ENRA®

POLICIES & PROCEDURES

REMUNERATION POLICY FOR DIRECTORS & SENIOR MANAGEMENT

20.1206

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Version Number : 00

DEFINITION & ABBREVIATIONS

TERM	DEFINITION
BNRC	means the Board Nomination and Remuneration Committee of the Company
Board	means the Board of Directors of the Company
CEO	means Chief Executive Officer
Company	means ENRA Group Berhad
Director(s)	means a member of the Board
Executive Director(s)	means Director(s) with executive powers and who participate in the management of the Company
Senior Management	Means who hold the key pivotal positions of the Company
Group	means the Company and its subsidiaries

1.0 OBJECTIVE

The BNRC of the Company is responsible to ensure that Directors and Senior Management are fairly remunerated for their responsibilities and contributions to the Company's overall performance and the levels of remuneration should be sufficient to attract and retain Directors and Senior Management of high caliber. The objective of this policy is to outline the principles for the BNRC to determine and propose an appropriate level of remuneration for the Directors and Senior Management.

2.0 SCOPE

The Policy applies to the following officers:

(a) Executive Directors ("ED") and Non-EDs of the Company;
(b) President and CEO of the Company, if not a Director of the Company; and
(c) Senior Management.
(collectively referred to as "Directors and Senior Management")

3.0 EXECUTIVE DIRECTORS AND SENIOR MANAGEMENT REMUNERATION STRUCTURE

3.1 Company Performance
The remuneration structure is designed to ensure alignment with shareholders' interest in driving the Company's performance via pay-for-performance principle.

Component	Particulars
Base Salary	A fixed monthly salary will be paid for:- • job nature of the position, including scope of duties, responsibilities and complexity; • level of skill and experience; and • market and industry rate. Monthly salary will be reviewed based on the individual performance and achievements of the Company/the Group and comparable market rate within the industry.
Bonus	Annual bonus will be paid to reward, retain and motivate the individual and will be dependent on the performance of the Company/the Group and the personal contribution to the Group's strategy, operation and performance.
Benefits	Benefits which include contribution of Employee Provident Fund (EPF), SOCSO, medical benefits, medical and life insurance, motor vehicle, driver, handphone, travelling and entertainment claims, amongst others, will be provided based on the employment benefits as per the Group's human resource policy in the context of market practices from time to time.

4.0 REMUNERATION STRUCTURE FOR NON-EDS OF THE COMPANY

Component	Particulars
Fee	A fixed sum will be paid for their contribution to the Board and the Company. The fixed fee is determined based on the following factors: ➢ qualification, experience, skills, expertise and contribution required in view of the Group's complexity; ➢ extent of the duty and responsibilities assumed, such as additional role as Chairman, and/or members in Board and/or Board Committees; ➢ independency and time cost to discharge their duties and responsibilities; and ➢ market and industry rate of similar companies.
Meeting allowance and other benefits	A fixed meeting attendance allowance will be paid on per day's meeting basis. Other benefits which include reimbursement for flight tickets, accommodation, travelling expenses, telephone bills for joining Board or Board Committee Meetings, amongst others, incurred in the course of performing his duties or other things required of him as a Director of the Company.

5.0 GOVERNANCE OF REMUNERATION

The EDs and Non-EDs shall abstain from the deliberations and voting in respect of their own remuneration.

Fees and/or benefits (including meeting allowance) payable to Non-EDs of the Company shall be subject to annual shareholders' approval at the general meeting of the Company.

Directors who are shareholders should abstain from voting at general meetings to approve their own remuneration.

6.0 REVIEW AND DISCLOSURE

This Policy shall be reviewed and updated as and when required. The BNRC shall recommend any changes to the Policy in such manner as the BNRC deems appropriate to the Board for approval.

[End]