



## **Sime Darby Berhad**

### **BOARD REMUNERATION POLICY**

The Nomination & Remuneration Committee (“NRC”) is primarily responsible for conducting periodical reviews and recommending to the Board a formal and transparent remuneration policy and framework for Directors and Senior Management of our Company, drawing on external consultants’ advice as necessary, as well as the remuneration framework of employees of our Company.

The Directors’ remuneration policy is reviewed regularly to ensure that the compensation of the Chairman and Directors of the Board are aligned to at least around the 75th percentile and the 50th percentile of appropriate peer groups, respectively. The remuneration framework is aligned to the complexity and leadership position of the Company and benchmarked against regional companies which are comparable to us in terms of size and similar nature of the business, to ensure that we are remunerating our Board and Board Committee members competitively.

The remuneration of our Directors, which includes salaries, allowances, bonuses and benefits for the Executive Director and fees and benefits for the Non-Executive Directors (“NEDs”), is considered and recommended by our NRC and subsequently approved by our Board. Our shareholders approve the fees and benefits payable to the NEDs at the Annual General Meeting of the Company.