

TASEK CORPORATION BERHAD

Remuneration Policy and Procedure for Directors

The core approach of the Board of Directors (“Board”) to the remuneration policy for directors is to ensure that the remuneration is appropriately prudent and commercially sensible to attract and retain directors, while taking into account that the Board is accountable to shareholders for the quantum of remuneration proposed to shareholders for approval at every annual general meeting.

The fees of the Chairman of the Board and the non-executive directors reflect the specific responsibilities relating to their membership on the Board.

The Directors receive a fixed fee for their membership on the Board. Premiums are paid to the Chairman of the Board, the Chairman of the Board Audit and Risk Management Committee (“BARC”) and the Chairman of the Remuneration and Nomination Committee (“RNC”). A premium is also paid to the Directors who participate as members of the BARC and the RNC. Board members are also paid an allowance for attending the meetings of the Board and of the meetings of Board committees. Neither the Chairman of the Board nor non-executive Board members shall receive any performance-related pay or any benefits.

The relevant Articles of the Company’s Articles of Association that governs Directors’ remuneration are as follows:-

Article 87 –

The Directors shall be paid by way of remuneration for their services such fixed sum (not being a commission on or percentage of profits or of turnover) as shall from time to time be determined by the Company in General Meeting, and such remuneration shall be divided among the Directors in such proportions and manner as the Directors may determine. In addition to such remuneration each Director shall be paid such reasonable travelling hotel and other expenses as he shall incur in attending Meetings of the Directors or General Meetings or which he may otherwise incur on or about the business of the Company. Provided Always that:-

- (a) fees payable to Non-Executive Directors shall be by a fixed sum and not by a commission on or percentage of profits or turnover; and
- (b) salaries payable to Executive Directors may not include a commission on or percentage of turnover.

Article 88 –

If any Director, being willing, shall be called upon to perform extra services, or to make any special exertions in going or residing abroad, or otherwise, for any purposes of the Company, the Company may remunerate the Directors so doing by a fixed sum and not by

the percentage of profits nor by a commission on or percentage of turnover. The Directors may determine that such remuneration may be either in addition to, or in substitution for his share in the remuneration hereinbefore provided for.

Article 89 –

The remuneration of the Directors shall not be increased except at a General Meeting convened by a notice specifying the intention to propose such increase.

Article 91 –

A Managing Director shall receive such remuneration (whether by way of salary, commission on or participation in profits or partly in one way or partly in another) as the Directors may determine, provided that a Managing Director shall not in any circumstances be paid a commission on or a percentage of turnover.

Article 106 –

The remuneration of an Executive Director shall from time to time be fixed by the Directors and may be by way of fixed allowance or commission on dividends or profits of the Company or of any other company in which the Company is interested, or by participation in any such profits, or by any, or all of those modes, provided that in no circumstances shall an Executive Director be paid a commission on or a percentage of turnover.

(End)