

JcbNext Berhad (641378W)

REMUNERATION POLICY OF DIRECTORS AND KEY SENIOR MANAGEMENT

OBJECTIVES AND GUIDING PRINCIPLES

1. The Group's Remuneration Policy is designed to meet the following objectives:
 - To attract, motivate, retain and reward Directors and key senior management that are responsible for managing, protecting and moving the Group forward to the benefit of all stakeholders.
 - To fairly align the interests of the Directors and key senior management such that they carry out their duties and fiduciary responsibilities in a manner which promotes the achievement of the Group's long-term objectives.
2. The Group's Remuneration Policy is guided by the following principles:
 - Remuneration packages for Directors and key senior management shall be affordable yet competitive with the relevant market and industry via periodic benchmarking with a selection of peer companies listed on the Main Market of Bursa Malaysia given the responsibilities and requirements of a public listed company.
 - Given the limited size of the management team, remuneration packages shall encourage and reward a culture of team performance that leverages off of group competencies and trust to incentivise actions that are prudent and result in long-term value creation.
 - As JcbNext Berhad is primarily involved in investment holding, the remuneration packages for Directors and key senior management shall take into consideration and be deemed reasonable for the amount of total assets under management.

REMUNERATION POLICY AND PROCEDURES

3. Remuneration Structure

The table below details the primary components which comprise the remuneration packages of Directors and key senior management:

Component	Fixed / Variable	Description
Director Fees	Fixed	A fixed sum set to compensate Directors for their contribution to the Board.
Meeting Allowance	Fixed	A fixed sum per meeting paid to the Directors conditional on their attendance (physical or virtual) at the Board/Committee meeting.

Component	Fixed / Variable	Description
Base Salary	Fixed	A monthly payment made to Executive Directors and key senior management for performance of their job responsibilities.
Benefits	Fixed	<p>Benefit packages are provided to respective Directors and key senior management as an incentive to attract, protect and retain talent.</p> <p>The Group provides Directors' and Officers' Liability Insurance and may provide an indemnity to the fullest extent permitted by the Companies Act 2016.</p> <p>Additionally, the Group may provide statutory contributions or equivalent allowances, leave, insurance coverage, medical benefits and parking.</p>
Bonus	Variable	<p>A performance-based sum paid which may be awarded annually to Executive Directors and key senior management. The Remuneration Committee of the Board would determine this sum.</p> <p>Generally, performance measures which drive the Bonus for Executive Directors and key senior management would be evaluated on a team basis subject to achievement of Group targets although there may be special instances where the Remuneration Committee would choose to recognize specific individual performance.</p>

3.1 Executive Directors

Executive Directors shall typically be compensated with Base Salary, Benefits and Bonus. Executive Directors would not vote in any Board or Committee meeting with respect to their own compensation.

3.2 Non-Executive Directors

Non-Executive Directors shall typically be compensated with Director Fees, Meeting Allowances and Benefits.

3.3 Key Senior Management

Key senior management shall typically be compensated with Base Salary, Benefits and Bonus.

4. Remuneration Review Process

The remuneration for Directors and key senior management is subject to the oversight of the Remuneration Committee. The terms of reference for the Remuneration Committee documents their duties as follows:

- review at least once a year and recommend to the Board any update to the overall remuneration policies and procedures of the Group. This is to ensure that rewards of its Directors, CEO and key senior management officers are commensurate with their contributions to the Group's growth and profitability; and that the remuneration policy supports the Group's objectives and shareholder value and is consistent with the Group's culture and strategy;
- review at least once a year the performance of the Executive Directors, the CEO, and key senior management, and recommend to the Board specific adjustments in remuneration and/or reward payments if any reflecting their contributions for the year; and which are competitive and consistent with the Group's objectives, culture and strategy
- ensure that the level of remuneration for Non-Executive Directors and Independent Directors are linked to their level of responsibilities undertaken and contribution to the effective functioning of the Board;
- include the determination of the remuneration packages of the key senior management officers in subsidiaries.

Pursuant to Section 230 of the Companies Act 2016, the fees of the directors and any benefits payable to the directors including any compensation for loss of employment of a director or former director of JobNext Berhad shall be approved at a general meeting.

5. Policy Review Process

The Remuneration Committee shall review this policy periodically as required to align it with current market practices and any changes in the Malaysian Code of Corporate Governance or other regulatory requirements. Any changes shall be approved by the JobNext Berhad Board of Directors.