



KLCC PROPERTY HOLDINGS BERHAD
Reg. No.: 200401003073 (641576-U)

DIRECTORS' REMUNERATION FRAMEWORK FOR NON-EXECUTIVE DIRECTORS

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Revision History

No.	Date	Nature of Amendment/ Change
1	23 May 2025	Revision of the approved 2019 Framework

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1.0 INTRODUCTION

1.1 General

- 1.1.1 This Framework is designed to provide the Board of KLCC Property Holdings Berhad ("KLCCP") with the remuneration principles and procedures applicable for its Non-Executive Directors ("NEDs").
- 1.1.2 So long as the shares of KLCCP remained stapled with the units of KLCC Real Estate Investment Trust ("KLCC REIT"), this Framework is also applicable to the NEDs of KLCC REIT Management Sdn Bhd ("KLCCRM") being the Manager of KLCC REIT.

1.2 Definitions

Definitions	Description
Alternate Director	A substitute director to the NEDs
Benefits ¹	Benefits are not convertible into cash even though they may have monetary value, which may include but is not limited to fuel/electric vehicle ("EV") charging allowance, club fees and/or subscriptions, car and driver.
Fees	A fixed cash compensation paid to the NEDs for being on the Board of the Company i.e. Retainer Fee, Special Fee, and any additional Fee paid to the director for being a member of the board committees (where applicable), as well as Meeting Attendance Allowance paid to the NEDs for attending the relevant meetings.
Other Benefits	Benefits forming part of Remuneration, which may include but is not limited to reimbursement for travelling on company's official business, insurance (e.g. Directors and Officers Liability Insurance).
Remuneration	Fees, Benefits, Other Benefits and other emoluments.

¹ For purposes of obtaining approval pursuant to the Company's Memorandum and Articles of Association/Constitution and/or Companies Act 2016, apart from Fees, only Benefits must be approved by the Shareholders at the AGM. Hence, other Benefits are to be excluded.

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Retainer Fees	A fixed fee paid on a monthly basis to the NEDs who are appointed to perform their specific duties, roles and responsibilities.
Special Fees	A fee in addition to Retainer Fee to be paid to international NEDs or NEDs with special experience and skill which are critical to the Company business.

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2.0 Fees

2.1 Retainer Fee

- (i) The NEDs are to be paid a fixed retainer fee.
- (ii) The Chairman's retainer fee shall not be more than two times higher than other NEDs to reflect the additional responsibility assumed by the Chairman.
- (iii) The Alternate Director of an NED (if any) shall not receive any retainer fee.

2.2 Special Fee

- (i) Special Fee shall be paid to the NEDs with special experience and skills which are critical to the Company business as an addition to the Retainer Fee.
- (ii) The NEDs shall be eligible for a Special Fee, subject to the Board's consideration of:
 - (a) Special experience or skills which are critical to the Company taking into consideration the size and complexity of the businesses, and/or.
 - (b) The currency rate of the home country/residing country of the NED.
- (iii) Special Fee shall be paid per every meeting attended based on the following formula:

Special fee = Between 1 to 5 times multiple of meeting attendance allowance

- (iv) The actual Special Fee amount in relation to the above shall be determined on a case-to-case basis based on the recommendation of the Nomination and Remuneration Committee ("NRC") and to be approved by the Board.
- (v) The Special Fee shall only be paid as per the attendance of Board meetings and it does not apply to Board Committees' meetings or general meetings. The Special Fee shall also be paid as an addition to the Attendance Allowance payable to the NEDs.

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2.3 Meeting Attendance Allowance

- (i) The NEDs shall be paid attendance allowance for every meeting (Board & Board Committees Meetings and Board Away Days) attended.
- (ii) The attendance allowance shall be paid to the Alternate Director (if any) attending the meeting in place of the NED.
- (iii) In the event the NEDs are unable to be present at the meeting physically but attend the meeting virtually via tele/video conferencing facilities, they shall be paid the attendance allowance.

3.0 Benefits

3.1 Fuel/Electric Vehicle ("EV") Charging Allowance

- (i) The NEDs are entitled to fuel/EV charging allowance with a maximum of Ringgit Malaysia Six Thousand (RM6,000) per year. Any expenditure in excess of the maximum amount shall be borne by the respective NEDs.
- (ii) The fuel/EV charging allowance shall only be valid/applicable at PETRONAS or its Group's service stations or charging stations.
- (iii) For EV charging, this entitlement will take effect immediately upon the EV charging service being made available.
- (iv) The fuel/EV charging allowance shall not be converted into cash or any other form of compensation or other benefit.

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4.0 Other Benefits

4.1 Directors and Officers Liability Insurance

- (i) The NEDs will be provided with D&O insurance to indemnify them to the extent allowable by the Companies Act 2016 and to the extent insurable under the policy of the D&O Insurance.
- (ii) The NEDs may be required to pay an amount annually as to be determined by the Board, being payment for the premium to the insurance cover for the non-indemnifiable portion.

4.2 Travelling on Official Business

The NEDs are entitled for reimbursement on actual expenses relating to accommodation, laundry, meal and traveling expenses which are properly incurred by the NEDs whilst on company official business.

5.0 Others

- 5.1** Payment of the NED's Retainer Fee, Meeting Attendance Allowance as well as Special Fee (if any) to whom is an appointee and employee of PETRONAS will be made directly to the nominated bank account of PETRONAS. The said NED is not entitled to fuel/EV charging allowance.
- 5.2** The NEDs of KLCCRM are only entitled to Meeting Attendance Allowance as well as Special Fee (where applicable). The said allowance / fee is payable only when the meetings of Board or Board Committees of KLCCRM are held on a different date than the meetings of the Board or Board Committees of KLCCP.

This Directors' Remuneration Framework was approved by the Board on 23 May 2025.