

**GREEN PACKET BERHAD  
(Company No. 534942-H)**

**REMUNERATION POLICY**

**Introduction**

According to the Malaysian Code of Corporate Governance, the Board of Directors is recommended to adopt a remuneration policy applicable to the Board of Directors and Senior Management.

**Board of Directors**

The non-executive members of the Board of Directors receive a fee as consideration for their Board duties. In addition, the Board members may receive a fixed fee for their work on committees established by the Board of Directors. The remuneration of the Board of Directors is determined on the basis of standards in the market and reflects demands to competencies and efforts in light of the scope of their work and the number of board/committee meetings. The Board members evaluate the directors' fees annually with due consideration within the Group's performance and market standards. The Board members shall participate in share issuance scheme of the Company and is subject to shareholders' approval.

Each year the general meeting approves the fees and benefits-in-kind payable to the non-executive directors.

**Senior Management**

*Fixed salary*

The elements of the fixed remuneration are determined based on market standards, business strategy, long-term objectives of the Group and the responsibilities of the Senior Management.

As a part of the fixed salary, the Company may offer bonus, benefits-in-kind and other emoluments. The Board of Directors evaluate the fixed salary annually based on individual and the Group's performance with due consideration within the market standards. Remunerations payable to Senior Management are governed under the employment terms of the Group.

*Fixed and variable*

To create alignment of interests between the Senior Management and the Company's shareholders and to consider both short-term and long-term targets, the Group considers it expedient to set up incentive plans for the members of its Senior Management. Such incentive plans may consist of share options which may be continuous, one-off and/or event-based.

**General**

- This Policy is periodically reviewed in accordance with the needs of the Group and any new regulations that may have an impact on the discharge of the Remuneration Committee's responsibilities.
- A copy of the terms of reference is available at [www.greenpacket.com](http://www.greenpacket.com)