

**TIME DOTCOM BERHAD**

**REMUNERATION POLICY FOR SENIOR MANAGEMENT**

**1. INTRODUCTION**

- 1.1 An effective Remuneration Policy aimed at motivating members of the Senior Management Team is essential for the future success of the Group. This Policy is to ensure that the level of remuneration is generally set to provide market competitiveness to attract, retain and motivate executives of the highest calibre to competently manage the Company.
- 1.2 This Policy serves as a guide to the Nomination and Remuneration Committee (“NRC”) in discharging their responsibilities for the recommendation and determination of the remuneration of the Senior Management team of the Company.

**2. DETERMINATION OF REMUNERATION FOR SENIOR MANAGEMENT**

- 2.1 The remuneration of members of the Senior Management team is aligned with the Company's needs to attract and maintain appropriately experienced and qualified members of Senior Management in accordance with competitive pressures of the marketplace. The level of the remuneration is commensurate with the experience, expertise and level of responsibilities undertaken by each member of the Senior Management.
- 2.2 The Company while deciding the remuneration package of the Senior Management will take into consideration the remuneration package of managerial talent of other comparable industries.
- 2.3 The Policy is designed with the following objectives:
  - i. to attract and retain members of Senior Management;
  - ii. to motivate Senior Management to achieve TIME dotCom Berhad's business objectives; and
  - iii. to align the interests of the Senior Management with the long-term interest of shareholders.
- 2.4 The remuneration of the Senior Management team comprises of two broad terms – Fixed Remuneration; and Variable Remuneration in the form of performance incentive. From time to time, there may be additional remuneration component in the form of the Company's share grant or similar share-based scheme, but this is covered separately.
- 2.5 Fixed Remuneration of the Senior Management team largely consists of basic remuneration and fixed allowances. The respective quantum will vary for different roles and will be influenced by several aspects including industry practices, qualifications and experience of the employee, and their respective responsibilities and accountabilities.

- 2.6 Variable Remuneration on the other hand is linked to the Company's performance, the performance of the respective divisions they are attached to and their individual performance for the respective year, and this is measured against the established key performance indicators ("KPIs"), which are closely aligned to the Company's objectives.

The evaluation on the achievement of each KPI is done based on the achievement of each KPI against an agreed performance standard, including in addressing the company's material sustainability risks and opportunities, which is reviewed by the NRC and will be recommended to be tabled for approval by the Board.

- 2.7 The remuneration of members of the Senior Management team and their associated costs must not place an inappropriate burden on the Company's finances.

### **3. REVIEW OF REMUNERATION FOR SENIOR MANAGEMENT**

- 3.1 The remuneration of members of the Senior Management team shall be reviewed by the Executive Directors at least once every year. In conducting this review, the Executive Directors shall take into account the demands, complexities and performance of the Company, the remuneration of other companies of similar size and complexity; as well as the individual contribution, role and responsibilities of the respective members of the Senior Management team to the success of the Company. NRC will conduct a periodic review of the criteria to be used in recommending the remuneration package of Senior Management and thereafter will table the same to the Board for approval.

- 3.2 The Executive Directors may call upon independent professional advice (e.g. Human Resource consultants) to provide the former with the latest development and up-to-date information in respect of methods and approaches to remunerate members of the Senior Management team.

### **4. REVIEW OF POLICY**

The NRC will review this Policy periodically to ensure that it continues to remain relevant and appropriate. Any requirement for amendment shall be deliberated by the NRC, and any recommendation for revisions shall be presented to the Board for approval.

### **5. DISCLOSURE**

The Board will make appropriate disclosure to shareholders in its annual report of the key aspects of this Policy, including explaining any departure from the policy, best practices and recommendations, if any.

This Policy was reviewed and approved by the Board of Directors of the Company on 2 December 2021.