



TRIVE PROPERTY GROUP BERHAD
(Company No. 667845-M)

REMUNERATION COMMITTEE
TERMS OF REFERENCE

Appointment/Composition

- 1) The RC shall be appointed by the Board from amongst its members.
- 2) The RC shall consist of not less than 2 members, all of whom shall be non-executive directors with majority of its members are independent directors.
- 3) The Chairman of the RC shall be appointed by the Board, who is an independent director.

Meetings

- 1) The RC shall meet at least once a year and, also as and when required.
- 2) The quorum of the RC meeting shall be 2 members.
- 3) The Company Secretary shall act as the secretary of the RC.
- 4) In the absence of the Chairman of the RC, the remaining members present shall elect one of their numbers to chair the meeting.
- 5) The Secretary shall maintain minutes of the proceedings of the meetings and circulate such minutes to all members of the RC and the Board.

Authority

- 1) The RC is authorised by the Board to carry out its duties and responsibilities within its terms of reference and shall have the resources required to perform its duties.
- 2) The RC shall have the right to consult independent experts where they consider necessary in carrying out their duties.

Functions/Responsibilities

- 1) To establish a formal and transparent procedure and policy in relation to the remuneration package of the executive directors, non-executive directors and senior management.
- 2) To review and recommend to the Board, the remuneration package of the executive directors.
- 3) To review and recommend to the Board, the remuneration of non-executive directors.
- 4) To review and recommend to the Board, other benefits payable to directors of the Company.
- 5) To endorse the remuneration package of senior management as recommended by the executive directors.
- 6) To review and recommend to the Board, any major changes in employees' benefit structures of the Group.
- 7) To carry out such other responsibilities as may be delegated by the Board from time to time.