

# **ATA IMS BERHAD**

## **Remuneration Policies and Procedures**

### **1) Background**

The Nominating and Remuneration Committee (“NRC”) of **ATA IMS BERHAD** (“the Company”) is responsible to establish policies and procedures to review the remuneration of directors and senior management which takes into account the demands, complexities and performance of the Company as well as skills and experience required.

### **2) Objective**

The objective of this policy and procedures is aimed at attracting, motivating and retaining the best talents by ensuring a fair and equitable remuneration to directors and senior management, based on individual’s merit, responsibilities, qualifications, experience, performance and contribution to the Company. The remuneration package should take into account the complexity of the Company’s business and the individual’s responsibilities. Also, the remuneration package should be aligned with the business strategy and long term objectives of the Company, as well as regard to the Company’s operating results and comparable market statistics.

In determining the appropriate level of remuneration for directors and senior management, the Board should also take into consideration the Company’s performance in managing material sustainability risks and opportunities.

### **3) Executive Directors (“ED”)**

The remuneration for ED is being determined based on the directors’ merit, qualification and competency, while having regard to the company’s operating results, individual performance and market sector that it operates, as well as the practices in other comparable companies when appropriate. The framework of remuneration of Executive Directors covers Directors’ fees, salaries, bonuses, benefit in kind and such other incentives as may be determined from time to time.

Executive directors should not be involved in discussions to decide on their remuneration. Directors who are shareholders and controlling shareholders with a nominee or connected director on the board should also abstain from voting on the resolution to approve directors’ fees at the general meeting.

#### **4) Non Executive Directors ('NED') & Independent Directors ("ID")**

NED and ID will be paid on a monthly/periodically fixed remuneration. No allowance will be paid for attending meeting. The Company will reimburse the out-of-pocket expenses incurred by the Directors for attending meeting as and when applicable. The NRC should ensure that the remuneration package offered to ID do not conflict with their obligation to bring objectivity and independent decision to the Company.

The annual Directors' fees payable to Non-Executive Directors are subject to shareholders' approval at the Annual General Meeting based on the recommendation of the Board.

#### **5) Senior Management**

Senior Management refer to Chief Operation Officer, Financial Controller, Finance Director, General Manager and all other positions equivalent to General Manager or above.

The remuneration package will comprise:

- Salary and applicable allowances;
- Applicable perquisites based on Human Resource policies; and
- Any other perquisite in accordance with the Policy of the Company and as approved by the NRC / Board of Directors, from time to time.

Decisions on remuneration for Senior Management are made through a transparent and independent process by Executive Directors, taking into consideration of market practices, demand for personnel with specific qualification, experiences and evaluation of their performance. The Board will perform an annual review on group basis to ensure the level of remuneration are align to the Group's financial performance.

This policy was reviewed and approved by the Board on 26 August 2021.