

TOPVISION[®]

EYE SPECIALIST CENTRE

明亮眼科专科医院

Top Vision Is Our Mission, 視界因我們天天明亮[®]

CORPORATE DISCLOSURE POLICY

DATE ADOPTED BY THE COMPANY:	29 March 2024
VERSION:	1.0

1. Objective

- 1.1 The Corporate Disclosure Policy (“Policy”) aims to:
- (i) provide shareholders, investors, analysts, media representatives and other stakeholders with comprehensive, accurate and quality information issued by TOPVISION Eye Specialist Berhad (“**TOPVISION**” or the “**Company**”) on a timely and even basis;
 - (ii) raise awareness and provide guidance to the Board of Directors (“**Board**”), management, officers and employees on TOPVISION’s disclosure requirements and practices;
 - (iii) ensure that the Company meets its disclosure obligations in accordance with the securities laws and regulations governing corporate disclosure and confidentiality in relation to securities listed on Bursa Malaysia Securities Berhad (“**Bursa Malaysia**”);
 - (iv) ensure that the Company observes best practices in relation to disclosure as illustrated in the Corporate Disclosure Guide by the Bursa Malaysia; and
 - (v) promote investor confidence in the integrity of the Company.

2. Methods of Communication

- 2.1 This Policy is applicable to the conduct of directors, officers, managers and employees of the Company and to all channels (either offline or online) that the Company uses to communicate with the investing public in dissemination of material information especially price sensitive information, including but not limited to:
- (i) Documents filed with the regulators, written statements in annual reports, financial statements, quarterly reports, press releases, letters / circulars to shareholders, speeches by senior management, investor presentations, email communication and information on the Company’s website;
 - (ii) Oral statements, individual or group meetings, telephone conversations, interviews and press conferences including video conferencing with financial analysts, investors and media as well as speeches, industry conferences, and dealings with the public generally.

3. Requirements

- 3.1 The Policy must be in accordance with the requirements of the Ace Market Listing Requirements of Bursa Malaysia (“**AMLR**”), shall disclose to the public all material information necessary for informed investing and take reasonable steps to ensure that all who invest in its securities enjoy equal access to such information.

3.2 TOPVISION must adhere to the following basis concerning disclosure:
(Extracted from AMLR, Chapter 9, Part B: Corporate Disclosure Policy)

- a) Immediate disclosure of material information
- b) Thorough public dissemination
- c) Clarification, confirmation or denial of rumours or reports
- d) Response to unusual market activity
- e) Unwarranted promotional disclosure activities
- f) Insider trading

4. Administration of Corporate Disclosure Policy

4.1 The Board shall delegate the responsibility for overseeing and implementing the Company's disclosure controls, procedures and practices to the CEO who shall be responsible, among others, for the following:

- (i) maintaining an awareness and understanding of the governing disclosure requirements and any changes thereto;
- (ii) ascertaining the materiality of the corporate development, transactions and other events and if so, ensuring that procedures outlined in the policy are implemented and adhered to;
- (iii) developing, implementing and monitoring compliance with the policy and regularly reviewing and updating the policy from time to time to ensure adherence to the regulatory requirements.

5. Designated Person(s)

5.1 Designated Person(s) are the individuals responsible for communication with investment analysts, shareholders, potential investors and the media, for initiating and overseeing presentations, conference calls and other communications with analysts and other members of the financial community and the general public and for overseeing the electronic communications aspect of this Policy.

5.2 The appointment of Designated Person(s) must be on the following basis:

- (i) A senior officer to take the overall responsibility for ensuring compliance with the disclosure obligations under the AMLR;
- (ii) Alternates who can take the overall responsibilities of the Designated Person in his absence.

- 5.3 The Designated Person(s) shall be the CEO and, in his absence, the Chief Financial Officer (“CFO”) shall act as the alternate.
- 5.3 The Designated Person may from time-to-time designate others to speak on behalf of the Company or to respond to specific inquiries to facilitate effective communication with Bursa Malaysia or Securities Commission Malaysia.
- 5.4 Individuals designated to be the Designated Person shall be from among the Executive Directors, Head of Corporate Affairs or the Company Secretary. In carrying out his responsibilities, the Designated Person will seek to ensure that no undisclosed material information is made available to any select group. If, for any reason, undisclosed material information is disclosed to analysts, investors, the media or others, the CEO and the CFO should be immediately notified.
- 5.5 The Designated Person shall not disclose material information that is not publicly available and shall, from time to time respond to specific inquiries from the investment community and media within the prescribed guidelines of the Policy and regulatory requirements.
- 5.6 Inquiries received by any employee within the TOPVISION relating to material information which is not publicly available shall be brought to the attention of the Chief Operating Officer (“COO”) or the Company Secretary who shall then channel the inquiry to the Designated Person to respond in accordance with the Policy.
- 5.7 Advice / clarification shall be sought by any employee from the Designated Person on the appropriateness of supply of any information to an outside party if in doubt.

6. Maintaining Confidentiality

- 6.1 Any employee privy to confidential corporate information is prohibited from communicating such information to anyone else, unless it is necessary to do so in the course of business or required by law or authorised by the Management. Efforts will be made to limit access to such confidential information to only those who “need to know” the information. Outside party’s privy to undisclosed material information concerning the Company will be told that they must not divulge such

information to anyone else. Management shall ensure that such outside parties confirm their commitment to non-disclosure under a written confidentiality agreement.

6.2 For prevention of misuse or inadvertent disclosure of material information, the following general procedures should be observed at all times:

- (i) **Security** - Documents and files containing confidential information should be kept in a safe place or within the Company's secured IT system, with access restricted to individuals who "need to know" in the necessary course of their work.
- (ii) **No discussion in public places** - Confidential matters should not be discussed in places where the discussion may be overheard, including but not limited to, elevators, hallways, restaurants, bars, restrooms, airplanes or taxis.

If confidential matters must, of necessity or urgency, be discussed on wireless devices in public places, caution should be exercised by the participants. In such cases, the identity of any relevant party should be cryptic or in code.

- (iii) **Exercise caution when reading confidential documents in public places** - One should exercise caution when reading confidential documents in smart phones or other personal digital assistant devices in public places.
- (iv) **Accompanying visitors** - Visitors should be accompanied by Company personnel to ensure that they are not left alone in offices or sites containing confidential information.
- (v) **Non-participation in social media on matters relating to the Company** - To mitigate the risk of inadvertently disclosing or publishing material and non-public information, employees are strictly prohibited from participating in Internet blogs, chat rooms, similar social media forums (such as Twitter, LinkedIn, Instagram or Facebook) or newsgroup discussions on matters pertaining to the Company's business and affairs or its listed securities unless authorised to do so by a Designated Person.

7. Disclosure Controls of Procedures

7.1 Material Information Release Guidelines

Guided by the AMLR, material information is generally considered to be any information relating to the business, operations and financial performance of the Company that results in, or would reasonably be expected to result in a significant change in:

- (i) The market price, value or market activity of the Company's securities; or
- (ii) The decision of a holder of securities of the Company or an investor in determining his choice of action.

For general guidance, the following are some examples of events which may require immediate disclosure to Bursa Securities by the listed issuer (non-exhaustive):

- the entry into a joint venture agreement or merger;
- the acquisition or loss of a contract, franchise or distributorship rights;
- the introduction of a new product or discovery;
- a change in management;
- the borrowing of funds;
- the commencement of or the involvement in litigation and any material development arising from such litigation;
- the commencement of arbitration proceedings or proceedings involving alternative dispute resolution methods and any material development arising from such proceedings;
- the purchase or sale of an asset;
- a change of intellectual property rights;
- the making of a tender offer for another corporation's securities;
- the occurrence of a labour dispute or disputes with subcontractors or suppliers;
- the entry into a memorandum of understanding; or
- the entry into any call or put option or financial futures contract.
- a change in the general business direction;
- a change in capital investment plans;
- a change in the business plan of the listed corporation that has been previously disclosed

7.2 Basic Disclosure Principles

In complying with the requirement to disclose all material information under applicable laws and the AMLR in a timely manner, the Company, Personnel and Officers shall adhere to the following basic disclosure principles:

- (i) **Immediate announcement to Bursa Securities** - Subject to the terms of this Policy, material information will be announced immediately to Bursa Securities first and made available at the Company's website.
- (ii) **Consistent approach to materiality** - The Company would endeavor to take a consistent approach to materiality.
- (iii) **Material information to be temporarily kept confidential if detrimental to the interest of the Company** - Material information may be kept confidential temporarily if the immediate release of the information would be unduly detrimental to the interests of the Company. In such cases, the information will be kept confidential until the Management determines it is appropriate to publicly disclose or that the Company has a legal obligation to do so.
- (iv) **Factual and non-speculative disclosure** - Disclosure must be factual and non-speculative and must include any information the omission of which would make the rest of the disclosure misleading.
- (v) **Prompt disclosure of unfavourable material information** - Unfavourable material information must be disclosed promptly and completely, consistent to favourable information.
- (vi) **Inadvertent disclosures to be disclosed immediately via announcements** - If previously undisclosed material information has been inadvertently disclosed, such information must be broadly disclosed immediately via announcements. In certain circumstances, applicable securities laws allow for selective disclosure where doing so is in the necessary course of business.
- (vii) **Immediate correction of material error in disclosure** - Disclosure must be corrected immediately if the Company subsequently learns that an earlier disclosure by the Company contained a material error at the time it was originally distributed.
- (viii) **Rumours and reports** - The Company does not comment on rumours unless there is a significant reaction in the market for the Company's listed securities. The Company's Designated Person(s) will respond consistently to all verbal rumours, saying, "It is our policy not to comment on market rumours or speculation."

However, should rumours be published in the printed form and relate to specific material information, the Management shall consider the matter and undertake due enquiry before deciding on the form of statement to be made regarding the rumour.
- (ix) **No informal meetings or "off the record" comments** - The Company shall not conduct any "informal meetings" or make any "off the record" comments.

- (x) **Equal access to material information** - All investors must have equal access to material information. Selective disclosure is not allowed.

7.3 Public Disclosure Materials

Announcements to Bursa Malaysia and where applicable, press releases, responses to public queries or media interviews (“Public Disclosure Materials”) must contain sufficient detail in plain language to enable investors and media personnel to understand the true substance, importance and relevance of the information so that investors and other important stakeholders may make informed investment decisions. Once the Management determines that a development is material and must be disclosed, the issuance of an announcement will be authorised. In addition to an announcement made pursuant to the requirements of the AMLR, a press release may also be issued.

The Public Disclosure Materials must:

- (i) be circulated for input to the Board and/or other individuals as may be designated by the Management;
- (ii) approved by the Management;
- (iii) be checked for content keeping in mind confidentiality and/or approval obligations contained in partnership and joint venture agreements;
- (iv) be issued in accordance with the AMLR (where applicable to the Company); and
- (v) for press releases, including the name and contact numbers (phone, e-mail and fax) of at least one Company representative who has been designated by the Management to communicate with the investment community and/or the news media.

All announcements made to Bursa Malaysia are available on the Bursa Malaysia’s website at www.bursamalaysia.com. The Company will endeavour to post all major public announcements immediately upon issuance on the Company’s website at www.tvesc.com. The announcement and if applicable, the press release page of the website shall include a notice that advises the reader that the information posted was accurate at the time of posting, but may be superseded by subsequent news releases.

7.4 Misrepresentations

The Management should be promptly notified if any person, to whom this Policy applies, becomes aware that:

- (i) any information publicly disclosed by the Company contained or may have contained a misrepresentation; or
- (ii) there has been or may have been a failure to make timely disclosure of material information.

The Management, after conducting a reasonable investigation of the information, shall endeavour to ensure that the material information, or correction thereof, as the case may be, is promptly disclosed in accordance with applicable laws and the AMLR.

7.5 Reports, Statements or Opinions by Experts

Prior to any public statement or disclosure or a filing with a securities regulatory authority by the Company or by a person on behalf of the Company that includes summaries or quotes from a report, statement or opinion made by an “expert” (as defined in the AMLR) and unless the Management determines otherwise, the Company shall obtain the written consent of such expert to such statement, disclosure or filing (which has not been withdrawn in writing by the expert prior to the Company’s disclosure or filing).

Adequate measures should be taken to determine that the Company or the relevant person does not know and has no reasonable grounds to believe that there is a misrepresentation in the applicable statement, disclosure or filing made on the authority of the expert and that the statement, disclosure or filing fairly represents the report, statement or opinion made by the expert.

7.6 Insider and Employee Trading

(i) Application

Under Section 188(1) of the Capital Market & Services Act 2007 (“CMSA”), a person is an “insider” if that person:

- (a) possesses information that is not generally available which on becoming generally available a reasonable person would expect it to have a material effect on the price or the value of the securities; and
- (b) knows or reasonably ought to know that the information is generally not available.

In addition, Section 188(2) of CMSA states that an insider shall not, whether as principal or agent, in respect of any securities to which information in subsection 188(1) relates:

- (a) acquire or dispose of, or enter into an agreement for or with a view to the acquisition or disposal of such securities; or

- (b) procure, directly or indirectly, an acquisition or disposal of, or the entering into an agreement for or with a view to the acquisition or disposal of such securities.

Based on the above definitions, these persons would include but are not limited to the following:

- (i) Directors and officers of the Company and subsidiaries;
- (ii) Employees;
- (iii) Persons who provide business or professional services to the Company; and
- (iv) Any other person or company informed about undisclosed material information about the Company by any of the above parties.

As such, the persons stated above with insider knowledge of undisclosed material information, is prohibited from trading in the Company's securities until after the information has been publicly disclosed.

(ii) Trading Restrictions

It is prohibited for anyone with knowledge of material information affecting the Company which has not been publicly disclosed, to purchase or sell securities of the Company. Except in the necessary course of business, it is also illegal for anyone to inform or tip any other person of material non-public information. Questions as to whether information is material, potentially material or whether such information has previously been disclosed in accordance with this Disclosure Policy should be directed to the CFO or Company Secretary.

(iii) Blackout Periods

TOPVISION subscribes to the "Blackout Period" (also known as "Closed Period") as stated in the AMLR, defined as a period commencing 30 calendar days before the targeted date of announcement up to the date of the announcement of TOPVISION's quarterly results to Bursa Securities.

During Blackout Periods, all Designated Person(s) are prohibited from commenting on current period earnings estimates and financial assumptions, other than to cite or refer to existing public guidance. Communications must be limited to commenting on publicly available or non-material information.

All Designated Person(s) must also avoid initiating meetings (in person or by phone) with investment analysts, security holders, potential investors and the media on items significant to investors, other than responding to unsolicited inquiries concerning factual information.

TOPVISION does not, however, have to stop all communications with analysts or investors during this period and may, for example, participate in investment meetings and conferences organised by other parties, as long as material information which has not been publicly disclosed, is not selectively disclosed.

7.7 Forward-Looking Information

From time to time, the Company may convey its future direction to the public in order to assist the market to accurately value the Company's securities. The Company shall only discuss general trends, events, commitments and uncertainties that are reasonably expected based on historical and currently known data.

Documents containing forward-looking information will be accompanied by a "Cautionary Statement" which cautions the reader on the risks and uncertainties that could cause actual results and developments to differ materially from those envisaged in the forward-looking information. It includes a statement to disclaim the Company's intention or obligation to update the forward-looking information, whether as a result of new information, future events or otherwise.

8. Investment Community

8.1 Analysts, Investors and the Media

Designated Person(s) may meet with analysts, Institutional Investors, media and other market professionals on an individual or small group basis as needed and will initiate contacts or respond to their calls in a timely, consistent and accurate fashion in accordance with this Policy.

If during such meetings or responses to the calls, there is inadvertent selective disclosure of previously undisclosed material information, the Company will immediately disclose such information via Public Disclosure Materials.

8.2 Investor & Industry Conferences

Copies of presentations made during investor and industry conferences will be made available on the Company's website within one (1) week after the conference or when material information in the presentation becomes superseded by a more recent event.

8.3 Analysts Reports

Analysts may from time to time request the Company to review draft analysts' reports and only Designated Person(s) will comment on such reports. Comments will be limited to identifying publicly disclosed factual information that could affect the analyst's model and to pointing out inaccuracies or omissions with reference to the publicly available information. The Company will not attempt to influence an analyst's conclusions.

The Company will not externally distribute analyst's research reports but, if requested, will advise which analysts follow the Company, accompanied by an appropriate disclaimer that the view expressed in any reports, including all forward-looking information, are the views of the analysts and not of the Company.

8.4 Review of presentations and hand-out materials

The Investor Relations personnel (CFO or COO) should provide an advance copy of all presentation materials to the Management who will review the presentation material, handouts and speaking notes for accuracy and consistency with other public disclosures. The Management will confirm with the Investor Relations personnel whether the contents or remarks are acceptable from a disclosure perspective.

8.5 Corporate Website

All the Company's publicly disclosed material information and presentations to analysts and conferences will be made available through the corporate website for a reasonable period of time. IT personnel are responsible to ensure that the Company's website is kept up-to-date with the Company's latest disclosures.

9. Disclosure Record

9.1 The CEO Office will maintain a file containing all public information about the Company (other than information that is already electronically filed with Bursa Malaysia), including all press releases,

analysts' reports commented on, transcripts or tape recordings of conference calls, investor presentations, executive speeches, and as much as practicable, significant media articles on the Company.

10. Enforcement

- 10.1 Any employee who violates this Policy may be cautioned or face disciplinary action up to and including termination of his or her employment with the Company. If it appears that the employee may have also violated certain securities laws, the Company may refer the matter to the appropriate regulatory authorities for further investigations.
- 10.2 If any of TOPVISION employees have any doubts as to their responsibilities under this Policy, they should seek clarification and guidance from the Management.

11. Review of the Policy

- 11.1 The Board has approved this Policy on 29 March 2024 and remains effective until the next review.
- 11.2 A periodic review of the Policy will be undertaken to reflect any applicable changes within the Company as well as any development in relevant laws, rules, and regulations to enable the Board to discharge its duties and responsibilities effectively.