



# REPORT OF THE NOMINATION AND REMUNERATION COMMITTEE

The Board is pleased to issue the following report on the Nomination and Remuneration Committee and its activities during the financial year ended 31 December 2017.

## Composition of Nomination and Remuneration Committee

During the year, the Nomination and Remuneration Committee comprises five (5) members, all of whom are Non-Executive Directors.

Following the corporate exercise undertaken by the Group, Dato' Hajah Normala binti Abdul Samad and Datuk Nik Moustpha bin Hj Nik Hassan had resigned from the Committee on 28 December 2017. As a result, the current Committee composition consist of three (3) members.

A total of seven (7) meetings were held during the year. The attendance record of each member during the financial year are as follows:

Name of Directors and Status	No. of Meetings Attended
Khalid bin Sufat Chairman, Senior Independent Non-Executive Director	7/7
Dr. Leong Chik Weng Member, Independent Non-Executive Director	6/7
Datin Paduka Kartini binti Hj. Abdul Manaf Member, Non-Independent Non-Executive Director	7/7
Dato' Hajah Normala binti Abdul Samad Member, Non-Independent Non-Executive Director <i>Resigned with effect from 28 December 2017</i>	7/7
Datuk Nik Moustpha bin Hj Nik Hassan Member, Independent Non-Executive Director <i>Resigned with effect from 28 December 2017</i>	6/7

## ACTIVITIES DURING THE FINANCIAL YEAR

During the year, the Committee:

- (i) Reviewed the result of the Board Effectiveness Assessment of the Board of Directors and Committees of the Board which included the Audit and Compliance Committee, Risk Management Committee and Finance and Investment Committee, and recommended improvement plans.
- (ii) Recommended for approval of the Board the appointment of new Directors within the CCM Group.



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- (iii) Reviewed and recommended for Board approval the composition and the remuneration for the Board sub-committee of CCM Group.
- (iv) Reviewed and recommended for Board approval on Directors casual vacancy and retirement by rotation.
- (v) Ensured that all Directors received appropriate continuous training programmes in order to keep abreast with developments in the relevant industry and with changes in the relevant statutory and regulatory requirements.
- (vi) Reviewed and made recommendation to the Board on the policy of allowing executives of the Company / Group to be appointed to board of other listed entities.
- (vii) Reviewed and recommended for Board approval the Group's Policy on Promotion Increment Quantum.
- (viii) Reviewed and recommended for approval of the Board the appointment, renewal of contracts of service or promotions and the remuneration package of Group Managing Director and Key Responsible Persons of the Group, where appropriate.
- (ix) Reviewed and recommended for Board approval the Group's Key Performance Indicators for 2017.
- (x) Reviewed and recommended for Board approval the establishment of KPIs for the Group Managing Director.
- (xi) Reviewed and recommended for Board approval the bonus and salary review of Group Managing Director and Key Responsible Persons of the Group.
- (xii) Reviewed and recommended for Board approval, the Performance Discretionary Bonus for the Group Managing Director for financial year 2016.
- (xiii) Reviewed and recommended for Board approval the annual global salary review, bonus and incentive package for employees of the Group.
- (xiv) Reviewed and recommended for Board approval the proposed reorganisation of the Group.
- (xv) Reviewed and recommended for Board approval the employees severance package and implementation of the same for certain companies within the Group.
- (xvi) Reviewed the analysis on Benefits-in-Kind for the Group.
- (xvii) Reviewed and recommended for Board approval changes to the Group's Leave Policy.
- (xviii) Reviewed and recommended for Board approval the proposed immediate action plans in optimising the size of staff force at Head Office.
- (xix) Reviewed and recommended the redeployment package for employees of the Company.
- (xx) Reviewed and recommended the proposal for ex-gratia payment in-lieu of discretionary bonus and employees assistance programme, as part of the severance package for certain companies within the Group.
- (xxi) Considered other matters as referred by the Board.