

REDPLANET[®]

REDPLANET BERHAD

REGISTRATION NO.: 201901014292 (1323620-A)

REMUNERATION POLICY

1. PURPOSE

This Remuneration Policy establishes a clear and transparent framework for determining the remuneration of the Board of Directors and Key Senior Management of the Company and its subsidiaries. It ensures that remuneration is fair, competitive, and aligned with the Company's long-term objectives, shareholder value creation, and good corporate governance practices.

2. SCOPE

The Policy applies to:

- Independent Non-Executive Chairman
- Executive Directors
- Independent Non-Executive Directors
- Key Senior Management

3. PRINCIPLES OF REMUNERATION

The Company's remuneration practices shall be guided by the following principles:

3.1 Market Competitiveness

Remuneration shall be benchmarked against comparable public-listed companies, taking into account the industry, size, and complexity of the Company.

3.2 Pay for Responsibility and Contribution

Remuneration shall reflect the level of responsibility, experience, expertise, and expected contribution of each role.

3.3 Performance-Linked Structure for Executive Functions

The remuneration of the Executive Director and Key Senior Management may include performance-based components designed to encourage prudent risk-taking and achievement of corporate objectives.

3.4 Preservation of Independence for Non-Executive Directors

Independent Non-Executive Directors, including the Independent Non-Executive Chairman, shall not receive performance-based remuneration or share-based incentives to avoid impairment of their independence.

3.5 Transparency and Governance

The remuneration process shall be conducted objectively and in accordance with established procedures, with no Director participating in decisions relating to his or her own remuneration.

4. REMUNERATION STRUCTURE

4.1 Independent Non-Executive Chairman

The remuneration of the Independent Non-Executive Chairman shall reflect the additional leadership, oversight responsibilities, and time commitment required of the position. The remuneration package may comprise:

- (a) a fixed annual Chairman's fee;
- (b) committee chairperson or membership fees (where applicable);
- (c) meeting allowances; and
- (d) reimbursement of reasonable business-related expenses.

The Chairman shall not be entitled to bonuses, share options, or incentive-based remuneration of any kind.

4.2 Independent Non-Executive Directors

The remuneration of Independent Non-Executive Directors shall reflect their duties, responsibilities, and the need to maintain independence. The remuneration package may consist of:

- (a) a fixed annual Directors' fee;
- (b) committee chairperson or membership fees;
- (c) meeting allowances; and
- (d) reimbursement of reasonable expenses incurred in the course of their duties.

No performance-based remuneration or share-based incentives shall be granted.

4.3 Executive Director

The remuneration structure for the Executive Director shall be designed to reward the achievement of the Company's short-term and long-term objectives. The package may include:

- (a) Fixed Components
 - Base salary
 - Statutory contributions
 - Benefits-in-kind such as medical coverage, insurance, and other customary corporate benefits
- (b) Variable Components
 - Annual Performance Bonus

4.4 Key Senior Management

Key Senior Management remuneration shall follow a structure broadly similar to that of the Executive Director, consisting of fixed and variable components. Performance evaluation shall consider corporate results, departmental achievements, compliance, risk management, and leadership conduct.

5. REMUNERATION COMMITTEE

5.1 Composition

The Remuneration Committee (“RC”) shall comprise exclusively Independent Non-Executive Directors. The Chairman of the RC shall be an Independent Non-Executive Director.

5.2 Duties and Responsibilities

The RC is responsible for:

- reviewing and recommending to the Board the remuneration packages of Directors and Key Senior Management;
- ensuring that the remuneration framework remains appropriate, competitive, and consistent with the Company’s objectives and governance requirements;
- reviewing the performance of the Executive Director and Key Senior Management for purposes of determining variable remuneration;
- ensuring that disclosures on Directors’ and Key Senior Management’s remuneration in the Annual Report comply with applicable laws and regulations; and
- reviewing this Policy periodically and recommending amendments when necessary.

6. APPROVAL PROCESS

- 6.1 The remuneration of Directors shall be approved by the Board following recommendations from the RC.
- 6.2 Directors’ fees and any benefits payable to Directors shall be subject to shareholders’ approval at the Annual General Meeting, in accordance with the Companies Act 2016 and the Listing Requirements.
- 6.3 A Director shall abstain from deliberating and voting on any matter relating to his or her own remuneration.
- 6.4 The remuneration of Key Senior Management shall be approved by the Board upon the RC’s recommendation.

7. DISCLOSURE

The Company shall disclose the remuneration of Directors and Key Senior Management in accordance with the Bursa Malaysia Listing Requirements and the Malaysian Code on Corporate Governance, providing transparent and meaningful information in the annual report.

8. REVIEW OF THE POLICY

This Policy shall be reviewed by the RC to ensure ongoing relevance, compliance with applicable regulations, and alignment with corporate governance best practices. Any amendments are subject to the approval of the Board.

This Policy was adopted by the Board on 28 January 2026 and is made available on the Company's website at <https://redplanetgrp.com/>.