

CORPORATE GOVERNANCE REPORT

STOCK CODE : 0215
COMPANY NAME : SOLARVEST HOLDINGS BERHAD
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 PURSUANT 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	<p>The Board of Directors ("Board") of Solarvest Holdings Berhad ("Solarvest" or "the Company") collectively assumes responsibility for overseeing the Group's strategic planning, corporate governance, risk management, leadership and succession planning, financial control and reporting, sustainability and social responsibility and operational management. This is done to ensure the proper conduct of the Company's business and to achieve its objectives and long-term goals. The Board of the Company is committed to practicing these principles throughout the Company, as they are essential to fulfilling its responsibilities of protecting and enhancing shareholders' value and improving the performance of the Company.</p> <p>In line with Solarvest's Five-Year Strategic Roadmap introduced in 2022, the Group is accelerating its transformation from being solely focused on solar energy to becoming a specialist in clean energy. Below are the revised vision, mission, and corporate values of the Group:</p> <p>Our Vision: Energising a Regenerative World</p> <p>Our Mission: We uplift the quality of life and enable meaningful transitions to net-zero by making clean energy more reliable, accessible and affordable for all. To boldly grow the good of Planet, People and Progress.</p> <p>Our Corporate Values: P – Passion to Excel A – Accountable as Professionals C – Collaborate to Win E – Enterprising Spirit Defines Us</p>

These updated vision, mission and corporate values highlight the Group's commitment and responsibility to its shareholders and other stakeholders.

As the highest governing body of Solarvest, the Board has a fiduciary duty to advocate for the interests of our shareholders and other stakeholders. Accordingly, the Board is primarily responsible for overseeing various aspects of the Group's operations, including the proper conduct of business, business and financial performance, risk management, internal controls, corporate governance, succession planning, investor relations, shareholders' engagement, and regulatory compliance matters.

The Board has diligently fulfilled its function and responsibilities in the following areas: -

- Delegation of Power

The Board has established five (5) Board Committees, namely Management Executive Committee ("**MEC**"), Audit Committee ("**AC**"), Nominating Committee ("**NC**"), Remuneration Committee ("**RC**"), and Sustainability and Risk Management Committee ("**SRMC**"). These Committees have been delegated specific responsibilities and authority to assist the Board in effectively carrying out its duties. Each committee operates under approved terms of reference, which outline their respective duties, responsibilities, composition, authority, rights, and meeting procedures. These terms of reference ensure appropriate checks and balances in key areas.

- Strategic Plan of the Group

The Board collectively monitors the Group's corporate, operational, and financial development. The Executive Director cum Group Chief Executive Officer ("**Group CEO**"), regularly updates the AC and the Board on the Group's existing business operations, plans and industry position. The Board engages in discussions and provides advice to the Management on the formulation of the Company's short-term and long-term business strategies, including the efficient allocation of resources to achieve objectives. They ensure alignment between the Group's strategic plan and its overall goals, thereby fostering sustainable business growth.

- Sound Corporate Governance with Adequate Risk Management and Internal Controls

While the Board holds overall responsibility for the Group's risk management and internal controls, the AC and SRMC support the Board in overseeing the Group's internal controls and risk management. Through the Enterprise Risk Management ("**ERM**") reports and updates from the Group CEO, the Board identifies and understands the risks associated with the Group's businesses. They periodically engage with the Management to ensure that business decisions align with the pre-determined risk appetite and that risks are adequately managed or mitigated. The Board regularly assesses its own

and the Board Committee's effectiveness, the Company's financial position, the Group's operational and regulatory compliance, thereby sound corporate governance.

- Oversight over Daily Management and Operation of the Group
The Managing Director (“**MD**”) and Executive Directors (“**EDs**”), with assistance from the Group CEO, oversee and manage the daily operations of the Group. They monitor business performance, operational effectiveness, sustainability management, implementation of Company's policies and strategies, and resources allocation, among other functions, to advance the Group towards its strategic goals and objectives. The AC and the Board monitor management performance through briefings provided by the Group CEO, supplemented by their own assessment based on key factors such as Management's recommendations on acquisitions, financial performance, and the latest business developments.
- Investors Relations Program
To maintain strong relationship with shareholders and stakeholders, the Board ensures regular communication through timely releases of the Company's information. An investor relations function has been established on the Company's website at <https://solarvest.com/investor-relations/overview/>. for stakeholders to access the latest information.
- Succession Planning
The NC ensures the Group's long-term business continuity through appropriate appointment, training, and performance assessment of the Board, Board Committees, and senior management of the Group (“**Senior Management**”). The Board periodically assess and receives feedbacks from the Executive Directors and Group CEO on the performance of key senior management personnel to ensure seamless leadership transitions in key positions. Additionally, the RC is responsible for recommending competitive and motivating remuneration packages for Directors and Senior Management, ensuring the Group can attract and retain top talent.
- Sustainability Governance
As the highest decision-making body, the Board bears ultimate responsibility for the Group's sustainability management. The Board oversees the Group's sustainability efforts and provides appropriate guidance. To support this responsibility, the Board is assisted by five (5) Board Committees that oversee risk management and internal controls, and the Group's performance to achieve the long-term strategy plan. The Board has adopted a comprehensive approach to sustainability development, with a balance focus on Planet, People and Economic Progress, as outlined in Sustainability Statement in the Company's Annual Report 2024.

	<ul style="list-style-type: none"> • <u>Directors' Training</u> The NC assists the Board in assessing the training needs of the Company's Directors. It ensures that all the Board members participate in the prescribed training programmes and other relevant training initiatives to enhance their effectiveness in discharging their duties. <p>The Company's Board Charter, which serves as a guidance for the Board is available on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The Independent Non-Executive Chairman, Dato' Che Halin Bin Mohd Hashim, chairs the Board. He leads the Board during the period under review and is responsible for providing leadership to the Board, instilling good corporate governance practices, and ensuring the Board's overall effectiveness.</p> <p>The key responsibilities of the chairman of the Board include: -</p> <ol style="list-style-type: none">i. Providing leadership for the Board in its oversight of the management;ii. Establishing agenda for Board meetings in consultation with the MD/Group CEO/ED/Company Secretaries and ensuring that complete, timely, relevant, and accurate information is disseminated prior to the Board meeting. This enables the Directors to have sufficient time to review the information and consider the issues to be deliberated at the Board meeting to facilitate their decision-making process;iii. Presiding over Board and general meetings and ensuring that efficient organisation and conduct of the meetings;iv. Leading Board meetings and discussions. Encouraging active participation and allowing dissenting views to be freely expressed.v. Ensuring appropriate steps are taken to provide effective communication with stakeholders and their views are communicated to the Board as a whole; andvi. Leading the Board in establishing and monitoring good corporate governance practices and procedures in the Company. <p>Detailed roles and responsibilities of the Board Chairman have been specified in the Board Charter on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>
Explanation for departure	:	

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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	:	<p>In Solarvest, we have different individuals sitting on the positions of the Chairman and Group CEO, of which the Board Chairman is Dato' Che Halin Bin Mohd Hashim and the Group CEO is Mr. Chong Chun Shiong.</p> <p>The roles of the Chairman and Group CEO are distinct and separate, with clearly defined responsibilities aimed at maintaining a balance of power and authority. The Independent Non-Executive Chairman's role is to champion good corporate governance practices within the Board and ensure the overall effectiveness of the Board. On the other hand, our Group CEO is entrusted with authority to oversee the daily operations of the Group and ensure the implementation of Board policies, decisions, and corporate strategies throughout the Group. The Group CEO actively reports, clarifies, and communicates relevant matters to the Board.</p> <p>Clear distinct of roles and responsibilities between the Chairman and Group CEO is outlined in the Board Charter, which is published on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>
Explanation for departure	:	
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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

<i>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'.</i>	
Application	: Applied
Explanation on application of the practice	: Our Independent Non-Executive Chairman, Dato' Che Halin Bin Mohd Hashim is not a member of the AC, NC, RC and SRMC. He does not participate in the meetings of AC, NC, RC and SRMC during the financial year. This exclusion of the Chairman of the Board from the AC, NC, RC and SRMC and their respective meetings, aligns with Practice 1.4 of the Malaysian Code on Corporate Governance (" MCCG ").
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
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	<p>During the financial year ended 31 March 2024 (“FYE 2024”), the Board was supported by two (2) competent and highly qualified Company Secretaries, namely Ms. Teo Soon Mei (“Ms. Teo”) and Ms. Tee Wan Ting (“Ms. Tee”).</p> <p>Both Ms. Teo (MAICSA 7018590 and SSM Practicing Certificate No. 201908000235) and Ms. Tee (MAICSA 7077906 and SSM Practicing Certificate No. 202208000388), have fulfilled all necessary credentials and qualifications under Section 235(2) of the Companies Act 2016 (“CA 2016”). They are registered with the Companies Commission of Malaysia under Section 241 of the CA 2016 and have been issued practicing certificates by the Registrar of Companies. Both Company Secretaries possess extensive knowledge and experience gained from their previous roles in public practices.</p> <p>Throughout FYE 2024, the Company Secretaries effectively fulfilled their roles and duties, which included: -</p> <ul style="list-style-type: none">i. Maintaining proper records, registers, and documents related to the Group’s statutory requirements, ensuring compliance with good corporate governance practices, and facilitating the Board in discharging their fiduciary responsibilities;ii. Coordinating logistics for all Board and Board Committees’ meetings, attending these meetings, recording minutes, and facilitating effective communication among Board members;iii. Providing timely advice to the Board on their roles, responsibilities, and corporate disclosures, as well as on procedural and regulatory requirements, ensuring compliance with the same;iv. Communicating with regulatory bodies and fulfilling necessary filings;v. Assisting in the orientation of new Directors and providing support for Directors’ training and development;vi. Managing processes related to the general meetings;

	<p>vii. Monitoring corporate governance compliances and developments, and assisting the Board in implementing suitable governance practices to meet its needs and stakeholders' expectations;</p> <p>viii. Advising and reminding the Directors to declare any interests, including potential conflicts of interest; and</p> <p>ix. Facilitating effective communication with stakeholders.</p> <p>For the FYE 2024, the Board is satisfied with the performance and support rendered by the Company Secretaries in discharging their duties.</p> <p>The Company Secretaries continuously update themselves with the latest regulatory and corporate governance developments through ongoing training and industry updates. They have actively participated in various relevant continuous professional development programs throughout FYE 2024.</p>
<p>Explanation for departure</p>	<p>:</p>
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure</p>	<p>:</p>
<p>Timeframe</p>	<p>:</p>

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	:	<p>To ensure an effective conduct of meeting, all Board and Board Committee meetings are scheduled well in advance. This allows Directors to reserve the necessary dates and make the required arrangements to attend these meetings. Notices, along with meeting agenda, minutes of previous meetings, and other supporting papers, are circulated to all Board members at least five (5) business days before the scheduled meetings. This timeframe ensures that Directors have sufficient time to review the materials, seek additional information or clarifications if needed, and come prepared for productive discussions.</p> <p>During FYE 2024, a total of five (5) Board meetings were held to discuss a wide range of matters. These included the Group's quarterly financial results, the audited financial statements, the internal audit report, the development of a five-year corporate strategy roadmap, reports from the Chairman of Sustainability and Risk Management Committee, half-yearly sustainability activities reports, sustainability blueprint, revisions to the terms of reference of the AC, proposed new investments, annual gap analysis against MCCG best practices, performance evaluations of the Board and its Board Committees and other strategic matters. Additionally, the Board extensively reviewed the Group's operations, performance, and potential impacts on the business. During these meetings, Directors and senior management also disclosed any relevant interests or relationship that could potentially create conflicts of interest. In some instances, relevant senior management members and advisors were invited to the meetings to provide their insights and clarify any issues raised by the Directors.</p> <p>Upon the conclusion of each meeting, all matters deliberated, including discussions, decisions, and conclusions, are meticulously recorded in the minutes. These minutes are then circulated to all Board members in a timely manner, ensuring that the information exchanged during the meetings is accurately documented and readily available for reference.</p> <p>By adhering to these robust practices, the Board promotes transparency, accountability, and effective decision-making within the Board.</p>

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>To facilitate the effective discharge of duties, the Board has implemented a comprehensive Board Charter. This Charter serves as a reference document, providing Directors with clarity regarding their roles and responsibilities within the Board. It serves as both a policy document, ensuring statutory compliance and meeting other responsibilities, and as a reminder to the Board of the legal framework in which it operates.</p> <p>The Board Charter outlines the roles and responsibilities of the Board, Board Committees, Chairman of the Board, individual Directors, Group CEO, the Senior Management, and the issues that require Board approval. It offers clear guidance on the Board's expectations and covers topics such as commitment, the appointment process, the Board composition, diversity policy, Code of Conduct and Ethics ("Code"), and Directors' training requirements.</p> <p>Regular reviews of the Board Charter are conducted as needed to ensure its relevance to the Group's policies and procedures, the Board's overall responsibilities, and current legislation and regulations and duties of the AC, NC, RC, and SRMC, providing clarity on their roles within their defined terms of reference. The Board Charter is published on the Company's website, promoting transparency and accessibility to the public. It can be found at this link: https://solarvest.com/investor-relations/corporate-governance/.</p> <p>The terms of reference for all Board Committees are also available on the Company's website at https://solarvest.com/investor-relations/corporate-governance/. These terms of reference provide further insight into the responsibilities and operations of each Board Committee.</p>

	<p>By incorporating these guiding principles, the Board Charter enables Directors and Management to effectively fulfil their respective duties within clear parameters. It is important to note that while certain responsibilities may be delegated, the Board retains ultimate accountability for overseeing and advising the Board Committees collectively.</p>	
<p>Explanation for departure</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>		
<p>Timeframe</p>		

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	<p>The Group has implemented the Code that applies to all levels within the Group, aiming to instil a strong culture of ethical behaviour and business conduct.</p> <p>The Code sets out the fundamental principles and standards for employees of the Group, including Directors, to adhere to in the performance of their duties and when representing the Group. It emphasises professionalism, trustworthiness, and the highest standards of integrity expected from all employees. Key areas covered by the Code include: -</p> <p>(A) Business conduct</p> <ul style="list-style-type: none">(i) Dealing with External Parties;(ii) Money Laundering;(iii) Bribery and corruption; and(iv) Gifts, Entertainment and Others. <p>(B) Employee conduct</p> <ul style="list-style-type: none">(i) Discrimination and Harassment;(ii) Fraud, Protection of the Group's Assets, Accounting;(iii) Outside Directorship and Other Outside Activities;(iv) Conflict of Interest;(v) Confidentiality;(vi) Insider Trading; and(vii) Families and Relative of Employee. <p>The Code is designed to promote and uphold the utmost integrity in corporate governance compliance. It addresses various aspects such as managing conflicts of interest, preventing bribery and corruption, combating insider trading, and adhering to anti-money laundering practices. Periodic reviews are conducted to ensure that the Code remains current, relevant, and appropriate in addressing evolving challenges and expectations.</p>

	<p>In line with the provisions of Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (“MACC”), the Company has also established an Anti-Bribery and Corruption (“ABC”) Policy. This policy serves as a framework to cultivate a business environment that is free from bribery and corruption, aligned with the Group’s zero-tolerance stance against such practices. All contractors, sub-contractors, consultants, agents, representatives, consortium partners, interns, joint-venture partners engaged by the Group are required to comply with the ABC Policy when performing work or services. The ABC Policy mandates that all employees comply with applicable anti-bribery and corruption laws in Malaysia, fostering fair and transparent business dealing guided by the highest ethical standards.</p> <p>Both the Code and ABC Policy are made available on the Company’s website at https://solarvest.com/investor-relations/corporate-governance/ for easy reference.</p> <p>These policies underscore our commitment to sound corporate governance, ethical conduct, and responsible business practices.</p>
<p>Explanation for departure</p>	<p>:</p>
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<p>Measure</p>	<p>:</p>
<p>Timeframe</p>	<p>:</p>

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	:	<p>The Board has adopted a Whistleblowing (“WB”) Policy to provide employees and stakeholders with a platform to voice concerns and report any suspected or unknown instances of fraud, bribery, corruption, money laundering, conflict of interest, abuse of power and other improper conduct within the Group. The aim is to promptly effectively address these issues by taking appropriate actions.</p> <p>In the event of malpractice or misconduct, the whistleblower is required to immediately report the incident to their immediate superior. If this is not feasible or appropriate, the report should be made to the MD, EDs or AC Chairman. All reports received will be investigated by independent authorised personnel in an objective and impartial manner, with the intention of addressing the concerns raised in a legitimate manner.</p> <p>The WB Policy ensures protection for whistleblowers, encouraging them to come forward and report in good faith without fear of reprisal. Any form of harassment or retaliation against a genuine whistleblower is considered a serious violation of the Whistleblower Protection Act 2010. If proven, it may result in sever disciplinary action, including termination of employment or contract. The WB Policy creates an environment that upholds integrity and ethical behaviour within the Group. The Board must be informed of any reports that are deemed serious or have significant consequences.</p> <p>The WB Policy will be regularly reviewed by the Board to ensure its relevance and appropriateness. It is accessible to all on the Company’s website at https://solarvest.com/investor-relations/corporate-governance/.</p> <p>During FYE 2024, the Company has not received any reports from whistleblowers.</p>
Explanation for departure	:	

<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>Solarvest, a company operating in the clean energy industry, is committed to supporting sustainability. The Board holds the highest authority over the Group's sustainability strategy and governance, with responsibility for reviewing and approving all sustainability-related policies and initiatives. To guide long-term value creation, the Board has established a sustainability blueprint that outlines strategies, priorities, and targets across three key aspects namely, Planet, People and Progress ("3 Pillars"). Assisting the Board in overseeing the key sustainability matters, the Sustainability and Risk Management Committee ("SRMC") reviews and highlights sustainability performance, progress, and challenges to the Board, in addition to its responsibility for identifying and assessing risks facing the business.</p> <p>As part of its efforts, the Board has identified material sustainability matters most relevant to the Group and its stakeholders while aligning with the Global Reporting Initiative ("GRI"), Sustainability Accounting Standards Board ("SASB") and United Nations Sustainable Development Goals ("UNSDGs").</p> <p>For FYE 2024, the Board identified nine (9) relevant Sustainability Development Goals to form the basis of our sustainability strategies, which will be implemented throughout our business operations. Each material matter has been assigned an individual target to keep track the Group's progress toward achieving our overarching sustainability goal.</p>

	<p>On 25 February 2023, the Board adopted Solarvest Sustainability Framework Blueprint. The Group CEO leads the implementation of approved sustainability strategies and manages sustainability matters within the Group’s business operations. The Group CEO sets implementation plans and targets for identified sustainability matters, and reporting to the SRMC. The Sustainability Working Group (“SWG”) which reports to the Group CEO comprises various heads of department, who are tasked to execute the sustainability initiatives within their purview. The SWG serves as a forum for gathering input from each department or function. The Group CEO, representing the Management reports to SRMC for overall operational management of sustainability matters, overseeing the materiality assessment process, ensuring robust processes are in place, such as stakeholder engagement and identifying material sustainability matters.</p> <p>Twice a year, the Group CEO will report to the SRMC on the overall sustainability risks, opportunities, and the status of the sustainability strategy implementation. If necessary, the Group CEO may recommend revisions to the sustainability strategy.</p> <p>The SRMC, delegated by the Board, periodically reviews, and approves the sustainability strategy to ensure that it aligns with the overall business strategy. Ultimately, the Board is accountable for integrating sustainability into the Group’s strategic direction and operations.</p>	
<p>Explanation for departure</p>	<p>:</p>	
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<p>Timeframe</p>	<p>:</p>	

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	<p>The Group CEO leads the management team responsible for reviewing the Group's business operations and strengthening the organisation's sustainability framework.</p> <p>The Board has adopted a sustainability blueprint that aims to shift from a compliance orientated approach to Main Market Bursa Malaysia Securities Berhad ("Bursa Securities") Listing Requirements ("MMLR"). The blueprint aligns the Company's vision and mission with sustainability strategies integrated into its Brand Pillar.</p> <p>To identify and prioritise significant environmental, social and governance ("ESG") issues that may impact the business and stakeholders, the Group conducts a materiality assessment. The Company's sustainability blueprint includes a reporting mechanism and timeline for each material matter identified for sustainability reporting. Out of the 23 sustainability matters initially identified, the management has narrowed it down to 20 material matters that will be included within in the near-term sustainability blueprint, including common matters mandated by Bursa Securities. The Group's sustainability strategies are outlined in the Sustainability Statement.</p> <p>Stakeholders' engagement is a critical aspect of the Company's sustainability commitments. Regular engagement with stakeholders is essential to understand their concerns and address any material matter relevant to the Group and stakeholders' interests. As such, the Group continually enhances its engagement approach through various communication channels to effectively communicate with stakeholders. This enables the Group to identify and align key priorities and concerns with its business practices and strategies in addressing material sustainability matters. Stakeholders feedback is vital for continuous improvement in sustainability measurement and reporting standards. Through stakeholders' engagement, the Board gains a better understanding of the needs and expectations of various stakeholders to establish sustainability targets and priorities.</p>

	The Sustainability Statement in the Company's Annual Report provides an overview of the assessment of material sustainability matters, the formulation of sustainability strategies and targets, the approach to stakeholder's engagement and the Group's sustainability performance for the FYE 2024.	
Explanation for departure	:	
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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	<p>In order to stay informed with the latest sustainability trend and issues, the Board has attended several training programmes as recommended by the NC. In FYE 2024, the Directors and the Management had attended several training programs to gather more insights on the sustainability issues, listed as follows: -</p> <ul style="list-style-type: none"> • Bursa PLCT #digital4ESG Forum: Exploring the Intersection of Digitalisation and ESG • MSIA SEMICON SEA 2023 Power Talk Sessions: Environmental, Social & Governance (ESG) Power Talk • SNEC 16th (2023) International Photovoltaic Power Generation and Smart Energy Conference & Exhibition • Securities Industry Development Corporation (SIDC) - Sustainability Virtual Conference - Session: Energy Security - Ensuring Socio-Economic Sustainability • Huawei Fusion Solar Global Leadership Summit 2023 - Smart PV for Greener Future • Sustainability & ESG Conference 2023 - Session 3: Solution Towards Low Carbon Emissions / Carbon Neutral • Launch of the National Energy Transition Roadmap Part 1: Flagship Catalyst Projects and Initiatives Energising the Nation, Powering Our Future • Introduction to ESG • SAREF 3.0 - Plenary Session 1: ASEAN Renewable Energy Development - Accelerating the Energy Transition • Sustainability & Renewable Energy Forum SAREF 3.0 • Huawei Malaysia ICT Summit 2023- Digital Malaysia, Green Growth • Huawei Malaysia Green Energy Summit 2023-Building a Better and Greener Future • International Greentech and Eco Products Exhibition and Conference Malaysia (IGEM) 2023 • CGS-CIMB ESG & Sustainability Conference “Malaysia, ASEAN’s Renewable Battery” • ESG Matters@ACCA: Integrating Sustainability into Financial Planning and Decision-Making • ESG reporting and Enhanced COI disclosure

	<ul style="list-style-type: none"> • Photovoltaic & Storage Conference & Expo: Case Study "ASEAN Photovoltaic Market Forecast and Future Prospects" • ESG Insights, Recap '23 Plan '24 For Sustainable Success! • Eco Asia ESG: The Impact of ESG Trend to Renewable Energy Industry • ESG Matters@ACCA Webinar - Double Materiality Assessment for Sustainability Reporting: Challenges of Regulatory Evolutions <p>The Board, along with the NC will continue to identify and update the Board and Management on various international standards and best practices related to sustainability risks and opportunities. The NC will recommend more suitable sustainability-related training programmes for the Board and Management.</p>
Explanation for departure :	
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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	:	<p>In order to enhance the Board’s accountability in sustainability management, NC has included governance of sustainability as an additional criterion for evaluating the Board’s performance in FYE 2024.</p> <p>This includes incorporating a sustainability-related questionnaire in the annual peer and self-assessment form. The criteria encompass various aspects of sustainability management, such as the Board and Senior Management’s performance in overseeing and supporting the implementation of sustainability strategies, the development of sustainability programmes, monitoring progress towards SDGs and knowledge regarding the sustainability risks and opportunities faced the Group.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	The Board currently does not designate a specific individual to solely focus on managing the sustainability strategy. However, to enhance the Group's sustainability management, the Board has bestowed the responsibility of overseeing sustainability matters to the SRMC. This delegation of authority reflects the Board's commitment to promoting sustainability practices throughout the Group.

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	:	<p>The Board Charter outlines the roles of the NC in the developing and implementing policies for nominating and appointing Directors to ensure long-term sustainability in accordance with the NC's term of reference.</p> <p>The NC is responsible for overseeing the composition of the Board, ensuring that it consists of individuals with the necessary skills, knowledge, experience, independence to effectively achieve the Company's objectives and strategic goals.</p> <p>On 25 May 2023, the NC received and reviewed the performance evaluation of the Board. It is pleased to report that the current mix and composition of the Board are deemed suitable for driving business growth while safeguarding the interests of shareholders and other stakeholders.</p> <p>After evaluating the tenure of each Director, the NC has recommended the re-election of the following Directors, who are due for retirement and eligible at the forthcoming Seventh ("7th AGM") of the Company pursuant to the Constitution of the Company: -</p> <table border="1"><thead><tr><th>No</th><th>Name</th><th>Provision of the Constitution</th></tr></thead><tbody><tr><td>i.</td><td>Dato' Che Halin Bin Mohd Hashim</td><td>85.1</td></tr><tr><td>ii.</td><td>Mr. Lim Chin Siu</td><td>85.1</td></tr><tr><td>iii.</td><td>Puan Azian binti Mohd Yusof</td><td>85.1</td></tr><tr><td>iv.</td><td>Mr. Liew Chee Ing</td><td>92</td></tr><tr><td>v.</td><td>Puan Rashidah Binti Othman</td><td>92</td></tr></tbody></table> <p>In addition, during FYE 2024, the Board adopted the Directors' Fit and Proper Policy. This policy provides guidance to the NC in assessing the suitability of Directors for appointment or re-election. The Directors' Fit and Proper Policy can be assessed on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>	No	Name	Provision of the Constitution	i.	Dato' Che Halin Bin Mohd Hashim	85.1	ii.	Mr. Lim Chin Siu	85.1	iii.	Puan Azian binti Mohd Yusof	85.1	iv.	Mr. Liew Chee Ing	92	v.	Puan Rashidah Binti Othman	92
No	Name	Provision of the Constitution																		
i.	Dato' Che Halin Bin Mohd Hashim	85.1																		
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iii.	Puan Azian binti Mohd Yusof	85.1																		
iv.	Mr. Liew Chee Ing	92																		
v.	Puan Rashidah Binti Othman	92																		

	The NC remains committed to upholding best practices in corporate governance and will continue to ensure that the selection and retention of Directors align with the Company's long-term sustainability goals.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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.

Application	:	Applied	
Explanation on application of the practice	:	<p>For FYE 2024, the Board comprises ten (10) members, including an Independent Non-Executive Chairman, four (4) Independent Non-Executive Directors (“INEDs”), four (4) EDs and one (1) Non-Independent Non-Executive Director.</p> <p>The present Board composition complies with Paragraph 15.02 of the MMLR and Practice 5.2 of MCCG as half of the Board is made up of Independent Directors.</p> <p>The INEDs, along with the Independent Non-Executive Chairman contributed positively to the Company’s strategy and policies through their independent, constructive, and informed judgement.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>During the FYE 2024, none of Independent Directors of the Company have exceeded a cumulative term of nine (9) years.</p> <p>As per the NC's term of reference, an Independent Director can transition to a Non-Independent Director role after serving on the Board for nine (9) years. However, if the Board intends to retain an Independent Director beyond this period, they must provide justification and seek annual approval from shareholders through a two-tier voting process, as recommended by the MCCG.</p> <p>In accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR"), the tenure of independent director can be up to 12 years. If an Independent Director has served as an Independent Non-Executive Director of the Company or any of its subsidiaries for more than twelve (12) years, they may continue to serve on the Board as non-independent director.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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.

<i>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.</i>	
Application	: Not Adopted
Explanation on adoption of the practice	: The Company has not adopted a policy which limits the tenure of its independent directors to nine years without further extension. According to the TOR of NC, for Independent Director whose cumulative tenure has exceeded nine (9) years, it is required to review his/her independence and if deemed appropriate for continuance in the office, to provide justification to the Board for consideration and seek annual shareholders' approval through a two-tier voting process.

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	:	<p>The Board acknowledges the advantages of a diverse Board, which includes individuals with a variety of skills, knowledge, cultural backgrounds, gender, and experience. This approach provides a broader range of perspectives and expertise, leading to more comprehensive and well-informed deliberations, ultimately contributing to the sustainable growth of the Group.</p> <p>In FYE 2024, the Board implemented the Directors' Fit and Proper Policy to guide the NC in consideration of appointment and re-election of Directors. The appointment and promotion of Directors and Senior Management are based on fit and proper criteria set by the NC. Both the NC and the Board are committed to following the Group's selection and appointment procedures, conducting thorough evaluations of candidates with diverse backgrounds, and ensuring their possession of the necessary professional and technical knowledge to effectively represent the interests of shareholders, shape the Company's strategy, and drive its successful implementation when filling any vacancies.</p> <p>The Company adheres to a formal and transparent procedure for the appointment and re-election of Directors, with a focus on achieving board diversity. The NC takes the lead in the nomination process for new Board appointments, evaluating candidates based on specific criteria such as core competency, integrity, character, time commitment and individual experience. This approach ensures a well-balanced composition with the appropriate mix of professional knowledge, skills, experience, and diversity, including gender diversity. It also ensures an understanding of the Company's business, markets, industry, and expertise in areas such as accounting, finance, management, and legal matters.</p> <p>The criteria for identifying suitable candidates for directorship are outlined in the Board Charter, the NC's terms of reference, and Directors' Fit and Proper Policy. These documents are published on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>

	<p><u>Board Diversity 2024</u></p> <p>During the year, the Board conducted a review of its size and composition to determine whether it had sufficient diversity, including an independence component, to align with the Company's objectives and strategic goals. On 18 September 2023, the Board appointed Mr. Liew Chee Ing as the Executive Director of the Company and Puan Rashidah Binti Othman as an additional woman director, both of whom possess a combination of relevant skills, experience, and strengths.</p> <p>The Group's Key Senior Management consists of employees with qualifications, skills, and experience necessary to achieve the Group's goals and objectives. The performance of all Key Senior Management is assessed on a yearly basis.</p> <p>Further details on diversity of the Board and Key Senior Management in terms of age, gender, race/ethnicity, and nationality can be found in the Sustainability Statement of Solarvest's Annual Report 2024, which provides an analysis of the Group's workforce composition by gender, age, ethnicity, nationality, and employee structure.</p> <p>In addition, during FYE 2024, the NC conducted a review of the time commitment of all Directors. The NC is satisfied that all Directors have devoted sufficient time to serve the Board and fulfil at least 50% of Board meetings, as stipulated by MMLR.</p>	
<p>Explanation for departure</p>	<p>:</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>	<p>:</p>	
<p>Timeframe</p>	<p>:</p>	

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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	<p>During the financial year under review, the Board and the NC primarily relied on recommendations from the current Board members, Senior Management, or major shareholders for the appointment of Mr. Liew Chee Ing and Puan Rashidah Binti Othman to the Board as a Non-Independent Executive Director and Independent Non-Executive Director, respectively on 18 September 2023. Mr. Liew Chee Ing has been serving as the Group Chief Strategy Officer since 2021, and his appointment as a Non-Independent Executive Director was considered a promotion due to his outstanding performance and contributions. The appointment of Puan Rashidah Binti Othman as an Independent Non-Executive Director was based on recommendations from existing Board members to expedite the appointment process. However, the nominators did not participate the deliberation and voting for her appointment. Furthermore, the NC assessed the candidate's suitability based on the relevant criteria and skills matrices determined by NC.</p> <p>Moving forward, in accordance with the Procedure for Selection of Candidate for Directorship as outlined in the Board Charter, the Board is committed to using independent sources or other means to identify highly qualified candidates. The NC will then evaluate these candidates based on the defined criteria in the Board Charter, Fit and Proper Policy and its terms of reference.</p>
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	<p>Pursuant to the Company's Constitution, the following Directors ("Retiring Directors") who are due for retirement and being eligible, have offered themselves for re-election at the forthcoming 7th AGM: -</p> <ul style="list-style-type: none">i. Dato' Che Halin Bin Mohd Hashim pursuant to Clause 85.1;ii. Mr. Lim Chin Siu pursuant to Clause 85.1;iii. Puan Azian Binti Mohd Yusof pursuant to Clause 85.1;iv. Mr. Liew Chee Ing pursuant to Clause 92; andv. Puan Rashidah Binti Othman pursuant to Clause 92. <p>Such resolution is described in the Statement Accompanying Notice of AGM which is attached as part of the Annual Report. Shareholders are provided with the information of each Director including their age, gender, directorships in other companies, qualification, working experience and any conflict of interest as well as their shareholdings in the Company in the Annual Report.</p> <p>In addition, the Board has also established an annual performance evaluation process to assess the performance of each Director. Each Director conducts a peer assessment of the other Directors. The NC has considered the performance and contribution of the Retiring Directors from the Board Effectiveness Evaluation conducted following factors were taken into consideration: -</p> <ul style="list-style-type: none">(a) Fit and proper assessment(b) Contribution to interaction(c) Knowledge and calibre(d) Provision of quality of input to the Board(e) Understanding of role <p>The NC and Board also review the tenure of the Directors and the Board composition to ensure the Board has an appropriate mix of skills and experience for the requirements of the business. Taking into consideration the Directors' Self and Peer Assessment results which were satisfactory and upon recommendation by the NC, the</p>

	Board resolved to approve and support the re-election and re-appointment of the aforesaid Directors and submitted their recommendations to the shareholders for approval at the 7 th AGM.	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The NC is chaired by Ms. Fong Shin Ni, who is an INED. Information of Ms. Fong Shin Ni is disclosed the Profile section in the Annual Report.</p> <p>The Chairman of the NC is charged with the responsibilities to: -</p> <ul style="list-style-type: none">i. Lead the succession planning and appointment of Board members;ii. Lead the review of composition of the Board and Board Committees;iii. Lead the annual review of the effectiveness of the Board as a whole, Board Committees as well as each individual Director;iv. Lead the review and assessment of the independence of Independent Directors;v. Lead the review and recommendation for the re-election of retiring Directors; andvi. Lead the review of all Directors' attended training programme.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	Applied
Explanation on application of the practice	:	<p>Currently, there are three (3) women Directors on the Board, namely Ms. Fong Shin Ni, Puan Azian Binti Mohd Yusof and Puan Rashidah Binti Othman, representing a 33.3% of female Board representation.</p> <p>The Board values the benefits from gender diversity in an effort to contribute to the Group’s sustainability development. As per Paragraph 9 in the terms of reference of the NC, the Board is supportive in promoting gender diversity with the target of having at least 30% women directors in the Board composition.</p> <p>While the Board is mindful of the gender diversity in the Board, the Board also acknowledges that women’s participation should not be focused on Board positions alone but also be broadened to Senior Management position, as the same benefits apply.</p> <p>Please refer to the Sustainability Statement in the Company’s Annual Report 2024 for the annual analysis on the total workforce of the Group by gender, age, ethnicity, nationality, and employee structure. The Board would review the participation of women in Senior Management from time to time in line with the succession plan of Solarvest.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.10

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	:	<p>The Board has in place a Gender Diversity Policy to promote women’s participation in the Board and Senior Management in the Group. The Gender Diversity Policy is articulated in the Paragraph 9 in the terms of reference of the NC, including the target of achieving at least 30% women directors in the Board composition, which is accessible on the Company’s website at https://solarvest.com/investor-relations/corporate-governance/.</p> <p>Gender diversity is also advocated in Paragraph 4 of the Company’s Board Charter. Currently, three (3) out of nine (9) of the Board members are women directors, standing at 33.3% of female representation in the overall Board composition.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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.

<i>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.</i>	
Application	: Applied
Explanation on application of the practice	: On 30 May 2024, the Board, through NC, had conducted an annual assessment on the performance of the Board, Board Committees, and individual Directors for the FYE 2024. The annual assessment was undertaken by way of both self-assessment and peer-assessment questionnaires. The content of the annual assessment was customised and decided by the Board that involved a series of relevant assessment criteria, as follows: - (A) <u>Performance Evaluation of the Board and Board Committees</u> i. Board mix and composition; ii. Board's relationship with the management; iii. Quality of information and decision making; iv. Boardroom activities; v. Environmental, social and governance considerations; and vi. Board Committees evaluation. (B) <u>Performance Evaluation of Individual Director</u> i. Contribution to interaction; ii. Knowledge and function expertise; iii. Quality of input; and iv. Understanding of role. (C) <u>AC members' peer evaluation</u> The annual assessment commences with the completion of a set of comprehensive assessment form detailing all assessment criteria which must be completed by each AC member on the performance of their AC peers during the financial year. Such assessment form will then be submitted to the Company Secretaries confidentially who will table the consolidated results to the NC. Criteria for the assessment include ratings on the AC's

	<p>composition, providing useful recommendations, appointments based on appropriate criteria, candidate consideration, communication quality, meeting minutes and AC members' deliberation communication.</p> <p>(D) <u>Assessment of Independent Directors</u> The NC has also reviewed the independent assessment of all INEDs in accordance with the independence criteria as prescribed under MMLR.</p> <p>Based on the assessment result for the FYE 2024, aside from the gender diversity target that the Board is working towards, the Board and the NC are satisfied with the current size and composition of the Board and Board Committees which possess a well-balanced mix of high-calibre individuals with necessary skills, qualifications, experience, and credibility.</p> <p>The Board is also satisfied with the performance, level of time commitment and efforts contributed by all Directors in fulfilling their duties and responsibilities during the FYE 2024. All INEDs have also fulfilled the independence prescribed criteria and carried out their duties independently and objectively during the financial year.</p>	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The Board has implemented policies and procedures to establish the remuneration of Directors and Senior Management. These policies outline the criteria used to recommend remuneration packages for the EDs, Non-Executive Director and Senior Management.</p> <p><u>EDs and Senior Management</u> Remuneration packages for EDs and Senior Management shall link rewards with their contributions as well as their responsibilities and fiduciary duties in steering the Group. Such remuneration packages comprise basic salaries, annual bonus and benefits-in-kind that will be set in line with individual performance and the Group's financial performance and business growth. Expenses incurred in the course of discharging their duties will be reimbursed by the Group, when deemed appropriate and legible with supporting receipt.</p> <p><u>Non-Executive Directors</u> Remuneration packages for Non-Executive Directors shall reflect the experience as well as level of responsibilities undertaken individually by the Directors concerned. The said remuneration package will include fixed directors' fees and meeting allowances for attending Board and/or Board Committee meetings.</p> <p>The Remuneration Policy shall be reviewed from time to time to ensure its relevance and effectiveness. It is available on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>

	The Board recognises the importance to ensure that the remuneration and incentives for the Non-Executive Directors do not conflict with their obligation to bring objectivity and independent judgement on matters discussed at Board meetings as well as to ensure that the remuneration package for the EDs and Senior Management is fair and take into account the complexity of the Company's business and individual's responsibilities.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The RC established by the Board, comprise a majority of INEDs. The RC is responsible for reviewing and recommending to the Board with appropriate remuneration framework, policies, and procedures as well as packages for Directors and Senior Management to align with the Group's business strategies and long-term objectives.</p> <p>Amongst others, the RC is authorised by the Board to perform the following: -</p> <ul style="list-style-type: none">i. Recommend to the Board the remuneration packages for EDs and Senior Management;ii. Ensure that all EDs and Senior Management are fairly rewarded for their individual contributions to the Group's overall performance;iii. Ensure that the level of remuneration and other benefits motivate EDs and Senior Management to act in ways that drive the Group's long-term profitability and value; andiv. Ensure that remuneration package for Non-Executive Director does not conflict with their independent obligation and objectivity on matters discussed at Board and Board Committee meetings. <p>The RC shall meet at least once a year to deliberate on the remuneration affairs of all Directors and Senior Management. All recommendations by RC shall be tabled to the Board for approval.</p> <p>The authority, duties and responsibilities of the RC are outlined in its terms of reference on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>

Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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 details of the Directors' remuneration of each Director on named basis received or to be received from both the Company and the Group for the FYE 2024 are disclosed in the table below.

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	Dato' Che Halin Bin Mohd Hashim	Independent Director	96	3	-	-	-	-	99	96	3	-	-	-	-	99
2	Lim Chin Siu	Executive Director	-	-	-	-	-	-	-	-	-	384	122	60	62	628
3	Tan Chyi Boon	Executive Director	-	-	-	-	-	-	-	-	-	360	120	60	59	598
4	Chong Chun Shiong	Executive Director	-	-	-	-	-	-	-	-	-	360	120	51	59	590
5	Liew Chee Ing (Appointed on 18/9/2023)	Executive Director	-	-	-	-	-	-	-	-	-	327	90	47	51	515
5	Lee Hai Peng (Resigned on 30/4/2024)	Non-Executive Non-Independent Director	60	3	-	-	-	-	63	60	3	-	-	-	-	63
6	Fong Shin Ni	Independent Director	60	3	-	-	-	-	63	60	3	-	-	-	-	63
7	Gan Teck Hooi	Independent Director	60	3	-	-	-	-	63	60	3	-	-	-	-	63
8	Azian Binti Mohd Yusof	Independent Director	60	3	-	-	-	-	63	60	3	-	-	-	-	63
9	Rashidah Binti Othman (Appointed on 18/9/2023)	Non-Executive Non-Independent Director	32	1	-	-	-	-	33	32	1	-	-	-	-	33
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

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.

Application	:	Departure								
Explanation on application of the practice	:									
Explanation for departure	:	<p>The Company has chosen to disclose the remuneration components of Senior Management in bands of RM50,000 rather than on a named basis. This decision is based on the Board's consideration that the information is sensitive and may cause unhealthy competition and resulting in talent poaching in the solar industry.</p> <p>In spite of that, the Board ensures that the remuneration of Senior Management commensurate with their experience, contribution, and commitment in discharging their responsibilities, taken into consideration the performance of the Company, with due consideration in ensuring the competitiveness of remuneration package for attracting, retaining, and motivating the key talent.</p> <p>The disclosure of key Senior Management's remuneration for FYE 2024 in bands of RM50,000 on unnamed basis is as below:</p> <table border="1"> <thead> <tr> <th>Range of Remuneration</th> <th>No. of Senior Management</th> </tr> </thead> <tbody> <tr> <td>RM400,001 – RM450,000</td> <td>1</td> </tr> <tr> <td>RM450,001 – RM500,000</td> <td>1</td> </tr> <tr> <td>RM550,001 – RM600,000</td> <td>1</td> </tr> </tbody> </table>	Range of Remuneration	No. of Senior Management	RM400,001 – RM450,000	1	RM450,001 – RM500,000	1	RM550,001 – RM600,000	1
Range of Remuneration	No. of Senior Management									
RM400,001 – RM450,000	1									
RM450,001 – RM500,000	1									
RM550,001 – RM600,000	1									
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>										
Measure	:									
Timeframe	:									

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	:	In order to maintain confidentiality, the detailed remuneration of each member of Senior Management will not be disclosed on a named basis.

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	:	<p>In line with the best practice advocated by the revised MCCG, the Chairman of the Board and the Chairman of the AC are held by two different individuals, where the AC is chaired by Mr. Gan Teck Hooi whereas the Board is led by Dato' Che Halin Bin Mohd Hashim.</p> <p>With the position of the Chairman of the Board and the Chairman of the AC assessed by different individuals, the Board is able objectively to lead the AC to: -</p> <ul style="list-style-type: none">i. Review the quarterly financial results and annual financial statements of the Group, prior to the approval by the Board and release to Bursa Securities;ii. Review the effectiveness of the Group's risk management and internal controls system;iii. Review and approve the internal audit plan as well as to assess the effectiveness of the Group's internal audit function;iv. Review the External Auditor's audit plan, assess the performance, independence, and suitability of the External Auditor and to consider the re-appointment of the External Auditor; andv. Review any related party transactions and conflict of interest situations that arose, persist, or may arise within the Group and ensure that related party transactions are carried out at arm's length and under normal commercial terms with proper disclosure to Bursa Securities. <p>Full list of duties and responsibilities is clearly stated in the terms of reference of the AC on the Company's website at https://solarvest.com/investor-relations/corporate-governance/.</p>
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	:	<p>The Board has in place a policy in the terms of reference of AC that requires a former key audit partner to observe a cooling-off period of at least three (3) years before being appointed as a member of the AC. A copy of the terms of reference is available at the Company’s website at https://solarvest.com/investor-relations/corporate-governance/.</p> <p>Currently, none of the Board members is the former key audit partner of the External Auditor and the Board does not foresee any new appointment of former key audit partner to the AC.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The AC is entrusted to review both audit and non-audit services provided by the External Auditor. The AC is empowered by the Board have direct communication with the External Auditor without the presence of EDs and the Management to seek professional advice and discuss on audit findings and any related matters, when necessary.</p> <p>Annually, the AC shall review the terms of engagement for services provided by the External Auditor prior to the Board's approval. The AC is also responsible to review and evaluate the suitability, objectivity, independence, effectiveness, and performance of the External Auditor on a yearly basis, with several key criteria including: -</p> <ol style="list-style-type: none">i. The adequacy in terms of the competency, experience, and quality of the External Auditor;ii. The External Auditor's resources capacity and ability to meet deadlines in providing services and responding to issues in a timely manner as contemplated in the Audit Planning Memorandum;iii. The appropriateness of audit fees to support quality audit;iv. The nature and extent of the non-audit services rendered by the External Auditor and fees paid for such services relative to the audit fee; andv. Whether there are safeguards in place to ensure that there is no known or potential threat to the objectivity and independence of the audit arising from the provision of non-audit services or tenure of the External Auditor. <p>According to the annual assessment conducted for the FYE 2024, the AC is satisfied with the performance and independence of the External Auditor with the fulfilment of criteria based on several factors, including competency, independence, objectivity, adequacy of the expertise and resources and has recommended to the Board to put forth a proposal for the re-appointment of</p>

	Messrs. Ecovis Malaysia PLT at the forthcoming 7 th AGM for shareholders' approval.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	The AC presently comprises three (3) INEDs. The composition of the AC is stated in the AC Report in the Company's Annual Report 2024.

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	:	<p>Mr. Gan Teck Hooi, the Chairman of AC, is a Fellow Member in The Association of Chartered Certified Accountants (“FCCA”) and member of the Malaysian Institute of Accountants (“MIA”). Ms. Fong Shin Ni is an experienced partner in a local legal firm while Ms. Azian Binti Mohd Yusof has over 30 years of experience in promoting the growth of investments in Malaysia during her tenure with the Malaysian Investment Development Authority (“MIDA”).</p> <p>Although only one-third of the AC is a member of a professional accounting body, the other two (2) AC members are also financially literate through their continuous trainings and developments in accounting and auditing standards, practices, and rules as well as updates from the Management and External Auditor.</p> <p>In addition, the NC has conducted an annual review of the AC during FYE 2024, including:</p> <ul style="list-style-type: none">i. its composition as per MMLR;ii. the terms of office of AC members; andiii. the performance of AC and its members. <p>Based on the outcome of annual assessment, the Board, through NC, is of the opinion that all AC members possess the relevant knowledge and skills and have properly discharged their roles and responsibilities in FYE 2024. Additionally, All AC members have undertaken continuous professional development to keep themselves abreast of the market development as and when required.</p>

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The Board has established a risk management and internal controls system and is integrated into the Group’s Enterprise Risk Management (“ERM”) Framework. Key processes including the identification, analysis, responding, monitoring, and reporting of the Group’s risks and controls are incorporated in the ERM Framework to identify, evaluate, and mitigate any significant risk or arising structural weakness in hindering the Group towards its business objectives.</p> <p>Key risks are evaluated in line with the Group’s risk profile and risk tolerance level, and reported to the SRMC and the Board to further discuss on the relevant risk mitigating measures and any further action required for improvement.</p> <p>The Board, through the Management, has also put in place a set of Standard Operating Procedures (“SOP”) to ensure a smooth functioning of operations in the Group. The AC and SRMC are entrusted by the Board to oversee and evaluate the adequacy and effectiveness of the Group’s risk management and internal controls system. The Board is also assisted by the outsourced Internal Auditor to assess the Group’s internal controls periodically.</p> <p>Kindly refer to the Statement on Risk Management and Internal Control in the Annual Report 2024 for further relevant details.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>As governed by the ERM Framework, all identified risks, relevant risk rating and mitigation plans/actions are properly recorded and documented in the ERM risk report. The ERM risk report shall be reviewed and updated regularly to ensure its relevance with the ever-changing business environment in which the Group operates.</p> <p>The Group’s risk management and internal controls system is also regularly monitored by the AC and SRMC, as well as with the support of outsourced internal audit function. An ERM Working Committee, comprising various heads of departments, was established to assist in implementing and monitoring the ERM framework in various business operations across the Group.</p> <p>With the assurance from the Management and relevant assurance providers, the Board is satisfied with the Group’s risk management and internal controls system is operating adequately and effectively to safeguard the stakeholders’ interest, shareholders’ investments, and the Group’s assets.</p> <p>Further details of the features on the Group’s risk management and internal controls system are stipulated in the Statement on Risk Management and Internal Control of the Annual Report 2024.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The SRMC has been entrusted by the Board to oversee the risk management framework and policies for the Group. The composition of the SRMC, which comprises a majority of INEDs, is as follows: -</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">Designation</th> <th style="width: 35%;">Name</th> <th style="width: 40%;">Directorship</th> </tr> </thead> <tbody> <tr> <td>Chairman</td> <td>Gan Teck Hooi</td> <td>Independent Non-Executive Director</td> </tr> <tr> <td>Member</td> <td>Fong Shin Ni</td> <td>Independent Non-Executive Director</td> </tr> <tr> <td>Member</td> <td>Chong Chun Shiong</td> <td>ED cum Group CEO</td> </tr> </tbody> </table> <p>Given that the Group CEO has more in-depth knowledge on the business and sustainability risks that the Group is exposed to, he is in a better position to evaluate such risks to be presented to our SRMC for the same to oversee and recommend risk management strategies, policies, and risk tolerance levels.</p> <p>The key roles and responsibilities of SRMC are set out in the terms of reference of which is accessible on the Company’s corporate website.</p>	Designation	Name	Directorship	Chairman	Gan Teck Hooi	Independent Non-Executive Director	Member	Fong Shin Ni	Independent Non-Executive Director	Member	Chong Chun Shiong	ED cum Group CEO
Designation	Name	Directorship												
Chairman	Gan Teck Hooi	Independent Non-Executive Director												
Member	Fong Shin Ni	Independent Non-Executive Director												
Member	Chong Chun Shiong	ED cum Group CEO												

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	:	<p>The internal audit function of the Group is outsourced to a professional firm, Eco Asia Governance Advisory Sdn Bhd ("Internal Auditor"), who presents Internal Audit Report directly to the AC on the internal audit findings noted and recommendations at the scheduled meetings.</p> <p>The outsourced internal audit function is independent and the internal audit assignments are performed with impartiality, proficiency, and due professional care. The outsourced internal auditors performed review processes according to the internal audit plan approved by the AC. Upon completing its audit review, internal audit report highlighting audit findings and recommendations will be issued by the internal auditors and tabled at the AC meetings for deliberation.</p> <p>The AC has full and unrestricted access to all information and resources to ensure that the Internal Auditor obtains sufficient information and resources to conduct the internal audit engagement appropriately.</p> <p>During the FYE 2024, The AC had reviewed and assessed the competence, resources, and authority of the outsourced Internal Auditors, ensuring their ability to perform their work effectively. Recommendations for further improvements are made based on the internal audit's independent assessment of the Group's compliance with internal controls. Further details of the Group's Internal audit function are elaborated in the Statement on Risk Management and Internal Control of the Company's Annual Report 2024.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
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	:	<p>For the FYE 2024, the Group has outsourced its internal audit function to a professional firm, Eco Asia Governance Advisory Sdn Bhd. The internal audit engagement team is led by the Head of Department, Ms Janeeta Salim, who is an Associate Member of The Institute of Internal Auditors (“AIIA”). She has vast experience and exposure in the internal audit field. She was assisted by one (1) Manager, one (1) Assistant Manager, one (1) Senior Consultants and one (1) Junior Consultant in the following two (2) internal audit reviews conducted for FYE 2024: -</p> <table border="1" style="margin-left: 20px;"> <tr> <td style="background-color: #cccccc;">Internal audit coverage area</td> </tr> <tr> <td>Human resources and payroll management review</td> </tr> <tr> <td>Data security and privacy</td> </tr> </table> <p>The Internal Auditor engagement team is free from any relationships or conflicts of interest with the Group. Hence, they are able to perform the internal audit objectively, independently, proficiently and with due professional care.</p> <p>The internal audit reviews were conducted in accordance with the International Professional Practices Framework (“IPPF”).</p>	Internal audit coverage area	Human resources and payroll management review	Data security and privacy
Internal audit coverage area					
Human resources and payroll management review					
Data security and privacy					
Explanation for departure	:				
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>					
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	:	<p>The Board acknowledges the important of transparency and accountability to the Company's shareholders, as well as the need to maintain regular communication with its shareholders, stakeholders, and investors to provide updates on the Company's performance and significant developments. To achieve this, the Board ensures effective, transparent communication with stakeholders through various channels including:</p> <p>(a) <u>Announcements made to Bursa Securities</u> Shareholders and investors can obtain our Group's latest announcements such as material information, updates, and periodic financial reports in the dedicated website of the Company. Announcements made to Bursa Securities.</p> <p>(b) <u>Press release to media</u> The press release to media by the Company from time to time to announce significant events or developments within the Group to provide transparent and timely updates to their investors.</p> <p>(c) <u>Annual General Meeting ("AGM") and Extraordinary General Meeting ("EGM")</u> The AGM or EGM is used as the main forum of dialogue for shareholders to make known their views and raise any matters of concern pertaining to the Group. The shareholders will be given the opportunity to speak and seek clarifications during the AGM or the EGM for effective and transparent communications. The Management shall ensure all information disclosed remains succinct, current, relevant, and accurate.</p> <p>(d) <u>The Company Corporate Website</u> The Company's corporate website https://solarvest.com/ is a platform to provide convenient access to the latest as well as historical information about the Company and the Group. Once relevant information is disclosed to the public and available to investors, it is also published on the corporate website.</p>

	<p>The corporate website will dedicate the Investor Relations section and Corporate Governance section that provide relevant investor-related information. The information available on the corporate website includes corporate and financial information, annual reports, press releases and regulatory announcements made to Bursa Securities.</p> <p>The Company will provide an email address which all shareholders can send their queries to and make any inquiry.</p> <p>(e) <u>Briefing sessions with analysts</u> By conducting briefing sessions with analysts by the Company from time to time to provide updates on the Company's performance or address concerns raised by stakeholders, the Company can enhance communication with stakeholders, gain valuable feedback, and further investor relations efforts.</p> <p>(f) <u>Interviews</u> The Group CEO is our spokesperson be open to providing interviews when appropriate and he will address any inquiries promptly. This channel offer opportunity to disseminate information quickly, gather feedback, and demonstrate responsiveness.</p> <p>(g) <u>Social media engagement and other relevant electronic channels</u> The Company has leveraged social media platforms to engage with stakeholders directly. Regularly post updates, news, and relevant content on the relevant electronic channels. Respond to comments from the stakeholders to foster dialogue and address concerns.</p> <p>(h) <u>Annual Report</u> The Annual Report to the shareholders remains the central means of communicating the Group's business overview, financial performance, corporate governance, sustainability measures as well as prospects of the Group.</p> <p>The Board ensures that all information disclosed to the stakeholders through various channels shall remain clear, unambiguous, succinct, accurate, sufficient, and relevant. Whilst the Company aims to publish as much information as possible, it is also mindful of the legal and regulatory framework governing the release of material and price-sensitive information. The Company's Share Registrar is also available to address administrative matters relating to shareholders' interests.</p>
<p>Explanation for departure</p>	<p>:</p>

<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Company has not implemented integrated reporting due to a lack of internal resources needed to develop and implement the necessary reporting processes and tools. The Company recognises the value of integrated reporting, but has determined that they need to focus their current resources on other strategic priorities currently.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The AGM serves as an opportunity for the shareholders to address any concerns or queries related to the Group and gain a better understanding of its activities and performance. Both individual and institutional shareholders are encouraged to meet and communicate with the Board at the AGM and vote on all resolutions.</p> <p>The Annual Report, which contains the Notice of 6th AGM has been provided to shareholders at least twenty-eight (28) days before the meeting. This timeframe allows shareholders ample time to make informed decisions regarding their voting rights and arrange for proxies to attend the meeting on their behalf, if needed. The Notice of the 6th AGM, which outlines the items to be discussed, is also published in a major local newspaper. The notes accompanying the Notice of 6th AGM provide necessary explanations for each proposed resolution to assist shareholders in making informed decisions.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The Company's 6th AGM held fully virtual on 30 August 2023 was successfully conducted and attended by all Directors via electronic means. The tentative dates of the AGM will be discussed and confirmed by the Board in advance to ensure that the Directors reserve their dates and have adequate time to make necessary arrangements to attend the scheduled general meetings.</p> <p>The Board will ensure that all Board members, particularly the chairperson of each Board Committee will make their endeavours to attend the AGM to address any relevant questions and concerns raised by the shareholders by providing meaningful responses.</p> <p>The External Auditor will also be invited to present at the AGM to respond to any queries raised by shareholders relevant to the conduct of audit and preparation of financial statements of the Group.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>At the 6th AGM held on 30 August 2023, the Company had leveraged and adopted electronic voting to facilitate live streaming and online remote participation and voting by the shareholders.</p> <p>The Company had engaged Agmo Digital Solutions Sdn Bhd ("Agmo Digital") to be the Poll Administrator and provide the RPV facilities via virtual meeting platform, Vote2U. The conduct of virtual 6th AGM provides the same level of transparency and participation as an in-room only meeting.</p> <p>A video demonstration on the online voting process was provided by the Poll Administrator. Shareholders who participated the AGM online, are allowed to speak (including posing questions to the Board via real time submission of typed texts) and voted remotely via the Remote Participation and Voting ("RPV") facility. The voting period opened at the Chairman's announcement and closed later also announced by the Chairman. Scrutineers has verified and announced the poll results for each resolution, providing details of votes for and against. The Chairman then declared the poll results, which were made available at the Bursa Securities website for the benefit of all shareholders.</p> <p>Advocated by the best practice of MCGG, the Company has obtained a written confirmation from Agmo Digital pertaining to the information transmission, data protection and cybersecurity of Vote2U. In this regard, Agmo Digital has engaged external parties to perform independent assessment and application controls review, web application security assessment review as well as external penetration test to evaluate the said matters. Based on the tests and reviews conducted, Vote2U is overall adequate and satisfactory to uphold good cyber hygiene.</p>
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.

<i>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.</i>	
Application	: Applied
Explanation on application of the practice	: <p>The Administrative Guide for the 6th AGM has been circulated to all shareholders of the Company and made available at the Company's website on the procedures to register, participate, post questions electronically and vote remotely at the 6th AGM through the RPV facilities.</p> <p>At the fully virtual 6th AGM on 30 August 2023, shareholders/proxies are encouraged to raise questions electronically including but not limited to the Company's financial and non-financial performance and long-term strategies via Query Box in the RPV.</p> <p>In supporting meaningful engagement between the Board, Senior Management and shareholders, all Directors and Senior Management have attended the 6th AGM and the Chairman of the Board will ensure adequate time to shareholders to raise questions and would respond to the shareholders with regards to their concern and questions raised accordingly. The Chairman, assisted by the EDs, Group CEO and Senior Management, had answered shareholders'/proxies' questions accordingly.</p> <p>During the 6th AGM held on 30 August 2023, all questions raised were properly addressed with meaningful explanation.</p>
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:

Timeframe	:		
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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	:	<p>The 6th AGM of the Company, held on 30 August 2023, was conducted as a fully virtual meeting using live streaming and online remote voting from the broadcast venue to ensure safe distancing requirement is observed.</p> <p>The Board has appointed Agmo Digital as the Poll Administrator to verify the eligibility of shareholders/corporate representatives/proxies to attend the 6th AGM based on the annual general meeting record of depositors and upon the cut-off date and time for proxy form submission. The 6th AGM was supported by Vote2U, an online meeting platform at https://web.vote2u.my provided by Agmo Digital.</p> <p>The shareholders who were not able to attend the 6th AGM can appoint their own proxy or appoint the Chairman as their proxy to attend and vote on his/her behalf. The relevant proxy forms were lodged at the Company's Share Registrar office at least forty-eight (48) hours before the time appointed for the 6th AGM.</p> <p>The Company had issued an Administrative Guide to the shareholders and proxies, which in place of procedures and requirement for RPV facilities. With the RPV facilities, the registered shareholders and proxies were allowed to submit their questions electronically via Vote2U Online website during the AGM. Whilst the ED/Group CEO and Chief Financial Officer of the Company replied the questions posed by shareholders prior and during the 6th AGM and such questions have been made visible to all meeting participants during the meeting via the remote participating online platform to ensure to be more transparent and effective.</p> <p>In order uphold integrity of voting process, the voting result was verified by Aegis Communication Sdn Bhd, the Independent Scrutineer appointed by the Company.</p>

	The outcome of the general meetings including the poll voting result was announced to Bursa Securities on the same day after the 6 th AGM and the announcement is accessible via Bursa Securities' website and/or the Company's website.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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.

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>	
Application	: Applied
Explanation on application of the practice	: After the 6 th AGM, the Company has uploaded the Minutes of the 6 th AGM and questions submitted by shareholders via the RPV facilities on its website, along with the responses provided by the Board and Management within 30 business days from the date of the 6 th AGM. This is line with the best practices advocated under MCCG, which requires companies to publish their AGM minutes on their website after the AGM.
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:
Timeframe	:

**SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT
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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