



www.tsa.com.my
SINCE 1993

TSA GROUP BERHAD
[Registration No. 202201010003 (1455700-A)]
(Incorporated in Malaysia)

**DIRECTORS AND SENIOR MANAGEMENT'S
REMUNERATION POLICY AND PROCEDURES**

REVISION HISTORY

Version	Effective Date
1	3 November 2022

IMPLEMENTATION DATE

Version	Effective Date
1	2 February 2024

1. INTRODUCTION

This Policy set out the principles to be used in recommending the remuneration package of the following persons of TSA Group Berhad ("**TSA**" or the "**Company**"):-

- The Non-Executive Directors ("**NEDs**") of TSA;
- The Executive Director and/or Chief Executive Officer ("**ED/CEO**") of TSA;
- Group Chief Financial Officer ("**Group CFO**")

2. OBJECTIVES

The purpose of this policy is to establish clear remuneration principles for

- Setting employee and executive remuneration fairly, competitively and appropriately; and
- Ensuring that the mix and balance of remuneration is appropriate to attract, motivate and retain talent in TSA and its subsidiaries ("**TSA Group**").

3. PROCEDURES

- 3.1 All remuneration matters should be determined and approved by the Board. Through the Remuneration Committee, the Board establishes formal and transparent remuneration policies and procedures in order to attract and retain right talents in the Board and senior management to drive the Group's long-term objectives.
- 3.2 The Board shall remunerate its EDs and Senior Management reasonably and fairly based on the market trends and conditions as well as the individual's and Group's performance. The remunerations may include increment, bonus, incentives, benefits in kind, share option scheme and insurance scheme.
- 3.3 For Independent Non-Executive Directors, their remuneration shall be determined individually or in aggregate based on their individual or collective experiences, level of responsibilities assumed in the Board Committees, their attendance and/or special skills and expertise they bring to the Board. The Board should also ensure that the remuneration and incentives for Independent Directors do not conflict with their obligation to bring objectivity and independent judgment on matters discussed at board meetings.
- 3.4 Individuals concerned should abstain from discussion and deciding of their own remuneration. Directors who are shareholders should also abstain from voting at general meetings to approve their own remuneration.

4. REVIEW OF POLICY

This policy will be reviewed periodically by the Board or as and when it is required to ensure the information remains current and updated.

This policy shall be made available at the Company's website.

END