

NEXTGREEN GLOBAL BERHAD

REMUNERATION POLICY AND PROCEDURE

All remuneration matters should be determined and approved by the Board. The Board is responsible to establish formal and transparent remuneration policies and procedures in order to attract and retain right talents in the Board and senior management to drive the Group's long-term objectives.

The Remuneration Committee is delegated with the responsibility to recommend to the Board the remuneration packages of the executive directors and non-executive directors in all its forms, drawing from outside advice as appropriate. The directors' remuneration should be determined by the Board as a whole.

In principle, the remuneration package of the Executive Directors and senior management covering bonus, allowances, fee, other benefits, increment and employees' share option scheme ("ESOS") shall be aligned with the business strategy, long-term objectives and performance of the Group.

On the other hand, the remuneration of Non-Executive Directors for director fees, meeting allowance and other benefit shall commensurate with their board's responsibilities and expertise as well as the complexity and size of the Group's activities. In addition, the Board should ensure that the remuneration and incentives for Independent Directors do not conflict with their obligation to bring objectivity and independent judgment on matters discussed at board meetings.

Individuals concerned should abstain from discussion of their own remuneration. Directors who are shareholders should abstain from voting at general meetings to approve their fees. Similarly, Executive Directors should not be involved in deciding their own remuneration.