

Directors' Remuneration Policy

1. Introduction

This policy sets out the criteria to be used in recommending the remuneration package of Directors, Group Managing Director ("GMD") and Deputy Group General Manager ("DGM") of PCCS Group Berhad ("PCCS" or "the Company") and is in line with the best practice provisions of the Malaysian Code on Corporate Governance 2012 ("MCCG 2012").

2. Objectives

2.1. This policy is designed to:-

- 2.1.1. Determine the level of remuneration package of Directors and GMD/DGM;
- 2.1.2. Attract, develop and retain high performing and motivated Executive Directors and GMD/DGM with a competitive remuneration package;
- 2.1.3. Provide a remuneration such that the Directors and GMD/DGM are paid a remuneration commensurate with the responsibilities of their position; and
- 2.1.4. Encourage value creation for the Company and its Stakeholders.

3. Remuneration Components

3.1. Fixed Remuneration for Executive Directors including GMD/DGM.

3.1.1. The fixed salary is determined according to:-

- The scope of the duty and responsibilities;
- The conditions and experiences required;
- The ethical values, internal balances and strategic targets of the Company;
- The corporate and individual performance; and
- Current market rate within the industry and in comparable companies.

3.2. Bonus

The bonus in the case of Executives Directors is designed to reward outstanding performance. The bonus is granted to reflect the Executive Directors' performance as well as Group results. A discretionary assessment is made to ensure that all factors which include measurable and not directly measurable are considered.

PCCS GROUP BERHAD
Company No. 280929-K
(Incorporated in Malaysia)

3.3. Fixed Fee for Members of Board of Directors

3.3.1. The fixed fee is determined according to: -

- On par with the rest of the market;
- Reflect the qualifications and contribution required in view of the Group's complexity;
- The extent of the duty and responsibilities; and
- The number of Board meetings

3.4. Other Benefits and Allowances

The benefits and allowances which should be decided by the Board as a whole upon the recommendation of the Remuneration Committee include: -

- 3.4.1. Chairman's allowance;
- 3.4.2. Meeting allowance;
- 3.4.3. Expenses incurred in the course of their duties as Directors; and
- 3.4.4. Benefit in kind such as motor vehicle, petrol, driver and accommodation.

4. Periodic Review and Disclosure

4.1. The Remuneration Committee should conduct a periodic review of the criteria to be used in the recommending the remuneration package of Directors and GMD/DGM. The Remuneration Committee should promptly communicate the new changes or amendments of the criteria to the Board and individual Directors.

4.2. The Board should disclose this policy in the annual report.

5. Review of Policy

The Director Remuneration Policy is to be regularly reviewed by the Board as and when required.

This Policy has been approved by the Board of Directors for adoption with effect from 27 May 2016.