

REMUNERATION POLICY

1. INTRODUCTION

The objective of this Remuneration Policy (“**Policy**”) is to guide Handal Energy Berhad (“**the Company**”) and its subsidiary(ies) (collectively “**the Group**”) in attracting, retaining and motivating its Directors and Key Senior Management personnel for delivering its strategic objectives. The remuneration policy and practices ensure that the Company/Group rewards fairly and responsibly individual performance with a clear link to corporate performance. This Policy applies to Directors (Executive and Non-Executive) and Key Senior Management of the Group. This Policy is approved by the Board of Directors (“the Board”), on the recommendation of the Remuneration Committee (“RC”).

2. REMUNERATION GUIDELINES

- (1) On a yearly basis, the RC shall review and recommend to the Board the remuneration packages of Executive Directors, Non-Executive Directors and Key Senior Management.
- (2) It is the responsibility of the Board as a whole to approve the remuneration packages, except that Director’s fees and benefits payable to all Directors shall be approved by the shareholders at general meetings.
- (3) No Director shall participate on the deliberations or vote on the decisions concerning his or her own remuneration. Directors who are shareholders of the Company shall abstain from voting at general meetings in relation to the approval of their fees.
- (4) The level of remuneration shall be aligned with the complexity of the Company’s business, the individual’s responsibilities and the Company’s long-term sustainable success.

3. REMUNERATION STRUCTURE

(1) Executive Directors and Key Senior Management

Remuneration of the Executive Directors and Key Senior Management shall be structured to link rewards to corporate and individual performance and shall take into consideration remuneration paid to Executive Directors and Key Senior Management of other comparable companies, whether in size and/or industry, the individual’s performance and responsibility, market competitiveness as well as the overall performance of the Group. The performance of the Executive Directors will be reviewed by the RC, while the performance of the Key Senior Management personnel will be evaluated by the Managing Director and Executive Director.

(2) Non-Executive Directors

Remuneration for the services of Non-Executive Directors shall be aligned with market terms, taking into consideration remuneration paid to Non-Executive Directors of other comparable companies, whether in size and/or industry, the individual’s experience, performance and responsibility, market competitiveness as well as the overall performance of the Group.

Additional allowance is payable for acting as Chairman of the Board/ Board Committees to reflect the complexity and amount of preparation required in attending the meeting.

4. REVIEW

This policy is subject to regular review by the RC and will be amended as appropriate to align with the current market practices and requirements of the Malaysian Code on Corporate Governance and any other new requirements. Amendment to this policy must be tabled to the Board for approval.

This Policy was adopted by the Board on 17 October 2024.