



**TRIVE PROPERTY GROUP BERHAD**  
Registration No. 200401029337 (667845-M)

**REMUNERATION COMMITTEE**  
**TERMS OF REFERENCE**

**Appointment/ Composition**

- 1) The Remuneration Committee ("RC") shall be appointed by the Board of Directors ("Board") from amongst its members.
- 2) The RC shall consist of not less than two (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 two (2) members, the majority of members present must be Independent Non-Executive Directors.
- 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 (1) 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 Director(s) ("ED(s)"), Non-Executive Directors and senior management.
- 2) To review and recommend to the Board, the remuneration package of the ED(s).
- 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 ED(s).
- 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.

This Terms of Reference was reviewed and approved by the Board on 25 March 2026.