-Executive Directors.
- Sets the framework for remuneration components, review procedures, and disclosure obligations.

4. Remuneration Components

a) Executive Directors

- **Fixed Salary:** Competitive base salary based on experience and industry benchmarks.
- **Bonus/ Ex-gratia payment:** As per PASB Group Human Resource Guidelines & Employee Handbook.
- **Allowances & Perquisites:** As per PASB Group Human Resource Guidelines & Employee Handbook.
- **Retirement & Pension Contributions:** As per PASB Group Human Resource Guidelines & Employee Handbook.

b) Non-Executive Directors

- **Director's Fees:** Fixed annual fees based on role and responsibilities.
- **Meeting Allowances:** For attendance at Board and committee meetings.
- **Additional Benefits:** Reimbursements, insurance, or other perks, subject to approval.

For internally nominated directors within PASB's Group (majority owned by PASB or its subsidiaries), whether designated as executive directors or non-executive directors, no Directors' fees will be payable for their directorship roles in these subsidiaries.

However, subject to financial performance of respective wholly owned subsidiaries. The directors' fee/ token may be proposed to be paid to all nominated directors in recognition of their contribution to the company's success (profit making) and a strategic move to ensure continued good performance and dividend policies.

For directorships in Joint Venture (JV) companies, directors' remuneration will be considered and are subject to approval by the respective JV boards.

Notwithstanding, in view of the nature of the business for the regulated entities within the group i.e. Amanah Saham Sarawak Bhd ("ASSB") and ASSAR Asset Management Sdn Bhd ("AAMSB"), the director fees would be paid to all nominated directors as per their approved remuneration package.

5. Review & Approval Process

- **Periodic Review:** Conduct annual evaluations aligned with market trends and company performance.
- **Committee & Board Approval:** Recommendations from the GNRC, with final approval by the respective Board and, if required, the shareholders via available methods.
- **Benchmarking:** Competitive benchmarking against industry peers to maintain relevance.

6. Disclosure & Transparency

- Full disclosure of Directors' remuneration will be made in accordance with applicable laws and best practices, fostering transparency with shareholders and stakeholders.

7. Benefits

- Establishes clarity and consistency in Director compensation.
- Supports talent acquisition and retention.
- Reinforces the Company's commitment to good governance.
- Ensures legal and regulatory compliance.

8. Conclusion

This policy underpins the Company's commitment to fair, transparent, and competitive Director remuneration, underpinning long-term sustainability and stakeholder confidence