CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	0262
COMPANY NAME	**:**	Sunview Group Berhad ("Sunview" or "the Company")
FINANCIAL YEAR	**:**	March 31, 2024

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE
Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PERSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA
Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.1

The board should set the company's strategic aims, ensure that the necessary resources are in place for the company to meet its objectives and review management performance. The board should set the company's values and standards, and ensure that its obligations to its shareholders and other stakeholders are understood and met.

Application	:	Applied
Explanation on application of the practice	:	The Board of Directors ("Board") of Sunview Group Berhad ("Sunview" or "the Company") is collectively responsible for overseeing the conduct and sustainability of the Company and its subsidiaries' ("the Group") business, assuming the responsibility for succession planning, reviewing the risk management process and internal control system to minimise the downside risks for the Group and to ensure compliance with the relevant rules and regulations applicable to the Group. The Board has the responsibility of leading and directing the Group towards realising long term corporate objectives and increasing shareholders' value. The Board retains full and effective control of the Group's strategic plans, implements an appropriate system of risk management and ensures the adequacy and integrity of the Group's system of internal control. For the effective function of the Board, the Board has delegated specific responsibilities to the following Board Committees within their respective Terms of Reference ("TOR"):- a. Audit and Risk Management Committee ("ARMC"); b. Nomination Committee ("NC"); and c. Remuneration Committee ("RC"); The ultimate responsibility for the final decision on all matters deliberated in these committees, however, lies with the Board. In addition, the Chairman of the relevant Board Committees also reports to the Board on key issues discussed during the respective committee meetings. The Board is responsible for the overall corporate governance, strategic direction, and corporate goals and therefore, monitors the achievement of these goals. It provides effective leadership and

	manages overall control of the Group's affairs through the discharge of the following principal duties and responsibilities:- • Overseeing and evaluating the conduct, governance and sustainability of the business of the Group. • Reviewing and adopting the overall strategic direction, business plans and annual budget of the Group, including major capital commitments. • Establishing key performance indicators and ensuring that key senior management has the necessary skills and experience for the orderly succession of the Board and Key Senior Management. • Reviewing and approving new ventures, major acquisitions and disposals of undertakings and properties. • Identifying principal risks and ensuring the implementation of appropriate systems to manage and monitor significant financial and non-financial risks. • Reviewing the adequacy and integrity of the Group's internal control systems, risk management and management information systems. • Assess the training needs of the Directors and ensure the Directors have access to a continuing education programme. • Responsible for the quality and completeness of the financial statements of the Group and ensuring that they are prepared based on the appropriate and consistently applied accounting policies. • Ensure that the general meetings of the Company are conducted efficiently and serve as a mode of shareholders' communication. The Board Charter serves as a reference point for Board activities. It is designed to provide guidance and clarity for the Directors and management with regards to the roles of the Board and its Committees, the requirements of Directors in carrying out their roles and in discharging their duties towards the Company as well as the Board's operating practices. The Board has also established a Code of Ethics and Conduct which serves as an internal frame of reference for the Directors and employees of the Group in the conduct of their daily activities. The Code of Ethics and Conduct is incorporated in the Board Charter of the Company. The Board Charter and the TOR of the respective committees are available on the Company's website at www.sunview.com.my.

Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.2

A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Board, En. Zulkifly Bin Zakaria ("En. Zulkifly"), who holds an Independent Non-Executive position and is primarily responsible for the leadership, governance and conduct of the Board as well as for ensuring the Board's effectiveness. The roles and responsibilities of the Chairman of the Board have been clearly defined in the Board Charter, which is available on the Company's website at www.sunview.com.my. En. Zulkifly will continue to instil good corporate governance practices, leadership and effectiveness of the Board.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.3

The positions of Chairman and CEO are held by different individuals.

Application	:	Applied
Explanation on application of the practice	:	The position of Independent Non-Executive Chairman and the Group Executive Director/Group Chief Executive Officer ("GED/GCEO") are held by two (2) different individuals, namely En. Zulkifly Bin Zakaria and Mr. Ong Hang Ping respectively. The Chairman and the GED/GCEO are not related to each other. The distinct and separate roles and responsibilities of the Independent Non-Executive Chairman and the GED/GCEO are provided in Paragraph 2.3 of the Board Charter, which is available at www.sunview.com.my. There is a clear division of roles and responsibilities between the Independent Non-Executive Chairman and the GED/GCEO to ensure a balance of power and authority to promote accountability, such that no one individual has unfettered decision-making powers. The Independent Non-Executive Chairman is responsible for the leadership, effectiveness, conduct and governance of the Board. The Board has delegated its responsibilities for the day-to-day management of the Group's operations and business as well as the implementation of the Board's policies and decisions to the Group Executive Director ("GED") and Key Senior Management of the Company. The GED/GCEO, GED/Group Chief Operating Officer ("GED/GCOO"), GED/Group Chief Project Development Officer ("GED/GCPDO") and GED/Group Chief Business Development Officer ("GED/GCBDO") (collectively, the GED/GCEO, GED/GCOO, GED/GCPDO and GED/GCBDO are referred to as "Executive Board Members") are responsible for the implementation of the Board's policies and decisions, entrusted by the Board with the responsibility to manage the Group's day-to-day business operations and resources.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.4

The Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee

Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.			
Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Board, En. Zulkifly is not a member of the ARMC, NC and RC of the Company. This is to ensure check and balance as well as objectivity will not be influenced by the Chairman of the Board who also sits on the Board Committees.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.5

The board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

Application	:	Applied
Explanation on application of the practice	:	The Board is supported by three (3) qualified and competent Company Secretaries, who are qualified to act as Company Secretaries under Section 235(2) of the Companies Act 2016 ("Act") and are also registered holders of the Practising Certificate issued by the Companies Commission of Malaysia. The Company Secretaries play an important role in facilitating overall compliance with the Act, ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant laws and regulations. The Company Secretaries also assist the Board and Board Committees to function effectively and in accordance with their TOR and best practices and ensure adherence to the existing Board policies and procedures. In order to discharge the roles effectively, the Company Secretaries have been consistently participated in relevant training programmes, conferences, seminars and/or forums organised by authorities and professional bodies. This ensures they stay updated on corporate governance development and regulatory changes pertinent to their role, enabling them to provide valuable advisory services to the Board. The Board has direct access to the professional advice and services of the Company Secretaries when performing their duties and discharging their responsibilities. During the financial year under review, the Board and Board Committees' meetings were properly convened, accurate and proper records of the proceedings and resolutions passed were taken and maintained in the statutory records of the Company. Overall, the Board is satisfied with the performance and support rendered by the Company Secretaries and the team to the Board in the discharge of their duties and functions.
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.6

Directors receive meeting materials, which are complete and accurate within a reasonable period prior to the meeting. Upon conclusion of the meeting, the minutes are circulated in a timely manner.

Application	:	Applied
Explanation on application of the practice	:	To facilitate the Directors' time planning, an annual meeting calendar was prepared and circulated in advance prior to the new calendar year by the Company Secretaries. The calendar provides the Directors with scheduled dates for meetings of the Board and Board Committees as well as the Annual General Meeting ("AGM"). The closed periods for dealings in securities by Directors and principal officers based on the scheduled dates of meetings for making announcements of the Group's quarterly results were also provided therein. The notices of Board and Board Committees meetings together with the meeting papers are generally furnished to the Board members within five (5) working days prior to the dates of meetings. This is to ensure that the Directors have sufficient preparation time and information to make an informed decision at each meeting. The deliberations and conclusions of matters discussed in the Board or Board Committees meetings are duly recorded in the minutes of meetings. The draft minutes are circulated for the Board or Committee Chairman's review within a reasonable timeframe after the meetings. The meeting minutes accurately captured the deliberations and decisions of the Board and/or the Board Committees, including whether any Director abstains from voting or deliberating on a particular matter. All the records of proceedings and resolutions passed are kept at the registered office of the Company. For matters which require the Board's decision on an urgent basis outside of Board Meetings, relevant supporting documents along with the Directors' Written Resolution will be circulated for the Board's consideration. All written resolutions approved by the Board will be tabled for notation at the next Board Meeting.
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

There is demarcation of responsibilities between the board, board committees and management.

There is clarity in the authority of the board, its committees and individual directors.

Practice 2.1

The board has a board charter which is periodically reviewed and published on the company's website. The board charter clearly identifies–

- the respective roles and responsibilities of the board, board committees, individual directors and management; and
- issues and decisions reserved for the board.

Application	:	Applied
Explanation on application of the practice	:	The Board has formalised and adopted a Board Charter. The Board Charter is intended to identify the role, structure and processes related to key governance activities of the Board. It also serves as a reference point for Board activities. It is designed to provide guidance and clarity for Directors and management with regard to the roles of the Board and its Committees, the role of the Chairman and Executive Board Members, the requirements of Directors in carrying out their roles and in discharging their duties towards the Company as well as the Board's operating practices. The Board Charter would be reviewed as and when necessary to ensure it remains consistent with the Board's objectives and responsibilities and reflects the latest compliance requirements as a result of changes in the regulatory framework. The Board Charter is available on the Company's website at www.sunview.com.my.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.1

The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

The Code of Conduct and Ethics is published on the company's website.

Application	:	Applied
Explanation on application of the practice	:	The Board has adopted a Code of Ethics and Conduct which is incorporated in the Board Charter of the Company and it is available on the Company's website at www.sunview.com.my. This Code of Ethics and Conduct sets out the standard of ethical behaviour and value expected of Directors and any other employees at the executive level and above and serves as a guide and reference in the course of the performance of their duties and responsibilities. All Directors and employees of the Group must endeavour to observe the Code of Ethics and Conduct which provides guidance as to the ethical conduct to be complied with to uphold the principles of honesty and integrity as well as to ensure that a high standard of ethical and professional conduct is upheld in the performance of their duties and responsibilities. The Board will review the Code of Ethics and Conduct from time to time to ensure that it continues to remain relevant and appropriate with the prescribed requirements and best corporate governance practices.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.2
The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

Application	:	Applied
Explanation on application of the practice	:	The Board recognises whistle blowing as an important mechanism in the prevention and detection of improper conduct, harassment or corruption in the conduct of the Group's businesses and operations. The Company had adopted a Whistle Blowing Policy to provide a defined avenue and accessible reporting channels for all employees of the Group to raise concerns or disclose any improper conduct within the Group which is available on the Company's website at www.sunview.com.my. The Board will continue to review and update the Whistle Blowing Policy as and when necessary to ensure that it continues to remain relevant and appropriate.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.1
The board together with management takes responsibility for the governance of sustainability in the company including setting the company's sustainability strategies, priorities and targets.

The board takes into account sustainability considerations when exercising its duties including among others the development and implementation of company strategies, business plans, major plans of action and risk management.

Strategic management of material sustainability matters should be driven by senior management.

Application	:	Applied
Explanation on application of the practice	:	The Board acknowledged the importance of incorporating sustainability considerations into the Company's business and corporate activities, and how sustainability is essential to successful business strategies that could deliver sustainable value to all stakeholders and ultimately boost the business performance of the Company. The Board together with the management takes responsibility for the governance of sustainability in the Company, including setting the Company's sustainability strategies, priorities and targets. Performance against these clearly set targets is communicated to the Company's internal and external stakeholders. As part of the efforts to promote and build sustainability momentum within the Group, the Group has undertaken the following measures:- a) Environment – minimise the Group's carbon footprint on the environment by identifying the opportunities to reduce or reuse the resources. b) Workplace – provide the employees with a conducive workplace in order to consistently perform their very best and also ensure that the operations are carried out in a safe and healthy environment with sufficient support for training and development to bring out the best. c) Community – believes in contributing back to society and actively participates in Corporate Social Responsibility ("CSR") activities.
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.2
The board ensures that the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

Application	:	Applied	
Explanation on application of the practice	:	The Board is cognisant of the fact that the Company's internal and external stakeholders should receive an unfiltered and complete view of the Company's sustainability strategies, priorities, targets and overall performance. This information should be comprehensive and include information on which stakeholders would be able to assess the Company's sustainability risks and opportunities. The Company has engaged with stakeholders in a variety of ways which had been done at both the business units and group levels through formal and informal activities. The collective opinions and insights from the stakeholders help the Board make an informed decision while aligning the stakeholders' expectations with the Company's sustainability priorities and business approach. Details pertaining to the stakeholders' engagement are set out in the Sustainability Statement in the Annual Report 2024 for the financial year ended 31 March 2024 ("FYE 2024") of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.3
The board takes appropriate action to ensure they stay abreast with and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities.

Application	:	Applied	
Explanation on application of the practice	:	The Board through the NC assessed the training programmes attended by each Director during the financial year to ensure they stay abreast with the latest developments in the industry as well as the sustainability issues relevant to the Group, including factors that are driving climate change, sustainable finance and achieving a sustainable business model. The key training programmes attended by each Director are set out in the Corporate Governance Overview Statement of the Annual Report 2024 of the Company. The Company Secretaries regularly update the Board on the changes of the Listing Requirements and/or other regulatory requirements upon receiving the circulars from Bursa Securities and/or other regulators, which are relevant to the Company and provide advice on corporate disclosures and compliance issues.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.4
Performance evaluations of the board and senior management include a review of the performance of the board and senior management in addressing the company's material sustainability risks and opportunities.

Application	:	Applied	
Explanation on application of the practice	:	The performance evaluation of the Board in addressing the Group's strategic and business plans which promote sustainability materials matters was evaluated through the annual Board's effectiveness evaluation for the FYE 2024. The Board and management collectively address the Company's material matters and its inherent risks and opportunities, while at the same time addressing it through appropriate mitigating measures, to ensure the Company continues to generate healthy returns for its shareholders.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.5- Step Up
The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.		
Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.1
The Nomination Committee should ensure that the composition of the board is refreshed periodically. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the board.

Application	:	Applied
Explanation on application of the practice	:	The NC oversees the overall composition of the Board in terms of size, a mix of skills, experience and core competencies, as well as the balance between Executive Directors and Independent Non-Executive Directors. The effectiveness of the Board as a whole and the contribution of each Director to the effectiveness of the Board and the contribution of the Board's various committees will be assessed on an annual basis. The Board acknowledges the recommendation by the Malaysian Code on Corporate Governance ("MCCG") that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. However, if the Board intends to retain a Director who has served as an Independent Director of the Company for a cumulative term of more than nine (9) years, the Board must justify its decision and seek the shareholders' approval through a two-tier voting process at a general meeting. Furthermore, the Board recognises that as per the Listing Requirements of Bursa Securities, the tenure of an Independent Director should not exceed a cumulative term of twelve (12) years. During the financial year under review, none of our Directors have served the Board as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years. The annual re-election of retiring Directors has been contingent on a satisfactory evaluation of the retiring Directors' performance and contribution to the Board. In addition, the Directors' Fit and Proper Policy serves as a guide to NC and the Board for the appointment and re-election of Directors of the Group. The Directors' Fit and Proper Policy is available on the Company's website at www.sunview.com.my.
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.2
At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

<table>
<tr><td>Application :</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td>The present composition of the Board complies with Rule 15.02 of the Listing Requirements of Bursa Securities and Practice 5.2 of the MCCG as half (50%) of the Board comprises Independent Non-Executive Directors. All the Independent Non-Executive Directors are satisfied with the independence test under the Listing Requirements of Bursa Securities.

The current board composition of the Company represents a mix of knowledge, skills and expertise which assist the Board to effectively discharge its stewardship and responsibilities. The Board currently has eight (8) members comprising four (4) Independent Non-Executive Directors and four (4) Executive Directors. The board composition is as below:-

<table>
<tr><th>Name</th><th>Designation</th></tr>
<tr><td>Zulkifly Bin Zakaria</td><td>Independent Non-Executive Chairman</td></tr>
<tr><td>Ong Hang Ping</td><td>GED/GCEO</td></tr>
<tr><td>Chow Kian Hung</td><td>GED/GCOO</td></tr>
<tr><td>Khoo Kah Kheng</td><td>GED/GCPDO</td></tr>
<tr><td>Ng Chee Yee</td><td>GED/GCBDO</td></tr>
<tr><td>Norashikin Binti Abdul Rani</td><td>Independent Non-Executive Director</td></tr>
<tr><td>Professor Ir. Dr. Nasruddin Bin Abd Rahim</td><td>Independent Non-Executive Director</td></tr>
<tr><td>Yap Chui Fan</td><td>Independent Non-Executive Director</td></tr>
</table>

The presence of Independent Non-Executive Directors ensures that views, consideration, judgment and discretion exercised by the Board in decision making remain objective and independent whilst assuring the interest of other parties such as minority shareholders are fully addressed and adequately protected as well as being accorded with due consideration.</td></tr>
<tr><td rowspan="2">Explanation for departure :</td><td></td></tr>
<tr><td></td></tr>
</table>

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.3
The tenure of an independent director does not exceed a cumulative term limit of nine years. Upon completion of the nine years, an independent director may continue to serve on the board as a non-independent director.

If the board intends to retain an independent director beyond nine years, it should provide justification and seek annual shareholders' approval through a two-tier voting process.

Application	:	Applied	
Explanation on application of the practice	:	There are no Independent Non-Executive Directors has served the Board beyond the cumulative term of nine (9) years on the Board of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.4 - Step Up
The board has a policy which limits the tenure of its independent directors to nine years without further extension.

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.		
Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.5
Appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

Directors appointed should be able to devote the required time to serve the board effectively. The board should consider the existing board positions held by a director, including on boards of non-listed companies. Any appointment that may cast doubt on the integrity and governance of the company should be avoided.

Application	:	Applied
Explanation on application of the practice	:	The Board acknowledges the importance of taking into account the diversity in the skills, experience, age and race/ethnicity of the existing Board in seeking potential candidate(s). This helps to ensure an appropriate balance between the experienced perspectives of the long-term directors and new perspectives that bring fresh insights to the Board. The Board believes that candidature to the Board should be based on a candidate's merits, capability, experience, skill-sets and integrity. The NC is responsible and takes the lead for the nomination of a new candidate for appointment, reviews and making the necessary recommendations. In this respect, the role of the NC is detailed in its TOR, which is available on the Company's website, www.sunview.com.my. In making its recommendations to the Board, the NC considers and assesses the suitability of a new appointment based on objective criteria, including:- (a) Qualification; (b) Required competencies, skills, expertise and experience; (c) Specialist knowledge or technical skills; (d) Professionalism and integrity; (e) Time commitment to the Company based on the number of directorships held; and (f) In the case of candidate(s) for the position of Independent Non-Executive Director(s), the NC will also evaluate the candidate(s)' ability to discharge such responsibilities/functions as expected from the Independent Non-Executive Directors. Likewise, the Directors are also required to notify the Chairman of the Board before accepting any new directorship and to indicate the time expected to be spent on the new appointment. The Directors must not hold more than five (5) directorships in listed companies to enable

	Directors to have sufficient time to focus and fulfil their roles and responsibilities effectively. The Board also via the NC, reviews the correct mix of skills, business and professional experiences that should be added to the Board annually or as and when required. The appointment of Key Senior Management was also made with due regard for diversity in skills, experience, age, cultural background and gender. More women representation on the Board and Key Senior Management will be taken into consideration if vacancies arise and when suitable candidates are identified. The Board had adopted the Directors' Fit and Proper Policy to ensure a transparent and rigorous process for the appointment and re-election of Directors of the Group. This policy is available on the Company's corporate website at www.sunview.com.my.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.6
In identifying candidates for appointment of directors, the board does not solely rely on recommendations from existing board members, management or major shareholders. The board utilises independent sources to identify suitably qualified candidates.

If the selection of candidates was based on recommendations made by existing directors, management or major shareholders, the Nominating Committee should explain why these source(s) suffice and other sources were not used.

Application	:	Applied
Explanation on application of the practice	:	The primary responsibility of screening, evaluating, and nominating new Board member(s) for an appointment is delegated to the NC. The members of the Board are to be appointed in a formal and transparent practice endorsed by the MCCG. The NC will scrutinise the candidates and recommend the same for the Board's approval. The NC uses a variety of sources for the identification of suitable candidates. The NC is open to referrals from external sources available, such as industry acquaintances, contacts in related industries, consultants, etc to gain access to a wide pool of potential candidates besides tapping on the recommendations from existing Board members, management or major shareholders. Shortlisted candidates would be required to furnish their curriculum vitae containing information on their academic/professional qualification, work experience, employment history and experience as directors of listed companies (if any). The NC will perform an annual review of the required mix of skills and experience and other qualities including core competencies that Directors should bring to the Board and assess the effectiveness of the Board as a whole, as well as, look into succession planning, boardroom and gender diversity to ensure the effectiveness of the Board.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.7
The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

Application	:	Applied	
Explanation on application of the practice	:	The performance of retiring Directors recommended for re-election at the forthcoming third AGM ("3rd AGM") has been assessed through the NC annual evaluation (including the independence of the Independent Non-Executive Director) and recommended to the Board for approval. The profiles of the Directors who were due for retirement and offered themselves for re-election, which included the nature of interest with the Company, whichever applicable, were set out in the Annual Report 2024 of the Company. Whilst for the retiring Directors at the forthcoming 3rd AGM, a statement by the Board and NC being satisfied with the performance and effectiveness of the retiring Directors who offered themselves for re-election at the forthcoming 3rd AGM was stated in the notes accompanying with the Notice of 3rd AGM.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.8
The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

Application	:	Applied	
Explanation on application of the practice	:	The NC is chaired by Professor Ir. Dr. Nasruddin Bin Abd Rahim, who is an Independent Non-Executive Director of the Company. The profile of the NC Chairman is disclosed in the Annual Report 2024 of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.9
The board comprises at least 30% women directors.

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	During the FYE 2024, the Board comprises eight (8) Directors, out of whom two (2) are female Directors, representing 25% female representation at the Board level. Women's representation on the Board and in Key Senior Management will be taken into consideration when vacancies arise and suitable candidates are identified, underpinned by the overriding primary aim of selecting the best candidate to support the achievement of the Company's strategic objectives.	
		The Board recognises the importance of boardroom diversity and inclusivity in its decision-making process, and thus, has identified the inclusion of more female Directors as a crucial long-term goal. To ensure the successful implementation of this objective, the Board will take incremental steps and establish practical measures within a reasonable timeframe.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
Timeframe	:	Choose an item.	

Intended Outcome
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.10
The board discloses in its annual report the company's policy on gender diversity for the board and senior management.

Application	:	Applied
Explanation on application of the practice	:	The Board has formalised and adopted a Gender Diversity Policy which provides a framework for the Company to improve its gender diversity at the Board and Key Senior Management. The NC regularly assesses the optimum size, required mix of skills, experience, independence and diversity required collectively for the Board to effectively fulfil its role. In identifying suitable candidates for appointment to the Board, the NC will consider candidates based on the candidates' competency, skills, character, time commitment, knowledge, experience and other qualities in meeting the needs of the Company and with due regard to the benefits of diversity in the Board. The Gender Diversity Policy is available on the Company's website at www.sunview.com.my.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
Stakeholders are able to form an opinion on the overall effectiveness of the board and individual directors.

Practice 6.1
The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

For Large Companies, the board engages an independent expert at least every three years, to facilitate objective and candid board evaluation.

<table>
<tr><td colspan="3">Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</td></tr>
<tr><td>Application</td><td>:</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice</td><td>:</td><td>The Company has in place a formal process for assessment of the effectiveness of the Board and the Board Committees as a whole and the contribution by each Director, including the independence of the Independent Non-Executive Director to the effectiveness of the Board and Board Committees, making reference to the guides available and the good corporate governance compliance.

The assessment of the Board and Board Committees is performed on a Board review basis whilst the assessment of the individual Directors is performed on a peer review basis. Each Director is provided with the assessment forms for their completion prior to the meeting. The results of all assessments and comments by the Directors are summarised and deliberated in the NC meeting and thereafter the NC’s Chairman will report the results and deliberation to the Board.

The annual assessment criteria of the Board, Board Committees and individual Directors were last reviewed and updated on 30 May 2024 which is aligned with the MCCG practices. The areas covered in the aforesaid annual assessment criteria are as follows:-

<table>
<tr><th>Evaluation</th><th>Assessment of Criteria</th></tr>
<tr><td>Board and Board Committees as a whole</td><td>• Role of the Chairman
• Board balance, size and composition
• Board structures and procedures
• Relationship of the Board to management
• Quality and supply of information to the Board / Board’s Committee
• Access to information and advice
• Accountability for financial reporting, internal control, sustainability risk and opportunities</td></tr>
</table>
</td></tr>
</table>

		• Relationship with Auditors / Shareholders / Investors • Use of Board Committees • Directors' training
	ARMC	• Composition and Quality • Oversight of the financial reporting process, including internal controls • Understanding the business, including risks • Access to information and advice • Oversight of audit functions • Compliance with corporate governance • External Auditors • Staying abreast of issues • Reports and recommendations
	GEDs	• Financial • Strategic and Sustainability • Conformance & Compliance • Business Acumen / Increasing Shareholders' Wealth • Succession Planning • Personal input to the role
	Non-Executive Directors	• Attendance at Board and Board Committees' meetings • Adequate preparation for Board and/or Board Committees' meetings • Regular contribution to Board / Board Committee meetings • Personal input to the role

In respect of the annual performance evaluation for the FYE 2024, it was concluded that:-

(a) the Board and Board Committees discharged their duties and responsibilities effectively; and
(b) each Director continued to perform effectively and demonstrated commitment to his/her role.

The Board is satisfied with the current evaluation process. The Board will continue to review the Board's evaluation process as and when necessary to ensure it remains a valuable feedback mechanism for improving the Board's effectiveness.

Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.1

The board has remuneration policies and procedures to determine the remuneration of directors and senior management, which takes into account the demands, complexities and performance of the company as well as skills and experience required. The remuneration policies and practices should appropriately reflect the different roles and responsibilities of non-executive directors, executive directors and senior management. The policies and procedures are periodically reviewed and made available on the company's website.

Application	:	Applied
Explanation on application of the practice	:	The Board had through RC, established a formal and transparent Remuneration Policy as a guide for the Board and the RC to determine the remuneration of Directors and/or Key Senior Management of the Company which takes into account the demands, complexities and performance of the Company as well as skills and experience required. The Remuneration Policy is available on the Company's website at www.sunview.com.my. The Board, assisted by the RC, implements the policy and procedures on remuneration, which includes reviewing and recommending the proposed remuneration packages of the Directors of the Company. The RC is responsible for ensuring that the remuneration packages are benchmarked with industry standards in light of the Group's performance in the industry as well as commensurate with the expected responsibility and contribution by the Directors and link to the strategic objectives of the Group. The Non-Executive Directors will be paid with a basic fee as ordinary remuneration and will be paid with a sum based on their responsibilities in the Board and the committees, their attendance and/or the special skills and expertise they bring to the Board. The fee shall be fixed in sum and not by a commission on or percentage of profits or turnover. Each Director shall abstain from the deliberation and voting on matters pertaining to their own remuneration.
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.2
The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

The Committee has written Terms of Reference which deals with its authority and duties and these Terms are disclosed on the company's website.

Application	:	Applied
Explanation on application of the practice	:	The RC is principally responsible for the development and review of the remuneration policy and packages of the Directors and makes its recommendations to the Board for approval. The RC is also responsible for ensuring that the remuneration package and benefits of the Board are benchmarked with industry standards in light of the Group's performance in the industry. Each Director shall abstain from the deliberation and voting on matters pertaining to his/her own remuneration. The TOR of RC and Remuneration Policy are available on the Company's website at www.sunview.com.my.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.1

There is detailed disclosure on named basis for the remuneration of individual directors. The remuneration breakdown of individual directors includes fees, salary, bonus, benefits in-kind and other emoluments.

Application	:	Applied
Explanation on application of the practice	:	The detailed disclosure on a named basis for the remuneration of individual Directors for the FYE 2024 is set out below and in the Corporate Governance Overview Statement of the Annual Report 2024 of the Company.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Zulkifly Bin Zakaria	Independent Director	72.00	2.38	-	-	-	-	74.38	72.00	2.38	-	-	-	-	74.38
2	Ong Hang Ping	Executive Director	72.00	-	-	-	-	-	72.00	72.00	42.00	525.00	-	-	69.199	708.199
3	Chow Kian Hung	Executive Director	72.00	-	-	-	-	-	72.00	72.00	42.00	525.00	-	-	69.199	708.199
4	Khoo Kah Kheng	Executive Director	48.00	-	-	-	-	-	48.00	48.00	42.00	405.00	-	-	54.799	549.199
5	Ng Chee Yee	Executive Director	48.00	-	-	-	-	-	48.00	48.00	42.00	405.00	-	-	54.799	549.199
6	Norashikin Binti Abdul Rani	Independent Director	48.00	2.38	-	-	-	-	50.38	48.00	42.00	405.00	-	-	54.799	50.38
7	Professor Ir. Dr. Nasrudin Bin Abd Rahim	Independent Director	48.00	2.38	-	-	-	-	50.38	48.00	2.38	-	-	-	-	50.38
8	Yap Chui Fan	Independent Director	48.00	2.38	-	-	-	-	50.38	48.00	2.38	-	-	-	-	50.38
9	Amin Ashari Bin Shafie	Non-Executive Non-Independent Director	24.00	1.38	-	-	-	-	25.38	24.00	1.38	-	-	-	-	25.38
10	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
11	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

15	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

Intended Outcome
Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.2
The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

<table>
<tr><td>Application :</td><td colspan="2">Departure</td></tr>
<tr><td>Explanation on application of the practice :</td><td colspan="2"></td></tr>
<tr><td>Explanation for departure :</td><td colspan="2">Due to confidentiality and sensitivity of the remuneration package of Key Senior Management as well as security concerns, the Board opts not to disclose the Key Senior Management's remuneration components on a named basis in the bands of RM50,000.

The Board is of the view that the disclosure of the Key Senior Management's remuneration components would not be in the best interest of the Company given the competitive human resources environment as such disclosure may give rise to recruitment and talent retention issues.

The aggregate remuneration and benefits paid to the Key Senior Management of the Group for the FYE 2024 are as follows:

<table>
<tr><th>Range of Remuneration</th><th>No. of Key Senior Management</th></tr>
<tr><td>RM250,001 to RM350,000</td><td>1</td></tr>
<tr><td>RM400,001 to RM450,000</td><td>2</td></tr>
<tr><td>RM500,001 to RM550,000</td><td>2</td></tr>
</table>
</td></tr>
<tr><td></td><td colspan="2">Alternatively, the Board is of the view that the disclosure of Key Senior Management's aggregated remuneration on an unnamed basis in the bands of RM50,000, as shown above, is adequate.</td></tr>
<tr><td colspan="3">Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</td></tr>
<tr><td>Measure :</td><td colspan="2">Please explain the measure(s) the company has taken or intend to take to adopt the practice.</td></tr>
<tr><td>Timeframe :</td><td>Choose an item.</td><td></td></tr>
</table>

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
2	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
3	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
4	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
5	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.3 - Step Up

Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

No	Name	Position	Company ('000)					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
2	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
3	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
4	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
5	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

Intended Outcome
There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.1
The Chairman of the Audit Committee is not the Chairman of the board.

Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Board is En. Zulkifly while the ARMC Chairperson is Pn. Norashikin Binti Abdul Rani. The roles are assumed by separate individuals to ensure that the Board's review of the ARMC's findings and recommendations are not impaired.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.2
The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

Application	:	Applied	
Explanation on application of the practice	:	The Company recognised the need to uphold the independence of its external auditors and that no possible conflict of interest whatsoever should arise. Currently, ARMC comprises three (3) members and none of the members were former key audit partners of the external auditors appointed by the Company. The Company will observe a cooling-off period of at least three (3) years in the event any potential candidate to be appointed as a member of the ARMC was a key audit partner of the external auditors of the Group. The requirement for a former key audit partner of the external audit firm to observe a cooling off period of at least three (3) years before being appointed as a member of the ARMC has been incorporated as part of the TOR of the ARMC. For the FYE 2024, none of the members of the ARMC of the Company were former key audit partners. The TOR of the ARMC is available on the Company's website at www.sunview.com.my.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.3
The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

Application	:	Applied
Explanation on application of the practice	:	The Board has established an External Auditors Assessment Policy which sets out the guidelines and procedures for the ARMC to review, assess and monitor the performance, suitability and independence of the External Auditors covering amongst others, the following:- (a) Calibre of the audit firm; (b) Quality of the audit engagement team; (c) Quality of communication and interaction with the audit team; (d) Audit scope and quality processes; (e) Audit governance and independence; and (f) Audit fee. The External Auditors are precluded from providing any services that may impair their independence or conflict with their role as External Auditors. The ARMC shall obtain assurance from the External Auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements. The Board, upon the recommendation of the ARMC, has recommended the re-appointment of the External Auditors for the financial year ending 31 March 2025 for shareholders' approval at the forthcoming 3rd AGM.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

Intended Outcome
There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.4 - Step Up
The Audit Committee should comprise solely of Independent Directors.

Application	:	Adopted
Explanation on adoption of the practice	:	All the members of the ARMC are Independent Non-Executive Directors and as such, there is a strong and independent element to provide effective oversight for it to function effectively and exercise objective judgement independently. The composition of the ARMC is as follows:- (a) Pn. Norashikin Bin Abdul Rani; (b) Professor Ir. Dr. Nasrudin Bin Abd Rahim; and (c) Ms. Yap Chui Fan.

Intended Outcome
There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.5
Collectively, the Audit Committee should possess a wide range of necessary skills to discharge its duties. All members should be financially literate, competent and are able to understand matters under the purview of the Audit Committee including the financial reporting process.

All members of the Audit Committee should undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules.

Application	:	Applied
Explanation on application of the practice	:	The ARMC members possess the necessary skills and knowledge to discharge their duties in accordance with the TOR of the ARMC. The ARMC Chairperson and all the ARMC members are financially literate and they are able to understand matters under the purview of the ARMC including the financial reporting process. They are expected to devote sufficient time to update their knowledge and enhance their skills through appropriate continuing education programmes, so as to enable them to sustain their active participation during deliberations. During the FYE 2024, all members of the ARMC have undertaken continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules. Details of their training are as set out in the Corporate Governance Overview Statement of the Annual Report 2024 of the Company. In addition, during the ARMC meetings, the members were also briefed by the External Auditors on the following: (a) Financial Reporting development; (b) Adoption of Malaysian Financial Reporting Standards; and (c) Other changes in the regulatory environment.
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.1
The board should establish an effective risk management and internal control framework.

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledges its responsibility for maintaining a sound system of internal control to safeguard shareholders' investments and the Company's assets. The system of internal control covers not only financial controls but operational and compliance controls and risk management. The Board has delegated the responsibility of reviewing the adequacy and effectiveness of the risk management and internal control systems to the ARMC. Details of the Group's risk management and internal control framework are set out in the Statement on Risk Management and Internal Control of the Annual Report 2024 of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.2
The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledges its responsibility for reviewing the adequacy and integrity of the Group's risk management and internal control systems; identifying the principal risks in the Group; and establishing an appropriate control environment and framework to manage risks. Key elements of the Group's risk management and internal control systems have been established to facilitate the proper conduct of the Group's businesses. The Board is committed to maintain a strong control structure to facilitate the achievement of the Group's business objectives. Internal controls have been designed to provide reasonable assurance that the likelihood of significant adverse impact on business objectives arising from an event is at an acceptable level to the Group. It is also designed to manage and control risks appropriately, rather than eliminate the risk of failure to achieve business objectives. Due to the inherent limitations in all control systems, these control systems can only provide reasonable and not absolute assurance. The full features of the risk management and internal control framework are set out in the Statement on Risk Management and Internal Control of the Annual Report 2024 of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.3 - Step Up
The board establishes a Risk Management Committee, which comprises a majority of independent directors, to oversee the company's risk management framework and policies.

Application	:	Adopted
Explanation on adoption of the practice	:	The ARMC comprises all Independent Non-Executive Directors and its scopes and functions are set out in the TOR which is available on the Company's website at www.sunview.com.my.

Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.1

The Audit Committee should ensure that the internal audit function is effective and able to function independently.

Application	:	Applied
Explanation on application of the practice	:	The internal audit function is outsourced to an independent professional consulting firm to carry out internal audit services for the Group. The Internal Auditor are precluded from providing any services that may impair their independence or conflict with their role as Internal Auditors. The ARMC obtained assurance from the Internal Auditors confirming that they are, and have been, independent throughout the conduct of the internal audit engagement in accordance with the terms of all relevant professional and regulatory requirements. The ARMC shall carry out an annual performance assessment of the Internal Auditors. The annual evaluation form provides a checklist for the ARMC to carry out a formal review of the independence, effectiveness and efficiency of the Internal Auditor of the Company, among others, the following were some of the criteria reviewed by the ARMC:- (a) Calibre of the internal audit firm; (b) Quality of the internal audit engagement team; (c) Quality of communication and interaction with the internal auditors; (d) Internal audit scope and quality processes; (e) Audit Governance and independence; and (f) Internal audit fee. The internal audit functions and activities carried out during the FYE 2024 are as disclosed in the ARMC Report of the Annual Report 2024 of the Company.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

Intended Outcome
Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.2
The board should disclose–

- whether internal audit personnel are free from any relationships or conflicts of interest, which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

Application	:	Applied
Explanation on application of the practice	:	During the FYE 2024, the internal audit function was outsourced to Talent League Sdn. Bhd. ("Talent League") which is independent of the operations and activities of the Group. The engagement team from Talent League is free from any relationship or conflict of interest, which could impair their objectivity and independence. Talent League deploys a team of three (3) to four (4) internal auditors per visit for each internal audit review, led by Mr. Roy Thean. He is a member of the Malaysian Institute of Accountants, Malaysian Institute of Certified Public Accountants and Institute of Internal Auditors Malaysia. He has more than 20 years of experience working for local and international professional services firms, where he has served a diverse range of clients. He has helped public listed companies, multinational enterprises, and large national companies with a wide range of professional services. His specialty lies in corporate finance and advisory work, particularly in transaction support services such as business valuations, financial due diligence, business plan and financial model preparation, internal control and business risk review, corporate governance, risk management, merger and acquisition services, and internal and external auditing. To ensure that the audit staff are professionally guided and trained to perform their duties during the internal audit review, the Group's internal audit function adheres to the International Professional Practices Framework issued by the Institute of Internal Auditors. Talent League also adopts a risk-based approach when preparing its audit strategy and plans, analysing the risk profiles of each business unit within the Group and tailoring its approach accordingly. Further details of the internal audit activities are disclosed in the ARMC Report and Statement on Risk Management and Internal Control of the Annual Report 2024 of the Company.

Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.1

The board ensures there is effective, transparent and regular communication with its stakeholders.

Application	:	Applied
Explanation on application of the practice	:	The Board values the importance of the dissemination of information on major developments of the Group to the shareholders, potential investors and the general public in a timely and equitable manner and hence, a Corporate Disclosure Policy has been adopted. The quarterly results, announcements, annual report and circulars serve as primary means of dissemination of information so that the shareholders are constantly kept abreast of the Group's progress and development. The Company's corporate website at www.sunview.com.my serves as one of the most convenient ways for shareholders and members of the public to gain access to corporate information, news and events relating to the Group. The Company's AGM remains a principal forum used by the Group for communication with its shareholders. At the AGM, shareholders will be accorded time and opportunity to raise questions on the proposed resolutions and matters relating to the performance, developments within and the future direction of the Group. The Board will also ensure that each item of special business that is included in the notice of meeting is accompanied by a full written explanation of that resolution and its effects to facilitate its understanding and evaluation.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.2
Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

Application	:	Not applicable – Not a Large Company	
Explanation on application of the practice	:		
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.1
Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

Application	:	Applied	
Explanation on application of the practice	:	The notice for convening the 2nd AGM of the Company held on 26 September 2023 was issued to shareholders on 31 July 2023, which is more than 28 days prior to the date of the 2nd AGM. The Notice of the 2nd AGM has outlined the resolutions to be tabled during the meeting and is accompanied by explanatory notes and background information where applicable to enable shareholders to make informed decisions in exercising their voting rights. In order to achieve the widest possible dissemination, the Notice of 2nd AGM is placed both in a nationally circulated newspaper and on the Company's website. It is believed that the shareholders are accorded sufficient time to consider the resolutions that will be discussed and decided upon at the AGM. The Notice of the forthcoming 3rd AGM of the Company will be issued to the shareholders at least 28 days before the date of the 3rd AGM, which gives shareholders sufficient time to prepare themselves to attend the 3rd AGM or to appoint a proxy to attend and vote on their behalf.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.2
All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

Application	:	Applied	
Explanation on application of the practice	:	At the 2nd AGM of the Company held on 26 September 2023, all the Directors were presented through the AGM. The GED/GCEO of the Company presented the Group's financial performance and prospects for the financial year ended 31 March 2023 with Question and Answer sessions to allow the shareholders and proxies (collectively, "Shareholders") to raise their enquiries through the virtual AGM platform and have a better understanding of the affairs of the Group. During the AGM, the Chairman also invited the Shareholders present to raise any questions pertaining to the Company's financial statements and other items for adoption at the meeting. All Directors present at the AGM had responded to the Shareholders' enquiries. The Key Senior Management of the Company and External Auditors also attended the AGM and prepared to answer Shareholders' enquiries, where relevant.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.3
Listed companies should leverage technology to facilitate–

- voting including voting in absentia; and
- remote shareholders' participation at general meetings.

Listed companies should also take the necessary steps to ensure good cyber hygiene practices are in place including data privacy and security to prevent cyber threats.

Application	:	Applied
Explanation on application of the practice	:	The 2nd AGM on 26 September 2023 was held on a fully virtual basis and entirely via remote participation and voting. Shareholders are able to attend, speak (including posting questions to the Company/Board) and vote remotely at the forthcoming 3rd AGM without being physically present at the meeting venue. Shareholders may also appoint proxies to participate on his/her behalf by submitting the duly executed proxy form to the Company's share registrar in hard copy or by electronic means. For shareholders who are unable to attend the meetings remotely, they may exercise their voting rights by appointing the Chairman of the meeting as his/her proxy with a pre-determined proxy form. Shareholders will be allowed to cast their vote via an online platform at the time of the meeting until the time when the Chairman of the meeting announces the completion of the voting session. Boardroom Share Registrar Sdn. Bhd. has comprehensive information technology, information security, and personal data protection policies in place to safeguard data privacy and to prevent cyberattacks. Boardroom leverages on the use of remote participant and electronic voting ("RPV") system for the meetings with shareholders. Established IT measures, controls and testings are in place to ensure the integrity of the RVP system is not compromised. The RPV system provider is ISO/IEC 27001:2013 certified ensuring a high level of security and data protection. The forthcoming 3rd AGM will also be held on fully virtual and entirely via remote participation and voting.
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.4
The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company's financial and non-financial performance as well as the company's long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.			
Application	:	Applied	
Explanation on application of the practice	:	The Chairman ensures that the general meetings cater an important opportunity for effective communication with, and constructive feedback from the shareholders. The Company will facilitate and encourage shareholders' participation at its forthcoming 3rd AGM. The meeting will provide an update for shareholders on their performance and offer an opportunity for shareholders to ask questions and vote. The Chairman and/or the Executive Directors will read out and answer the relevant questions received from the shareholders. All the Directors, Key Senior Management and External Auditors also attended the 2nd AGM to respond to questions posted by shareholders.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.5
The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.		
Application	:	Applied
Explanation on application of the practice	:	The Board has engaged the Company's Share Registrar, Boardroom for Registration and Electronic Poling Services for the 3rd AGM to be held on 26 September 2024. The detailed procedures to participate in the meeting remotely were provided to the shareholders in the Administrative Notes of the 2nd AGM sent through email and by ordinary post and the same was also published on the Company's corporate website. Boardroom has in place a meeting platform that allows shareholders to participate online, using a smartphone, tablet or computer as well as view a live webcast of the meeting. Real time submission of typed texts is also available to encourage interactive participation from the shareholders.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.6
Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The minutes of the 2nd AGM were not circulated to the shareholders, however, the Summary of Key Matters Discussed at the 2nd AGM was published on the Company's website at www.sunview.com.my.	
		Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
Timeframe	:	Choose an item.	

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PERSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA

Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

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