



Amway (Malaysia) Holdings Berhad
(Company No: 340354-U)

REMUNERATION POLICY
for
NON-EXECUTIVE DIRECTORS

Non-Executive Directors' Remuneration Policy

- 1) The Non-Executive Directors' Remuneration Policy is a policy established under the Remuneration Committee. The Remuneration Committee reviews this Policy at least annually to ensure it remains appropriate.
- 2) The Policy is to attract and retain directors, as well as to motivate directors to achieve Company's business objective. The Board considers that appropriate levels of remuneration and compensation are essential to enhance the Group's long-term value creation for the shareholders.
- 3) The Board reviews the non-executive directors' remuneration annually having regard to recommendations from the Remuneration Committee. The non-executive directors' remuneration is a matter to be decided by the Board as a whole with the director concerned abstained from deliberations and voting on decision in respect of his individual remuneration.
- 4) The Non-Executive Directors (NEDs) receive remuneration in the form of Directors' fees (basic fees), meeting allowances for their attendance at meetings and other benefits which is approved by the General Meeting. The total amount of directors' fees paid to NEDs must not exceed the maximum amount the shareholders authorised at general meeting. In addition to the basic fees, committee remuneration is paid to board members who are also members of the board committees.
- 5) The Board shall submit a proposal on the remuneration for the upcoming year, taking into account the responsibilities, time commitment and benchmark data of comparable listed companies.
- 6) Executive Directors who are full time employees of the Group and Non-Independent Director who is subject to Alticor's employee compensation plan do not receive additional compensation for services as a Director.
- 7) The policy reflects the Company's objectives for good corporate governance. The Board will make appropriate disclosure to shareholders in its annual report.