

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

Key assumptions and sources of estimation uncertainty (continued)

(iv) Useful lives and residual values of property, plant and equipment

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives after deducting their residual values. Management exercises judgement in estimating useful lives and residual values of the depreciable assets.

Useful lives are estimated based on management's knowledge of assets owned by the Group and industry experience and are normally equal to the design life of assets. Residual values of assets are estimated based on prevailing market conditions and expected amounts to be obtained for assets at the end of their useful lives, after deducting the estimated costs of disposal.

The Group assesses annually useful lives and residual values of the property, plant and equipment and if expectation differs from the original estimate, such difference will impact depreciation in the financial year in which such estimate has been changed.

(v) Recoverability of deferred tax assets

Deferred tax assets are recognised for unutilised capital allowances to the extent that it is probable that taxable profit will be available against which these losses and capital allowances can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies as disclosed in Note 18.

Assumptions about generation of future taxable profits depend on management's estimates of future profitability. These depend on estimates of future revenue, operating costs, capital expenditure, and other working capital transactions. Judgement is also required about the application of income tax legislation. These judgements and assumptions are subject to risks and uncertainty, hence there is a possibility that changes in circumstances will alter expectations, which may impact the amount of deferred tax assets recognised in the statements of financial position and the amount of unrecognised tax losses and capital allowances.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT

The Group and the Company's overall financial risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group and the Company. Financial risk management is carried out through risk reviews, internal control systems and adherence to the Group and the Company's financial risk management policies. The Directors of the Group and the Company regularly review these risks and approve the policies, which cover the management of these risks.

The Group and the Company are exposed to credit risk, liquidity risk, interest rate risk, foreign currency exchange risk and capital risk.

(i) Credit risk

Credit risk arises when services are rendered on credit terms. Customers are subject to credit checks and outstanding accounts are followed up on a timely basis. Credit risk concentration is monitored by monitoring performance of customers and actively engaging with customers to ensure payments are settled within the credit period.

Concentration of credit risk

The Group has no significant exposure to any individual customer, geographical location or industry category other than as disclosed in Note 15. Significant credit and recovery risks associated with receivables have been provided for in the financial statements.

Credit risk also arises from deposits with licensed banks. The deposits are placed with credit worthy financial institutions. The Company considers the risk of material loss in the event of non-performance by a financial counterparty to be unlikely.

Impairment of trade receivables and accrued income using simplified approach

The expected loss rates for the Group's trade receivables and accrued income are based on payment profiles for services rendered over a period of 24 months before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of customers to settle their debts. The Group has identified doubtful debts that cannot be collected and accordingly has adjusted the historical loss rates based on expected changes in this factor. No significant changes to estimation techniques or assumptions were made during the financial year.

Movement on the Group's loss allowances for trade receivables is disclosed in Note 20.

Deposits and bank balances

For deposits and bank balances, the Group and the Company seek to ensure that cash assets are invested safely and profitably by assessing counterparty risks and allocating placement limits for various creditworthy financial institutions. While deposits and bank balances are also subject to the impairment requirements of MFRS 9, the identified impairment loss was immaterial.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Credit risk (continued)

Other financial assets at amortised cost

Other financial assets at amortised cost include other receivables and there are no identified impairment loss.

The credit quality of financial assets that are not impaired can be assessed by reference to external credit ratings (if available) for bank balances and to historical information about counterparty default rates for trade and other receivables.

The allowance for impairment as at year end was determined as follows:

	Current RM	1-90 days RM	91-120 days RM	More than 120 days RM	Total RM
Group					
<u>At 31 December 2024</u>					
Gross carrying amounts					
- Trade receivables	28,184,554	25,693,779	-	7,547,839	61,426,172
- Accrued income	30,949,029	-	-	-	30,949,029
- Other receivables	9,442,262	-	-	-	9,442,262
	68,575,845	25,693,779	-	7,547,839	101,817,463
Allowance for impairment					
- Trade Receivables	-	-	-	(7,437,839)	(7,437,839)
Net carrying amount	68,575,845	25,693,779	-	110,000	94,379,624

As at 31 December 2024, the Group has certain amounts outstanding from customers whom defaulted on their payments in the previous financial year and are currently undergoing debt restructuring exercise. The balance was provided.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Credit risk (continued)

	Current RM	1-90 days RM	91-120 days RM	More than 120 days RM	Total RM
Group					
<u>At 31 December 2023</u>					
Gross carrying amounts					
- Trade receivables	12,355,646	8,893,520	17,185	6,617,056	27,883,407
- Accrued income	8,849,536	6,469,349	-	-	15,318,885
- Other receivables	3,016,044	-	-	732,384	3,748,428
	24,221,226	15,362,869	17,185	7,349,440	46,950,720
Allowance for impairment					
- Trade receivables	-	-	-	(6,507,056)	(6,507,056)
Net carrying amount	24,221,226	15,362,869	17,185	842,384	40,443,664

The Company's exposure to credit risk is not significant.

(ii) Liquidity risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting its financial obligations. The objectives of the Group's and of the Company's liquidity risk management policies is to ensure the Group and the Company have sufficient cash to meet operational and financing needs as and when they fall due, availability of funding by keeping committed credit lines and meet external covenants compliance. The Group and the Company monitor rolling forecasts of the Group's and of the Company's liquidity requirement.

During the financial year, waivers were obtained by certain subsidiaries of the Group in relation to the debt to equity ratio covenant. With the waivers in place, the Group complied with all loan covenants. The Group is in the midst of refinancing their existing indebtedness. The Group had recently signed a letter of offer on 27 March 2025 with term loans and revolving credit facility, with plans to sign the definitive agreements by the end of the financial year as disclosed in Note 32(b). With the refinancing in place, there is no indication that the Group will have difficulty in complying with its new covenants.

In the prior financial year, the Group's current liabilities exceeded its current assets by RM109,666,558 as the Group's long-term borrowings of RM202,937,467 were reclassified as short-term borrowings due to a technical breach of a covenant of several loans with a bank. The Group had on 28 February 2024 received a waiver from complying with the said loan covenant for the year ended 31 December 2023.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT (CONTINUED)

(ii) Liquidity risk (continued)

The table below summarises the maturity profile of the Group's and the Company's liabilities (including interest on borrowings) at the financial year end based on contractual undiscounted repayment obligations.

	Within 1 year RM	Between 1 and 2 years RM	Between 2 and 5 years RM	Total RM
Group				
<u>At 31 December 2024</u>				
Lease liabilities	113,083	70,483	38,665	222,231
Bank borrowings	32,303,626	31,009,510	105,394,250	168,707,386
Redeemable preference shares	9,898,194	-	-	9,898,194
Trade and other payables	45,847,086	-	-	45,847,086
	<u>88,161,989</u>	<u>31,079,993</u>	<u>105,432,915</u>	<u>224,674,897</u>
<u>At 31 December 2023</u>				
Lease liabilities	513,367	46,800	4,200	564,367
Bank borrowings	232,519,218	-	-	232,519,218
Redeemable preference shares	10,467,408	-	-	10,467,408
Trade and other payables	31,893,326	-	-	31,893,326
Dividend payable	27,081,874	-	-	27,081,874
	<u>302,475,193</u>	<u>46,800</u>	<u>4,200</u>	<u>302,526,193</u>

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT (CONTINUED)

(ii) Liquidity risk (continued)

	Within 1 year RM
Company	
<u>At 31 December 2024</u>	
Trade and other payables	2,688,832
Financial guarantee contracts*	126,713,015
	<u>129,401,847</u>
<u>At 31 December 2023</u>	
Trade and other payables	368,955
Dividend payable	27,081,874
Financial guarantee contracts*	191,719,164
	<u>219,169,993</u>

* The Company provided corporate guarantees to financial institutions on behalf of its subsidiaries, which are repayable on demand in the event of default, amounting to RM126,713,015 (2023: RM191,719,164). The Group has also provided bank guarantees, tender bonds and bid bonds amounting to RM5,565,460 as at 31 December 2024 (2023: RM7,656,460) primarily due to the tendering of new contracts and as guarantee for the performance of charter contracts and use of port facilities by the Company's subsidiaries.

(iii) Interest rate risk

Interest rate risks arise mainly from the Group's and the Company's short-term deposits and borrowings. The Group's and the Company's short-term deposits are placed at prevailing interest rates. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. Bank rates are typically reviewed and adjusted periodically in accordance with prevailing interest rates. Increases in interest rates would increase interest expenses relating to the Group's outstanding floating rate borrowings and increase the cost of new debt. Interest rates applicable to borrowings are regularly reviewed against prevailing and anticipated market interest rates in order to determine if refinancing or early repayment is warranted. The table below sets forth the carrying amounts of borrowings, by floating interest rate terms.

	2024 RM	2023 RM
		Group
Floating rate loans (unhedged)	150,825,878	173,678,587
Impact on profit after tax for the financial year and equity:		
1.0% increase in interest rate	(1,146,277)	(1,319,957)
1.0% decrease in interest rate	1,146,277	1,319,957

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT (CONTINUED)

(iv) Foreign currency exchange risk

The Group's foreign currency exchange risk arises primarily from the purchase of materials, spare parts and other services relating to maintenance of vessels as well as contracts for which the charter rate is denominated in a currency other than the respective company's functional currency.

The Group has several foreign currency denominated bank accounts, trade and other receivables and trade and other payable.

The currency exposure of financial assets and financial liabilities of the Group and of the Company that are not denominated in the functional currency of the respective companies are set out below:

Material cash and bank balances denominated in foreign currencies are as follows:

	<u>2024</u> RM	Group <u>2023</u> RM
US Dollar	286,769	42,967

Material trade and other payables for the Group (current and non-current) denominated in foreign currencies are in the table below. There are no material trade and other payables denominated in foreign currencies in the Company.

	<u>2024</u> RM	Group <u>2023</u> RM
<u>Current</u>		
US Dollar	205,346	20,572
Singapore Dollar	765,423	422,087
Brunei Dollar	228,050	253,851
Japanese Yen	276,087	-

The Group and Company's exposure to the fluctuation of foreign currency exchange rates is immaterial.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT (CONTINUED)

(v) Capital risk management

The Group and the Company define capital as total equity and borrowings as presented in the statements of financial position. The Group's and the Company's objectives when managing capital are to safeguard the Group's and the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Group and the Company may return capital to shareholders, issue new shares or sell assets to reduce debt. The Group and the Company monitor capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total equity. Net debt is calculated as total borrowings (including current and non-current borrowings as shown in the statements of financial position) less cash and bank balances. Total equity is calculated as shareholders' equity as shown in the statements of financial position.

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Debt	160,724,072	248,795,659
Less: Cash and bank balances	(91,557,823)	(147,358,131)
Net debt	<u>69,166,249</u>	<u>101,437,528</u>
Total equity	<u>456,522,729</u>	<u>377,328,404</u>
Net gearing ratio (times)	<u>0.15</u>	<u>0.27</u>

The Group is subject to certain externally imposed requirements in the form of loan covenants and all other undertakings. Compliance with loan covenants and undertakings are based on the terms of the respective loan agreements. The Group has complied with all the loan covenants and its other undertakings during and as at the financial year as disclosed in Note 24.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

4. FINANCIAL RISK MANAGEMENT (CONTINUED)

(vi) Fair values

The carrying values of the balances disclosed in the financial statements approximates their fair values except as disclosed in the notes to the financial statements. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques.

The different levels of fair values have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that is not based on observable market data (unobservable inputs).

5. REVENUE

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Revenue from contracts with customers</u>				
Charter hire of vessels	225,198,255	188,041,236	-	-
Meals and backcharges to charterers	8,297,891	9,556,853	-	-
	233,496,146	197,598,089	-	-
<u>Revenue from other sources</u>				
Operating lease income	2,284,985	2,190,000	-	-
Dividend income	-	-	-	29,075,142
Management fee income	-	-	4,687,834	4,136,894
	235,781,131	199,788,089	4,687,834	33,212,036

Revenue from charter hire of vessels is recognised on an overtime basis while the meals and backcharges to charterers are recognised at a point in time basis.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

6. OTHER INCOME

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Interest income	923,995	1,365,345	211,399	921,222
Insurance recovery	3,128,421	1,197,630	-	-
Fair value gain on debt settlement	2,428,132	-	-	-
Miscellaneous other income	56,545	425,434	33,304	59
	6,537,093	2,988,409	244,703	921,281

7. FINANCE COSTS

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Term loan interest/profit	10,285,691	20,651,901	-	-
Lease interest	5,272	47,897	-	-
	10,290,963	20,699,798	-	-

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

8. PROFIT BEFORE TAXATION

Profit before taxation is stated after charging/(crediting):

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
Auditors' remuneration					
- Fees for statutory audit					
- PricewaterhouseCoopers PLT ("PwC"), Malaysia		689,248	747,186	206,250	202,250
- Member firms of PwC Malaysia		32,327	30,584	-	-
- Fees for audit-related services ⁽¹⁾					
- PwC, Malaysia		1,030,000	255,000	1,030,000	255,000
- Fees for other services ⁽²⁾					
- Member firms of PwC Malaysia		684,796	84,861	611,796	7,000
- Other auditors		-	10,531	-	-
Consumable costs		13,899,383	13,278,939	-	-
Depreciation of property, plant and equipment	16	58,893,758	54,602,943	-	-
Depreciation of right-of-use assets	19	407,647	555,619	-	-
Employee benefits expense	9	51,915,158	53,700,388	3,356,346	4,249,016
Impairment loss/ (reversal of impairment) on vessels (net)	16	1,629,786	(12,162,306)	-	-
Impairment/(Reversal) of receivables (net)		930,783	(23,348)	-	-
Insurance expense		4,630,266	4,721,236	116,239	-
Professional fees		7,015,101	5,208,675	3,971,416	-
Ship operation and charter hire costs		30,425,493	29,056,126	-	-
Victualling, joining and repatriation costs		9,426,101	9,920,959	-	-
Realised (gain)/loss on foreign exchange		(302,653)	398,693	4,585	-
Net unrealised loss/(gain) on foreign exchange		2,296,826	(4,356,014)	1,033	-

Notes:

⁽¹⁾ Fees for audit-related services mainly comprise of services relating to audit on financial information on corporate exercises, non-recurring fee for quarterly reviews and agreed upon procedures review.

⁽²⁾ Fees for other services mainly comprise of services relating to due diligence on corporate exercises and other taxation services.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

9. EMPLOYEE BENEFITS EXPENSE

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Wages, salaries, allowances and bonuses	47,838,886	48,600,036	2,638,465	2,494,879
Defined contribution plan	3,590,095	3,432,294	518,966	342,448
Social security contribution	289,214	257,721	1,952	1,352
Share based payments	196,963	1,410,337	196,963	1,410,337
	51,915,158	53,700,388	3,356,346	4,249,016

Included in employee benefits expense of the Group and the Company are the Directors' remuneration amounting to RM2,788,733 (2023: RM3,993,674) and RM2,788,733 (2023: RM3,146,533) respectively as further disclosed in Note 10.

10. DIRECTORS' REMUNERATION

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Executive:</u>				
Salaries, allowances and bonuses	2,200,545	2,331,440	2,200,545	1,584,000
Defined contribution plan	416,760	400,661	416,760	300,960
Share based payments	171,428	1,261,573	171,428	1,261,573
	2,788,733	3,993,674	2,788,733	3,146,533
<u>Non-Executive:</u>				
Fees and emoluments	833,835	949,000	833,835	949,000
Total Directors' remuneration (excluding benefits-in-kind)	3,622,568	4,942,674	3,622,568	4,095,533

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

11. TAXATION

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
<u>Current income tax:</u>					
Malaysian corporate income tax					
- Current financial year		3,337,665	1,831,512	43,761	-
- Under/(Over) provision of income tax in prior financial year		794,252	(579,515)	263,060	-
		4,131,917	1,251,997	306,821	-
<u>Deferred tax</u>					
Deferred tax relating to the origination and reversal of temporary differences	18	2,295,634	4,921,114	-	-
Tax expense for the financial year		6,427,551	6,173,111	306,821	-

The income tax is calculated at the statutory tax rate at 24% (2023: 24%) on the estimated chargeable profit for the financial year. Subsidiaries of the Company, being Malaysian tax residents incorporated in Labuan under the Labuan Companies Act, 1990, are taxed at 3% of profit before taxation in accordance with the Labuan Business Activity Tax Act, 1990 excluding certain subsidiaries where the income tax were calculated based on Income Tax Act, 1967. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

Reconciliations of income tax expense applicable to profit before taxation at the statutory income tax rate to income tax expense at the effective income tax rate of the Group and the Company are as follows:

		Group		Company	
		2024 RM	2023 RM	2024 RM	2023 RM
Profit/(Loss) before taxation	32,624,206	12,785,867	(6,105,023)	27,087,358	
Taxation at Malaysian statutory tax rate at 24%	7,829,809	3,068,608	(1,465,206)	6,500,966	
Effects of tax in Labuan and other foreign jurisdictions	(9,936,070)	(1,868,955)	-	-	
Tax effect of expenses not deductible for tax purposes	8,190,908	5,024,021	1,508,967	477,068	
Tax effect of income not taxable for tax purposes	(180,745)	(511,596)	-	(6,978,034)	
Under/(Over) provision of tax in prior financial year	794,252	(579,515)	263,060	-	
Tax losses for which no deferred tax asset has been recognised	-	1,040,548	-	-	
Utilisation of previously unrecognised tax losses	(270,603)	-	-	-	
Tax expense for the financial year	6,427,551	6,173,111	306,821	-	

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

12. DISCONTINUED OPERATIONS

In the prior financial year, the Group optimised its resources in the Offshore Support Vessel ("OSV") segment leveraging on the Group's position as a leading OSV player in the industry. The Group discontinued its drilling segment activity whilst exploring new revenue generating opportunities. The financial results and cash flows of the drilling segment have been presented as discontinued operations as follows:

	<u>2023</u> RM
<u>Statement of Comprehensive Income</u>	
Cost of sales ⁽¹⁾	(147,007)
Gross profit	(147,007)
Administrative expense ⁽¹⁾	250,831
Profit from operations/Profit before taxation	103,824
Taxation	-
Profit/Total comprehensive income for the financial year	<u>103,824</u>
Profit/Total comprehensive income attributable to owners of:	
– the Company	<u>103,824</u>

¹Included adjustment for over/(under) accruals.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

12. DISCONTINUED OPERATIONS (CONTINUED)

In the prior financial year, the Group optimised its resources in the Offshore Support Vessel ("OSV") segment leveraging on the Group's position as a leading OSV player in the industry. The Group discontinued its drilling segment activity whilst exploring new revenue generating opportunities. The financial results and cash flows of the drilling segment have been presented as discontinued operations as follows (continued):

Significant operating expenses and other gains and losses of the discontinued operations are as follows:

	<u>2023</u> RM
<u>Cost of sales</u>	
Crew cost ⁽¹⁾	(134,952)
Consumable cost ⁽¹⁾	<u>(12,055)</u>
 <u>Administrative expenses</u>	
Employee benefits expenses ⁽¹⁾	<u>250,831</u>
 ¹ Included adjustment for over/(under) accruals	
	<u>2023</u> RM
<u>Statement of Cash Flows</u>	
Net cash used in operating activities	<u>(8,514,398)</u>
Net decrease in cash and cash equivalents	<u>(8,514,398)</u>

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

13. EARNINGS PER SHARE ("EPS")

The basic EPS has been calculated based on the consolidated profit attributable to equity holders of the Company and divided by the weighted average number of ordinary shares in issue.

(i) Basic EPS

	Group	
	2024 RM	2023 RM
Earnings attributable to equity holders of the Company		
- from continuing operations	44,047,150	4,752,354
- from discontinued operations	-	103,824
Weighted average number of ordinary shares in issue	596,437,242	541,283,772
Basic EPS (sen)		
- from continuing operations	7.39	0.88
- from discontinued operations	-	0.02

As at 31 December 2024, the Company has no outstanding shares pursuant to the termination of the Employees' Share Option Scheme as disclosed in Note 26. In the previous financial year, the Company had 669,999 potential ordinary shares outstanding pursuant to the issuance of the Employees' Share Option Scheme on 9 October 2023.

(ii) Diluted EPS

	Group	
	2024 RM	2023 RM
Earnings attributable to equity holders of the Company		
- from continuing operations	44,047,150	4,752,354
- from discontinued operations	-	103,824
Weighted average number of ordinary shares in issue	596,437,242	541,283,772
Adjusted for dilutive warrants	14,696,012	-
Weighted average number of ordinary shares in issue for Diluted EPS	611,133,254	541,283,772
Diluted EPS (sen)		
- from continuing operations	7.21	0.88
- from discontinued operations	-	0.02

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

14. DIVIDEND

	2024		Company 2023	
	Sen	RM	Sen	RM
Single-tier tax-exempt ordinary dividends				
- Interim dividend of 5.0 sen per ordinary shares paid on 9 January 2024	-	-	5	27,081,874

The Directors do not recommend payment of any final dividend for the financial year ended 31 December 2024.

15. SEGMENT REPORTING

(i) Reportable segment

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers comprising the Board of Directors and the Executive Chairman. The chief operating decision makers are responsible for allocating resources, assessing performance of the operating segments and making strategic decisions.

Upon the discontinuation of the Drilling segment in prior year (as disclosed in Note 12), the Group's segment comprise only the OSV segment – vessel owning/leasing activities together with the provision of vessel chartering and ship management services to oil and gas related industries. These integrated activities are known as the offshore support vessel operations.

The Group has 3 customers (2023: 3 customers) which generated revenue amounting to 10% or more of the Group's total revenue within this segment:

	2024		2023	
	%	RM	%	RM
<u>Direct</u>				
Customer 1	36	83,934,229	32	64,432,448
Customer 2	21	50,308,474	35	70,017,036
Customer 3	14	32,245,836	11	21,766,250
Total	71	166,488,539	78	156,215,734

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

15. SEGMENT REPORTING (CONTINUED)

(ii) Geographical information

The Group's operations are carried out predominantly in Malaysia. Revenue earned by the Group analysed by the location of its external customers is as follows:

	2024		2023	
	%	RM	%	RM
Revenue				
Malaysia	79	185,499,339	65	129,771,053
Brunei	21	50,281,792	35	70,017,036
Total	100	235,781,131	100	199,788,089

Non-current assets (excluding financial instruments and deferred tax assets) of the Group based on where the assets located for the generation of revenue are as follows:

	2024		2023	
	%	RM	%	RM
Malaysia	76	371,877,313	75	367,876,028
Brunei	24	120,003,494	25	124,601,408
Total	100	491,880,807	100	492,477,436

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

16. PROPERTY, PLANT AND EQUIPMENT

Group	Note	Vessel RM	Vessel Parts RM	Drydocking expenditure RM	Motor Vehicles RM	Office Equipment RM	Computers RM	Furniture and fittings RM	Renovation RM	Total RM
<u>At 31 December 2024</u>										
<u>Cost</u>										
Beginning of the financial year		1,096,581,322	11,092,515	156,736,825	127,406	321,418	3,682,833	173,742	926,503	1,269,642,564
Additions during the financial year		-	747,137	61,223,212	-	-	138,021	11,407	-	62,119,777
Disposal during the financial year		-	-	-	-	(79,048)	(10,707)	(103,965)	(329,011)	(522,731)
Currency translation reserve		(6185,273)	(217,824)	(1,024,832)	-	-	(40)	(1,092)	-	(7,429,061)
End of the financial year		1,090,396,049	11,621,828	216,935,205	127,406	242,370	3,810,107	80,092	597,492	1,323,810,549
<u>Accumulated depreciation</u>										
Beginning of the financial year		310,826,022	8,668,786	106,930,036	113,791	171,942	3,251,630	96,842	706,527	430,765,576
Charge for the financial year		34,025,773	1,639,591	22,655,394	-	16,663	317,673	18,692	219,972	58,893,758
Disposal for the financial year		-	-	-	-	(79,048)	(10,692)	(97,985)	(329,007)	(516,732)
Currency translation reserve		(2,863,425)	(52,857)	(793,402)	-	-	(19)	(877)	-	(3,710,580)
End of the financial year		341,988,370	10,255,520	128,792,028	113,791	109,557	3,558,592	16,672	597,492	485,432,022
<u>Accumulated impairment loss</u>										
Beginning of the financial year		346,868,839	-	-	-	-	-	-	-	346,868,839
Impairment during the financial year		51,809,786	-	-	-	-	-	-	-	51,809,786
Reversal of impairment during the financial year		(50,180,000)	-	-	-	-	-	-	-	(50,180,000)
Currency translation reserve		(1,796,470)	-	-	-	-	-	-	-	(1,796,470)
End of the financial year		346,702,155	-	-	-	-	-	-	-	346,702,155
Net book value		401,705,524	1,366,308	88,143,177	13,615	132,813	251,515	63,420	-	491,676,372

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

16. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Group (continued)

At 31 December 2023

Cost

	Note	Vessel RM	Vessel Parts RM	Drydocking expenditure RM	Building RM	Motor Vehicles RM	Office Equipment RM	Computers RM	Furniture and fittings RM	Renovation RM	Total RM
Beginning of the financial year		1,230,954,903	8,957,939	151,757,645	797,909	127,406	306,037	3,682,790	92,660	887,458	1,397,564,747
Additions during the financial year		-	2,808,010	22,068,001	-	-	15,381	-	79,911	39,045	25,010,348
Disposal during the financial year		-	-	-	(797,909)	-	-	-	-	-	(797,909)
Reclassification to non-current assets held for sale	22	(141,026,948)	(834,104)	(18,185,694)	-	-	-	-	-	-	(160,046,746)
Currency translation reserve		6,653,367	160,670	1,096,873	-	-	-	43	1,171	-	7,912,124
End of the financial year		1,096,581,322	11,092,515	156,736,825	-	127,406	321,418	3,682,833	173,742	926,503	1,269,642,564

Accumulated depreciation

Beginning of the financial year		303,237,741	7,509,369	104,444,501	174,945	113,791	144,687	3,003,637	86,289	545,545	419,260,505
Charge for the financial year		32,420,451	1,663,248	20,061,820	11,426	-	27,255	247,978	9,783	160,982	54,602,943
Disposal for the financial year		-	-	-	(186,371)	-	-	-	-	-	(186,371)
Reclassification to non-current assets held for sale	22	(27,466,614)	(534,193)	(18,185,692)	-	-	-	-	-	-	(46,186,499)
Currency translation reserve		2,634,444	30,362	609,407	-	-	-	15	770	-	3,274,998
End of the financial year		310,826,022	8,668,786	106,930,036	-	113,791	171,942	3,251,630	96,842	706,527	430,765,576

Accumulated impairment loss

Beginning of the financial year		460,957,392	-	-	-	-	-	-	-	-	460,957,392
Impairment during the financial year		3,179,158	-	-	-	-	-	-	-	-	3,179,158
Reversal of impairment during the financial year		(15,341,464)	-	-	-	-	-	-	-	-	(15,341,464)
Reclassification to non-current assets held for sale	22	(101,926,247)	-	-	-	-	-	-	-	-	(101,926,247)
End of the financial year		346,868,839	-	-	-	-	-	-	-	-	346,868,839
Net book value		438,886,461	2,423,729	49,806,789	-	13,615	149,476	431,203	76,900	219,976	492,008,149

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

16. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

- (i) Vessels of the Group with net book values totaling RM283,680,991 (2023: RM251,312,854) have been charged to secure loan granted to the Group as disclosed in Note 25.
- (ii) There were RM5,492,300 non-cash additions during the year arising from drydocking accruals (2023: RM1,817,262).
- (iii) Proceeds from disposal of property, plant and equipment received during the financial year were RM9,200 (2023: RM3,514,500).

Impairment assessment of vessels

The Group recognised net impairment charge of RM1,629,786 (2023: net reversal of impairment loss of RM12,162,306) due to changes in the estimated recoverable amount of the vessels.

The Group considered each vessel with its vessel parts and drydocking expenditure that generates independent cashflows as separate Cash Generating Units ("CGUs"). Recoverable amounts used in impairment assessments for each CGU were determined at higher of Fair Value Less Cost of Disposal ("FVL COD") and Value in Use ("VIU") derived from each vessel with its vessel parts and capitalised drydocking expenditure (collectively referred to as "vessels").

In determining the recoverable amounts of vessels that are impaired or written back during the year, the following methods were used:

FVL COD

Fair value of vessels have been assessed by an independent professional valuer with appropriate qualifications and experience in valuation of vessels. The valuation method applied in determining market value was the market comparable approach which reflects recent market transactions of similar vessels of similar age and specifications. The valuation technique is therefore classified as level 3 measurement in the fair value hierarchy. The independent valuer had taken into consideration prevailing market conditions and adjusted for age, timing of drydocking and specifications where necessary before arriving at the most appropriate fair value for vessels. Costs of disposal were determined at 5% of fair value of vessels and reflect management's expectations based on experience with disposal of assets and industry benchmarks. The recoverable amount of vessels determined based on FVL COD was RM550,278,950 (2023: RM17,837,942) which was RM1,629,786 lower than (2023: RM5,027,642 lower than) their carrying amount of RM551,908,736 (2023: RM12,810,300).

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

16. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Impairment assessment of vessels (continued)

VIU

Recoverable amounts of vessels determined based on VIU in the current financial year is Nil. (In the prior financial year, recoverable amounts of vessels determined based on VIU was RM161,190,905, which was RM7,134,664 higher than their carrying amounts of RM154,056,241.)

The key assumptions used in the VIU cash flow for the financial year end are as follows:

- Cash flow projections are based on the remaining useful lives of vessels;
- Utilisation rates and charter rates are based on past performance, management's expectation of market development and weighted average growth rates consistent with forecasts included in industry reports;
- Drydocking expenditure are based on historical trends; and
- Discount rate of 10.7% (2023: 10.5%) is applied for vessels operating in Malaysia.
- Discount rate of 8.9% (2023: 9.5%) is applied for vessels operating in Brunei.

Discount rates used are pre-tax and reflect specific risks relating to CGUs. Discount rates applied to cash flow projections are derived from the cost of capital plus a reasonable risk premium at the date of assessment. Sensitivity of the recoverable amounts to changes in key assumptions with all other variables held constant are as follows:

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Utilisation rate increased by 3%	-	7,765,997
Utilisation rate decreased by 3%	-	(9,667,935)
Charter rate increased by 5%	-	12,034,611
Charter rate decreased by 5%	-	(16,113,225)
Discount rate increased by 1%	-	(4,772,421)
Discount rate decreased by 1%	-	4,505,828
Fair value less costs to sell increase by 5%	27,513,948	891,897
Fair value less costs to sell decrease by 5%	(27,513,948)	(891,897)

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

17. INTERESTS IN SUBSIDIARIES

	Note	2024 RM	Company 2023 RM
Unquoted shares, at cost	(a)	485,845,488	489,327,819
Capital contribution to a subsidiary	(b)	105,000,000	105,000,000
		590,845,488	594,327,819
Accumulated impairment loss		(332,937,865)	(332,937,865)
Investments in subsidiaries		257,907,623	261,389,954
Amounts due from subsidiaries (net)	(c)	520,507,213	507,922,639
Accumulated impairment loss		(399,692,553)	(399,692,553)
		120,814,660	108,230,086
Total interests in subsidiaries		378,722,283	369,620,040
Current:			
Amounts due from subsidiaries		-	33,212,036
Non-current:			
Amounts due from subsidiaries		520,507,213	474,710,603
Investments in subsidiaries		590,845,488	594,327,819
Accumulated impairment loss		(732,630,418)	(732,630,418)
		378,722,283	336,408,004
Total interests in subsidiaries		378,722,283	369,620,040

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

17. INTERESTS IN SUBSIDIARIES (CONTINUED)

- (a) On 13 May 2024, the Company's ownership interest in Icon Offshore Group Sdn. Bhd. ("IOG") reduced from 100% to 70% following the disposal of a 30% interest in its investment. The proceeds from this disposal was RM2,280,000. A loss on dilution of shareholding in subsidiary of RM1,202,331 was recognised by the Company. The Company maintains control of the subsidiary.
- (b) Advances of RM105,000,000 owing by a subsidiary to the Company as at 31 December 2017 were reclassified from amounts due from subsidiaries to investments in subsidiaries after having considered the working capital needs of the subsidiary as approved by the Board of Directors of the Company. Subsequently, these advances are not repayable by the subsidiary and are treated as an increase in the Company's investment in the subsidiary.
- (c) The amounts due from subsidiaries arose from advances which are unsecured and non-interest bearing with no fixed terms of repayment. The Company has a right to call for repayment although this is not expected in the foreseeable future. Accordingly, the Company has classified this as a debt instrument accounted for in accordance with MFRS 9, and as non-current receivables.

Impairment assessment of investments in subsidiaries and amounts due from subsidiaries

During the financial year ended 31 December 2024, management of the Company performed impairment assessments on the carrying values of its investments in subsidiaries and amounts due from subsidiaries as there were indicators of impairment. The recoverable amounts of subsidiaries for assessment of impairment were determined based on VIU cashflows. Whereas the assessments of recoverability of amounts due from the subsidiaries, were based on the expected credit loss from the respective subsidiaries. Based on management's assessments, no further impairment was required.

VIU cashflows were determined based on the present value of dividend cash flows expected from subsidiaries, estimated based on the present value of cash flows generated from the underlying assets of each subsidiary net of financing cash flows.

Key assumptions used in the VIU cash flow for the financial year end are as follows:

- Cash flow projections are based on the remaining useful lives of underlying assets of subsidiaries;
- Utilisation rates and charter rates are based on past performance, management's expectation of market development and weighted average growth rates consistent with forecasts included in industry reports;
- Drydocking expenditure is based on historical trends; and
- Cost of equity of 14.1% (2023: 13.5 %) was applied.

Discount rates used are pre-tax and reflect specific risks relating to investments. Discount rates applied to cash flow projections are derived from the cost of capital plus a reasonable risk premium at the date of assessment.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

17. INTERESTS IN SUBSIDIARIES (CONTINUED)

Impairment assessment of investments in subsidiaries and amounts due from subsidiaries (continued)

Sensitivity of the carrying amounts to changes in key assumptions with all other variables being held constant are as follows:

	Company	
	2024 RM	2023 RM
Utilisation rate increased by 3%	29,072,968	45,348,944
Utilisation rate decreased by 3%	(29,081,321)	(31,582,007)
Charter rate increased by 5%	50,441,512	89,236,897
Charter rate decreased by 5%	(50,449,865)	(67,697,729)
Discount rate increased by 1%	(18,651,496)	(25,088,758)
Discount rate decreased by 1%	19,412,937	24,560,693

For purpose of assessing the recoverability of the amounts due from subsidiaries, the expected credit losses were estimated based on expected timing of collections from subsidiaries and their ability to repay the Company based on the approved budgets and the estimated future cash flows of the respective subsidiaries applying key assumptions used in the vessel impairment assessment detailed in Note 16.

The details of the Company's subsidiaries are as follows:

Names of subsidiaries	Country of incorporation/ Principal place of business	Principal activities	The Company's effective interest	
			2024 %	2023 %
<u>Direct subsidiaries</u>				
Icon Ship Management Sdn. Bhd.	Malaysia	Ship management services to the oil and gas related industries	100	100
Icon Fleet Sdn. Bhd.	Malaysia	Investment holding	100	100
Icon Offshore Group Sdn. Bhd. ⁽⁷⁾	Malaysia	Provision of vessel services to the oil and gas related industries	70	100
LFG Overseas Ventures Sdn. Bhd. ⁽⁹⁾	Malaysia	Investment holding	100	-
LFG Well Services Sdn. Bhd. ⁽⁹⁾	Malaysia	Provision of well services to the oil and gas related industries	100	-

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

17. INTERESTS IN SUBSIDIARIES (CONTINUED)

The details of the Company's subsidiaries are as follows (continued):

Names of subsidiaries	Country of incorporation/ Principal place of business	Principal activities	The Company's effective interest	
			2024 %	2023 %
Indirect subsidiaries				
Omni Marine Sdn. Bhd.	Malaysia	Dormant	100	100
Omni Triton Sdn. Bhd.	Malaysia	Dormant	100	100
Omni Power Sdn. Bhd.	Malaysia	Dormant	-	100
Icon Drilling Sdn. Bhd. ⁽³⁾	Malaysia	Dormant	100	100
Icon Maritime Training Centre Sdn. Bhd.	Malaysia	Dormant	100	100
Icon Caren (L) Inc. ⁽¹⁾⁽³⁾	Malaysia	Dormant	100	100
Icon Kayra (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Omni Emery (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Omni Victory (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Omni Marissa (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Omni Stella (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Omni Flotilla (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Omni Offshore (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Icon Azra (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Samudera (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Ikhlas (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Zara (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Waja (L) Inc. ⁽¹⁾⁽⁶⁾⁽⁸⁾	Malaysia/ Brunei	Leasing of vessels	85	85
Icon Corridor (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Ocean (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Puteri 1 (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Puteri 2 (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

17. INTERESTS IN SUBSIDIARIES (CONTINUED)

The details of the Company's subsidiaries are as follows (continued):

Names of subsidiaries	Country of incorporation/ Principal place of business	Principal activities	The Company's effective interest	
			2024 %	2023 %
<u>Indirect subsidiaries (continued)</u>				
Icon Dawai (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Icon Huma (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Icon Sari (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Biru 1 (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Biru 2 (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Icon Dahan 1 (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Dahan 2 (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Pinang 1 (L) Inc. ⁽¹⁾⁽²⁾	Malaysia	Dormant	100	100
Icon Pinang 2 (L) Inc. ⁽¹⁾⁽²⁾	Malaysia	Dormant	100	100
Icon Pinang 3 (L) Inc. ⁽¹⁾⁽²⁾	Malaysia	Dormant	100	100
Icon Pinang 4 (L) Inc. ⁽¹⁾⁽²⁾	Malaysia	Dormant	100	100
Icon Piai 1 (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Piai 2 (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Gaya (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Icon Tigris (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Lotus (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Sophia (L) Inc. ⁽¹⁾	Malaysia	Leasing of vessels	100	100
Icon Aliza (L) Inc. ⁽¹⁾⁽⁸⁾	Malaysia/ Brunei	Leasing of vessels	100	100
Icon Bahtera (B) Sdn. Bhd. ⁽⁴⁾⁽⁵⁾	Brunei	Vessel owner, operator and provision of vessel services to the oil and gas related industries	51	51
Icon Pioneer (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Icon Astrid (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
Icon Andra (L) Inc. ⁽¹⁾	Malaysia	Dormant	100	100
I Oilfield Services Sdn. Bhd. ⁽³⁾	Malaysia	Dormant	100	100

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

17. INTERESTS IN SUBSIDIARIES (CONTINUED)

The details of the Company's subsidiaries are as follows (continued):

Notes:

- (1) Incorporated in the Federal Territory of Labuan, under the Labuan Companies Act, 1990.
- (2) Dormant during the financial year ended 31 December 2024.
- (3) Dormant during the financial year ended 31 December 2023.
- (4) Audited by member firm of PricewaterhouseCoopers International Limited which is separate and independent legal entity from PricewaterhouseCoopers PLT
- (5) Ownership interest held by non-controlling interest is 49% (2023: 49%)
- (6) Ownership interest held by non-controlling interest is 15% (2023: 15%)
- (7) Ownership interest held by non-controlling interest is 30% (2023: Nil)
- (8) The principal place of business is in Brunei.
- (9) Newly incorporate during the financial year ended 31 December 2024 and not required to be audited for the financial year ended 31 December 2024.

Set out below are summarised financial information for Icon Waja (L) Inc. ("Icon Waja") and Icon Bahtera (B) Sdn. Bhd. ("IBSB") that have non-controlling interests that is material to the Group. The amounts disclosed are before related company eliminations.

	Icon Waja		IBSB	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Summarised statement of financial position</u>				
Current assets	221,390	67,895	30,576,765	73,155,364
Current liabilities	(8,397,375)	(21,480,955)	(67,622,174)	(120,156,802)
Net current liabilities	(8,175,985)	(21,413,060)	(37,045,409)	(47,001,438)
Non-current assets	51,608,770	56,443,802	59,031,434	110,705,385
Non-current liabilities	-	-	(7,898,629)	-
Net non-current assets	51,608,770	56,443,802	51,132,805	110,705,385
Net assets	43,432,785	35,030,742	14,087,396	63,703,947
Accumulated non-controlling interest	6,514,918	5,254,611	6,902,824	26,734,110

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

17. INTERESTS IN SUBSIDIARIES (CONTINUED)

Set out below is summarised financial information for Icon Waja and Icon Bahtera (B) Sdn. Bhd. ("IBSB") that have non-controlling interests that is material to the Group. The amounts disclosed are before related company eliminations. (continued)

	Icon Waja		IBSB	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Summarised statement of comprehensive income</u>				
Revenue	12,741,197	7,879,524	68,584,575	70,017,036
Profit after tax for the financial year	8,141,444	3,436,753	(44,158,521)	2,744,670
Other comprehensive income	-	-	(95,350)	1,766,519
Non-controlling interest	15%	15%	49%	49%
Total comprehensive income for the financial year	8,141,444	3,436,753	(44,253,871)	4,511,189
Profit after tax allocated to non-controlling interest	1,221,217	515,513	(21,637,675)	1,344,889
<u>Summarised statement of cash flows</u>				
Cash flows (used in) / generated from operating activities	-	-	(36,674,758)	14,664,431
Cash flows generated from / (used in) investing activities	-	-	776	(1,994,034)
Cash flows used in financing activities	-	-	(4,012,585)	(3,867,413)
Effect of exchange rate changes	-	-	(1,624,577)	3,214,584
Net increase in cash and bank balances	-	-	(42,311,144)	12,017,568

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

18. DEFERRED TAXATION

The following amounts, determined after appropriate offsetting, are shown in the consolidated statement of financial position:

	Group	
	2024	2023
	RM	RM
Deferred tax assets	13,122,183	18,052,782
Deferred tax liabilities	(20,107,322)	(23,485,306)

The movement during the financial year relating to deferred taxation is as follows:

	Note	Group	
		2024	2023
		RM	RM
Beginning of the financial year		(5,432,524)	921,968
(Charged)/Credited to profit or loss:	11		
- property, plant and equipment		(4,259,877)	(4,668,489)
- trade and other payables		2,249,296	(125,799)
- lease liabilities		(82,946)	(126,826)
		(2,093,527)	(4,921,114)
Foreign currency translation difference		540,912	(1,433,378)
End of the financial year		(6,985,139)	(5,432,524)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when deferred taxes relate to the same tax authority.

The components of deferred tax assets and liabilities at the end of the reporting period comprise the tax effects of:

	Group	
	2024	2023
	RM	RM
Deferred tax assets		
- property, plant and equipment	14,203,236	23,817,734
- trade and other payables	4,444,978	2,195,682
- lease liabilities	50,239	133,185
Deferred tax assets (before offsetting)	18,698,453	26,146,601
Offsetting	(5,576,270)	(8,093,819)
Deferred tax assets (after offsetting)	13,122,183	18,052,782

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

18. DEFERRED TAXATION (CONTINUED)

The components of deferred tax assets and liabilities at the end of the reporting period comprise the tax effects of:
(continued)

	2024	Group
	RM	2023
		RM
Deferred tax liabilities		
- property, plant and equipment	(25,683,592)	(31,579,125)
Deferred tax liabilities (before offsetting)	(25,683,592)	(31,579,125)
Offsetting	5,576,270	8,093,819
Deferred tax liabilities (after offsetting)	(20,107,322)	(23,485,306)

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. This involves judgement regarding the future financial performance of the subsidiary in which the deferred tax asset has been recognised. Pursuant to the Malaysia Finance Act 2021 gazetted on 31 December 2021, the time limit to carry forward unabsorbed tax losses is ten consecutive Years of Assessment ("YA").

As at 31 December 2024, the Group recorded deferred tax assets of RM13,122,183 (2023: RM18,052,782) mainly arising from capital allowances from a subsidiary of the Group. Management has assessed that this subsidiary has sufficient taxable profits for which unutilised capital allowances could be utilised in the future. Key assumptions used in taxable profit projections of the subsidiary include utilisation rates and charter rates which are based on past performance, management's expectation of market development, a mark-up percentage within arm's length range to be retained by the loss-making subsidiary for inter-company provision of the combined services of ship management and project management and weighted average growth rates that are consistent with forecasts included in industry reports.

In evaluating whether it is probable that future taxable profits will be available in future periods, all available evidence was considered, including approved budgets, business plans, and analysis of historical operating results. These forecasts are consistent with those prepared and used internally for business planning and impairment testing purposes.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

18. DEFERRED TAXATION (CONTINUED)

The amount of unutilised capital allowances and unutilised tax losses of the Group's subsidiaries, for which no deferred tax asset is recognised in the statements of financial position as it is not probable that taxable profit will be available against which these temporary differences can be utilised are as follows:

	Group	
	<u>2024</u>	<u>2023</u>
	RM	RM
Unutilised capital allowances	20,393,540	20,393,540
Unutilised tax losses		
- Expiring in FY2028	39,821,481	39,821,481
- Expiring in FY2032	5,552,545	6,297,703
- Expiring in FY2033	15,928	398,283
	45,389,954	46,517,467
	65,783,494	66,911,007

No tax losses are recognised for entities under the Labuan Business Activity Tax Act 1990.

19. RIGHTS-OF-USE ASSETS AND LEASE LIABILITIES

(i) Rights-of-use assets

The details of right-of-use assets are as follows:

	Building	
Group	<u>2024</u>	<u>2023</u>
	RM	RM
<u>Costs</u>		
At 1 January	1,843,052	1,796,688
Addition	142,795	46,364
Expiry of tenancy agreement	(1,323,689)	-
At 31 December	662,158	1,843,052
<u>Accumulated Depreciation</u>		
At 1 January	1,373,765	818,146
Charge during the year	407,647	555,619
Expiry of tenancy agreement	(1,323,689)	-
At 31 December	457,723	1,373,765
<u>Net book value</u>		
At 31 December	204,435	469,287

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

19. RIGHTS-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

(ii) Lease liabilities

The details of lease liabilities are as follows:

	<u>2024</u> <u>RM</u>	<u>2023</u> <u>RM</u>
Current liabilities	104,617	504,987
Non-current liabilities	104,713	49,950
	<u>209,330</u>	<u>554,937</u>

The movement of lease liabilities during the financial year are as follows:

	Note	<u>2024</u> <u>RM</u>	<u>2023</u> <u>RM</u>
At 1 January		554,937	1,083,382
<u>Financing cash flows</u>			
Repayment of lease liabilities		(493,674)	(622,706)
<u>Non-cash changes</u>			
Additional lease liabilities during the financial year		142,795	46,364
Finance costs for the financial year	7	<u>5,272</u>	<u>47,897</u>
At 31 December		<u>209,330</u>	<u>554,937</u>

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

20. TRADE AND OTHER RECEIVABLES

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Current:				
Trade receivables	54,919,116	21,376,351	-	-
Accrued income	30,949,029	15,318,885	-	-
Less: Impairment of trade receivables (a)	(930,783)	-	-	-
	84,937,362	36,695,236	-	-
Other receivables	9,442,262	3,748,428	-	11,994
Prepayments	3,275,511	7,851,580	38,479	141,226
Total current	97,655,135	48,295,244	38,479	153,220
Non-current:				
Trade receivables	6,507,056	6,507,056	-	-
Less: Impairment of trade receivables (a)	(6,507,056)	(6,507,056)	-	-
Total non-current	-	-	-	-
Total trade receivables, other receivables and prepayments	97,655,135	48,295,244	38,479	153,220

(a) Trade receivables

	Group	
	<u>2024</u> RM	<u>2023</u> RM
Trade receivables	61,426,172	27,883,407
Less: Loss allowance	(7,437,839)	(6,507,056)
	53,988,333	21,376,351

Trade receivables are denominated in Ringgit Malaysia and Brunei Dollar.

The credit term of trade receivables ranges from 30 to 90 days (2023: 30 to 90 days).

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

20. TRADE AND OTHER RECEIVABLES (CONTINUED)

(a) Trade receivables (continued)

Trade receivables that are impaired	Group	
	2024 RM	2023 RM
Movement in impairment of receivables:		
Beginning of the financial year	6,507,056	6,520,891
Charge during the financial year	930,783	236,932
Reversal during the financial year	-	(260,280)
Currency translation reserve	-	9,513
End of the financial year	<u>7,437,839</u>	<u>6,507,056</u>

Impairment of trade receivables are individually determined by the Group. The individually impaired trade receivables mainly relates to customers and counterparties which are in difficult financial situations. These receivables are not secured by collateral.

21. CASH AND BANK BALANCES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Current:				
Fixed deposits with licensed banks	6,935,410	15,728,318	3,434,259	11,210,866
Bank balances	41,999,739	131,590,863	3,367,556	20,203,569
Cash in hand	39,481	38,950	2	2
	<u>48,974,630</u>	<u>147,358,131</u>	<u>6,801,817</u>	<u>31,414,437</u>
Non-current:				
Fixed deposits with licensed banks	42,583,193	-	-	-
Cash and bank balances	<u>91,557,823</u>	<u>147,358,131</u>	<u>6,801,817</u>	<u>31,414,437</u>
Less: Fixed deposits with licensed banks and bank balances pledged as security ¹	(46,301,780)	(67,726,548)	-	-
Cash and cash equivalents	<u>45,256,043</u>	<u>79,631,583</u>	<u>6,801,817</u>	<u>31,414,437</u>

¹ Certain fixed deposits with licensed banks and bank balances of the Group were pledged to secure loan and bank guarantee facilities as disclosed in Note 24.

Fixed deposit is with licensed banks of the Group and the Company have maturity ranging from 30 days to 365 days (2023: 30 days to 365 days).

Interest rates of fixed deposits with licensed banks of the Group and the Company at the reporting date ranged from 1.45% to 3.50% per annum (2023: 1.45% to 3.55% per annum).

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

22. NON-CURRENT ASSETS HELD FOR SALE

In the prior financial year, assets held for sale of RM11,934,000 related to the sale of vessels (previously classified as property, plant and equipment). The Group had entered into memorandum of agreements for the sale of vessels on 13 October 2023. The sale of these vessels completed on 9 January 2024. The proceeds from the sale of these vessels received during the year were RM12,213,238.

Non-current assets held for sale were measured at fair value.

23. TRADE AND OTHER PAYABLES

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Financial liabilities</u>				
Trade payables	17,865,859	14,040,446	203,799	-
Other payables	218,514	290,208	28,345	120,148
Accruals	27,762,713	13,062,672	2,456,688	248,807
Dividend payable to non-controlling interest by subsidiaries	-	4,500,000	-	-
	45,847,086	31,893,326	2,688,832	368,955
<u>Non-financial liabilities*</u>				
Other payroll-related liabilities	4,937,180	3,555,795	1,117,508	1,314,309
Other payables	9,406,225	12,299,336	-	-
	14,343,405	15,855,131	1,117,508	1,314,309
	60,190,491	47,748,457	3,806,340	1,683,264

*Non-financial liabilities mainly related to statutory liabilities.

The carrying amounts of other payables approximate their fair values.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

24. BORROWINGS

			Group
	Note	<u>2024</u> RM	<u>2023</u> RM
Current:			
Bank borrowings			
- term loan	24(a)	25,334,002	238,328,251
Redeemable preference shares	24(b)	9,898,194	10,467,408
		<u>35,232,196</u>	<u>248,795,659</u>
Non-current:			
Bank borrowings			
- term loans	24(a)	125,491,876	-
		<u>125,491,876</u>	<u>-</u>
Total borrowings		<u>160,724,072</u>	<u>248,795,659</u>

The range of interest/profit rates (per annum) are as follows:

		Group
		<u>2024</u> %
		<u>2023</u> %
Term loans		<u>3.37 – 10.38</u>
		<u>3.37 – 16.26</u>

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

24. BORROWINGS (CONTINUED)

The maturities of the borrowings as at the reporting date are as follows:

Group	At 31 December 2024	Interest/profit rate terms	Total carrying amount RM	Maturity profile		
				< 1 year RM	1 - 2 years RM	2 - 5 years RM
Secured:						
Term loans		Floating rate varying based on cost of funds				
		- Restructured Term Loan 1/ Commodity Murabahah Term Financing-i 1/ tawarruq financing-i 1 ("RTL 1/CMTF-i 1")	111,476,471	25,334,002	25,334,002	60,808,467
		- Restructured Term Loan 2/ Commodity Murabahah Term Financing-i 2/ tawarruq financing-i 2 ("RTL 2/CMTF-i 2")	39,349,407	-	-	39,349,407
Redeemable preference shares		Discretionary dividends	9,898,194	9,898,194	-	-
			160,724,072	35,232,196	25,334,002	100,157,874

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

24. BORROWINGS (CONTINUED)

The maturities of the borrowings as at the reporting date are as follows:

Group	At 31 December 2023	Interest/profit rate terms	Total carrying amount RM	< 1 year RM	Maturity profile 1 - 2 years RM	2 - 5 years RM
Secured:						
Term loans						
		Floating rate varying based on cost of funds				
		- Restructured Term Loan 1/ Commodity Murabahah Term Financing-i 1/ tawarruq financing-i 1 ("RTL 1/CMTF-i 1")	134,329,180	134,329,180	-	-
		- Restructured Term Loan 2/ Commodity Murabahah Term Financing-i 2/ tawarruq financing-i 2 ("RTL 2/CMTF-i 2")	39,349,407	39,349,407	-	-
		Fixed rate				
		- Restructured Term Loan 3/ Commodity Murabahah Term Financing-i 3/ tawarruq financing-i 3 ("RTL 3/CMTF-i 3")	64,649,664	64,649,664	-	-
Redeemable preference shares		Discretionary dividends	10,467,408	10,467,408	-	-
			248,795,659	248,795,659	-	-

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

24. BORROWINGS (CONTINUED)

(a) Term loans

Term loans were arranged to finance the construction and purchase of vessels for the Group and were secured as follows (either single security or a combination of securities):

- (i) Fixed charges over vessels (see Note 16(i) and Note 16(ii));
- (ii) Assignment of insurance policies for the vessels charged in (i) above;
- (iii) Assignment of charter proceeds for vessels charged in (i) above;
- (iv) Assignment of shipbuilding contracts for the vessels charged in (i) above;
- (v) Placement of deposits (see Note 21); and
- (vi) Certain loans have corporate guarantees from Icon Fleet Sdn. Bhd.

Term loans of the Group are subject to certain financial covenants, limitation to certain asset sales or transfers and maintaining majority ownership in certain subsidiaries by the Group.

Terms of term loan balances are as follows:

- (i) RTL 1/CMTF-i 1 is a 7-year and 6-month amortising term loan, at the respective financiers' Cost of Funds ("COF") plus 1.0% per annum;
- (ii) RTL 2/CMTF-i 2 at the respective financiers' COF per annum, is to be repaid from the proceeds of the sale of non-core vessels over the next 5 years. Any outstanding amount not settled by proceeds from vessel disposals will be paid via the bullet reserve account allocated for RTL 2/CMTF-i 2;
- (iii) RTL 3/CMTF-i 3 will carry an interest/profit rate of three per cent (3.0%) per annum. The interest/profit is capitalised on a non-compounded basis up until the point where the financiers decide to exchange RTL 3/CMTF-i 3 to new shares of the Company at the option of the financiers at any time during the tenure of each instalment of the RTL 3/CMTF-i 3, provided that the new shares are Shariah compliant, failing which the amount owing under the RTL 3/CMTF-i 3 shall be settled in cash. Unless previously exchanged by the respective financiers or repaid by the affected Lianson Fleet Group Berhad companies, all outstanding RTL 3/CMTF-i 3 in each instalment will be mandatorily exchanged by the Company into new Icon Offshore Berhad ("Icon") shares at the end of the respective tenure of each instalment. The number of exchanged shares shall be determined based on the exchange price of the Icon shares from the date of the exchange notice. The RTL 3/CMTF-i 3 are restructured into 5 instalments, with instalment payment dates varying from 4 to 8 years. During the financial year, fixed rate term loans relating to RTL 3 amounting to RM49,566,604 were settled via issuance of 80,596,099 new ordinary shares of the Company. Arising from the early debt settlement, a fair value gain on debt settlement of RM2,428,132 is recognised.

The term loans of the Group are subject to certain financial covenants which are to be maintained below/above a certain threshold which includes profit bearing ratio, debt to equity ratio, leverage ratio financial service cover ratio and earnings before income taxes, depreciation and amortization ("EBITDA") to current borrowings/ finance costs. These covenants are applicable to certain subsidiaries of the Group.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

24. BORROWINGS (CONTINUED)

(a) Term loans (continued)

There is also an operational covenant which includes limitation to certain asset sales or transfers and maintaining majority ownership in certain subsidiaries by the Group.

During the financial year, waivers were obtained by certain subsidiaries of the Group in relation to the debt to equity ratio covenant. With the waivers in place, the Group complied with all loan covenants. The Group is in the midst of refinancing their existing indebtedness. The Group had recently signed a letter of offer on 27 March 2025 with term loans and revolving credit facility, with plans to sign the definitive agreements by the end of the financial year as disclosed in Note 32(b). With the refinancing in place, there is no indication that the Group will have difficulty in complying with its new covenants.

In the prior financial year, long-term borrowings of RM202,937,467 were reclassified as short-term borrowings due to a technical breach of a covenant of several loans with a bank. The Group had on 28 February 2024 received a waiver from complying with the said covenant for the year ended 31 December 2023 and as of that date borrowings totaling RM179,039,607 were reclassified as long-term borrowings.

Except as disclosed below, the carrying amounts of borrowings of the Group is reasonable approximations of fair values, either due to their short term nature or that they are floating rate instruments that are re-priced to market interest rate on or near the reporting date.

Fair values of fixed rate term loans in the prior year were estimated using the present value techniques, by discounting cash flows based on market interest rates of a comparable instrument. This was Level 2 fair value in the fair value hierarchy (see Note 4(vi)).

	Carrying amount		Fair value	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Group</u>				
Fixed rate term loans	-	64,649,664	-	54,294,476

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

24. BORROWINGS (CONTINUED)

(b) Redeemable preference shares ("RPS")

A subsidiary, IBSB (hereafter referred to as the "issuer") issued RPS on 19 October 2016, of which 3,011,000 RPS were subscribed by IBSB's non-controlling interest. The salient terms were as follows:

- (i) The RPS is at an issue price of BND1.00 each and par value of BND0.01 each.
- (ii) The issuer shall have the discretion whether to declare any dividend as well as the quantum of such dividend subject always to:
 - a. No dividend is payable to RPS holders if no dividend is declared for the ordinary shareholders for the relevant financial year; and
 - b. Any dividend, if declared, is a non-cumulative preferential dividend and is distributed on an equitable basis.
- (iii) In the event of repayment of capital by the issuer, each RPS holder will be entitled to participate in such repayment and will rank pari passu with the ordinary shareholders.
- (iv) The RPS shall carry no right to vote at any general meeting of the issuer except with regards to any proposal to reduce the capital of the issuer, to wind up the issuer, during the winding up of the issuer and on any proposal that affects the rights attached to the RPS. In any such case, the RPS holders shall have one vote for each RPS held and may demand a poll at a general meeting of the issuer on any resolutions on which the holders may vote.
- (v) An RPS holder may, at any time, by a written notice to the issuer, redeem all the RPS in issue.

The RPS is classified as a liability as the redemption option is at the discretion of the holder.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

25. SHARE CAPITAL AND WARRANT RESERVES

Share Capital

			Group and Company		
			2024	2023	
	Note	Number of shares	RM	Number of shares	RM
<u>Issued and fully paid:</u>					
At 1 January		541,637,488	317,941,247	2,704,838,787	1,147,277,391
Issuance of shares for Employees' Share Option Scheme (Prior to share Consolidation)	25(a)	-	-	1,700,000	316,200
Issuance of ordinary shares in consideration for settlement of fixed rate term loans	25(b)	80,596,099	49,566,604	-	-
Issuance of ordinary shares for warrants exercised	25(c)	1,050,000	1,128,820	2,000	430
Capital Reduction	25(d)	-	-	-	(830,000,000)
Share Consolidation	25(e)	-	-	(2,165,233,298)	-
Issuance of shares for Employees' Share Option Scheme (Post share consolidation)	25(a)	329,999	347,225	329,999	347,226
At 31 December		623,613,586	368,983,896	541,637,488	317,941,247

Warrant Reserves

				Group and Company	
				2024	2023
	Note	Number of warrants	RM	Number of warrants	RM
At 1 January		130,902,600	32,725,739	654,515,210	32,725,839
Warrants exercised	25(c)	(1,050,000)	(262,516)	(2,000)	(100)
Warrants Consolidation	25(f)	-	-	(523,610,610)	-
At 31 December		129,852,600	32,463,223	130,902,600	32,725,739

Warrants were issued on 14 February 2020 and listed on Bursa Malaysia on 18 February 2020. The maturity date falls on 13 February 2028. Each warrant carries the entitlement to subscribe for 1 new ordinary share at the exercise price of RM0.825 (after share consolidation) and at anytime during the exercise period of 8 years ("Exercise Period") commencing from and including the issue date of the warrants and ending at 5.00 p.m on the maturity date (provided that if such a date is not a market day, then it shall be the market day immediately preceding the said non-market day). Any warrants not exercised during the Exercise Period will thereafter lapse and cease to be valid for any purpose.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

25. SHARE CAPITAL AND WARRANT RESERVES (CONTINUED)

Share Capital (continued)

- (a) On 5 June 2024, 329,999 share options were exercised where 329,999 new ordinary shares of the Company were issued for RM347,225. Proceeds from the exercise of these share options were RM183,149. In the prior financial year, 1,700,000 units (equivalent to 340,000 units after share consolidation) and 329,999 share options were exercised where 1,700,000 (equivalent to 340,000 after share consolidation) and 329,999 new ordinary shares were issued for RM316,200 and RM347,226 respectively. Proceeds of the exercised share options in prior year were RM178,500 and RM183,150 respectively.
- (b) On 29 April 2024, fixed rate term loans amounting to RM49,566,604 were settled via issuance of 80,596,099 new ordinary shares of the Company.
- (c) On 20 September 2024, 1,050,000 (2023: 2,000) new ordinary shares of the Company were issued for RM1,128,820 upon the exercise of warrants. Proceeds from the exercise of these warrants were RM866,304.
- (d) On 3 November 2023, the Court of Malaya approved a petition by the Company for the reduction of the Company's issued share capital by RM830.0 million pursuant to Section 116 of the Companies Act 2016 to eliminate accumulated losses of the Group. The capital reduction had no impact on shareholders' equity and net asset of the Group.
- (e) On 28 November 2023, the Company completed the consolidation of every 5 existing ordinary shares in the Company into 1 ordinary share resulting in a reduction in ordinary shares by 2,165,233,298 from 2,706,540,787 ordinary shares to 541,307,489 ordinary shares.
- (f) On 28 November 2023, the Company completed the consolidation of every 5 existing warrants in the Company into 1 warrant resulting in a reduction in warrants by 523,610,610 from 654,513,210 warrants to 130,902,600 warrants.

The new ordinary shares issued during the year rank pari passu in all respects with existing ordinary shares of the Company.

26. SHARE BASED PAYMENTS

Employees' Share Scheme

The Group's Long-Term Incentive Plan ("LTIP") is governed by the By-Laws approved by the Board of Directors on 8 August 2024. The Scheme comprises the Employees' Share Option Scheme and Employees' Share Grant Plan. The Scheme is designed to provide, among others, long-term incentives for the Group's and the Company's confirmed full-time employees (including an Executive Director) to deliver long-term shareholder returns.

The establishment of LTIP replaced the Company's previous Employees' Share Scheme which terminated on the date of the LTIP was established.

With effect from 29 November 2024, the Group's existing LTIP was terminated in accordance with the terms of the By-Laws governing the Existing LTIP ("By-Laws"). According to the By-Laws, subject to compliance with the Main Market Listing Requirements, guidelines or directives issued by Bursa Malaysia Securities Berhad ("Bursa Malaysia Securities") and/or any other relevant authorities, the Company may at its sole discretion without obtaining the approvals and/or consents from the Eligible Persons or the shareholders of the Company, terminate the continuation of the Existing LTIP.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

26. SHARE BASED PAYMENTS (CONTINUED)

Employees' Share Scheme (continued)

The salient terms of the Scheme are as follows:

Maximum number of ordinary shares available under the LTIP

Subject to the By-Laws governing the Scheme ("By-Laws of the Scheme"), the maximum number of shares which may be made available under the Scheme shall not exceed 5% of the issued and paid-up ordinary share capital of the Company from time to time or at any point of time during the duration of the Scheme.

Basis of allocation and maximum allowable allotment

Subject to the By-Laws of the Scheme, the maximum aggregate number of scheme shares that may be allotted to an eligible person shall be determined at the discretion of the Employees' Share Scheme Committee ("ESS Committee") after taking into consideration factors that the ESS Committee may deem relevant subject to the said By-Laws and any applicable law.

(a) Employees' Share Option Scheme ("ESOS")

Under the ESOS, eligible employee as defined in the By-Laws of the Scheme are offered options which vest on an annual pro-rata basis over a 3 year period from the grant date. Once vested, the options remain exercisable up to the expiry date of the ESOS.

Options are offered under the plan for a nominal consideration and carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share.

The salient terms of the ESOS are as follows:

(i) Eligibility

Eligible employee who meets the following criteria as at an offer date shall be eligible to participate in the ESOS:

- a. is a full time eligible senior management employee as defined in the By-Laws of the Scheme whose employment with the Group and/or the Company has been confirmed in writing and has not served a notice of resignation or received a notice of termination (including employees serving in a specific designation under an employment contract for a fixed duration);
- b. has been in employment with the Group and/or the Company for a minimum of 1 year, consecutively or the employee is serving in a specific designation under an employment contract for a fixed duration of not less than one (1) year;
- c. has attained 18 years of age;
- d. if he is an Executive Director, the specific allocation of ESOS options offered by the Company to him in his capacity as an Executive Director under the ESOS has been approved by the shareholders of the Company at a general meeting;
- e. is not participating of any other employee share option scheme implemented by any corporate within the Icon Group which is in force for the time being;

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

26. SHARE BASED PAYMENTS (CONTINUED)

(a) Employees' Share Option Scheme ("ESOS") (continued)

The salient terms of the ESOS are as follows: (continued)

(i) Eligibility (continued)

- f. is not an undischarged bankrupt and not subject to any bankruptcy proceedings; and
- g. fulfills any other criteria and/or falls within such category as may be determined by the ESS Committee from time to time.

No eligible employee or ESOS holder may participate at any time in another employees' share option scheme or share scheme of another corporation outside the Group and/or the Company without prior written consent of the ESS Committee.

(ii) Ranking of shares

The ESOS shares to be allotted and issued pursuant to the Scheme shall rank pari passu in all respects with the then existing shares.

(iii) Alteration of share capital and adjustment

In the event of any alteration in the capital structure of the Company during the duration of the ESOS, the ESS Committee may make such corresponding alterations to the ESOS:

- a. the ESOS option price; and/or
- b. the number of ESOS shares comprised in an offer, ESOS option or any portion thereof that is unvested or unexercised.

Set out below is a summary of options granted under the ESOS:

	Average exercise price per share option RM	Number of options Units
At 1 January 2023	0.11	1,700,000
Exercised during the financial year (Note 25 (a))	0.11	(1,700,000)
Granted during the financial year	0.56	999,998
Exercised during the financial year (Note 25 (a))	0.56	(329,999)
At 31 December 2023 / 1 January 2024	0.56	669,999
Exercised during the financial year (Note 25 (a))	0.56	(329,999)
Forfeited due to termination of LTIP	0.56	(340,000)
At 31 December 2024		-

During the financial year, 329,999 units of shares vested. RM171,428 has been recognised as share-based payment expenses in the profit or loss.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

26. SHARE BASED PAYMENTS (CONTINUED)

a. Employees' Share Option Scheme ("ESOS") (continued)

Share options outstanding at the end of the financial year have the following expiry date and exercise prices:

Grant date	Expiry date	Exercise price	Share Option	
			2024 Units	2023 Units
9 October 2024	30 April 2027	RM0.56	-	669,999
Weighted average remaining contractual life of options outstanding at the end of the financial year			-	2.5 years

b. Employees' Share Grant Plan ("ESGP")

ESGP is a grant of shares by the immediate holding company to eligible senior management employees for no cash consideration. Eligible senior management employees who meet the eligibility requirements may elect not to participate in the ESGP.

The eligibility requirements for an employee to participate in the ESGP are as follows:

- is a full time eligible persons employee as defined in the By-Laws of the scheme (as shall be determined by the ESS Committee) whose employment with the Group and/or the Company has been confirmed in writing and has not served a notice of resignation or received a notice of termination;
- has been in employment with the Group and/or the Company for a minimum of 1 year, consecutively or the employee is serving in a specific designation under an employment contract for a fixed duration of not less than one (1) year;
- has attained 18 years of age;
- if he is an Executive Director, the specific allocation of the new ESGP Shares, as defined in the By-Laws of the Scheme, offered or granted by the Company to him in his capacity as an Executive Director under the ESGP has been approved by the shareholders of the Company at a general meeting;
- is not an undischarged bankrupt and not subject to any bankruptcy proceedings; and
- fulfills any other criteria and/or falls within such category as may be determined by the ESS Committee from time to time.

The ESGP shares are Sempena Fokus Sdn. Bhd. ("SFSB")'s shares in the Company transferred to Maybank Trustees Berhad.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

26. SHARE BASED PAYMENTS (CONTINUED)

b. Employees' Share Grant Plan ("ESGP") (continued)

The said ESGP shares are held in trust by Maybank Trustees Berhad, in accordance with the By-Laws of the Scheme and a Trust Deed dated 31 December 2015 signed between Maybank Trustees Berhad, the Company, and SFSB and also a Trust Deed dated 20 November 2024 signed between Maybank Trustees Berhad and the Company.

ESGP under the LTIP comprising the Performance Share Plan ("PSP") and Retention Share Plan ("RSP") was established on 8 August 2023.

(i) Performance Share Plan ("PSP")

Ordinary shares of the Company are being granted to eligible senior management employee subject to achievement of the annual performance criteria as determined by the ESS Committee on an on-going basis under PSP.

Under the PSP, 4,614,993 fully paid ordinary shares in the Company may vest on an annual pro-rata basis over 3 years period to 31 December 2025 for no cash consideration to eligible senior management employees. The number of shares granted which may be vested to participants in the ESGP is the offer amount modified based on the achievement of the annual performance criteria as determined by the ESS Committee on an on-going basis. The performance measures and their weightings are determined by the ESS Committee based on the priorities of the Group on an annual basis.

Offers under the ESGP are at the discretion of the ESS Committee, and no offer may be made unless the Group and the respective eligible persons achieve the performance criteria.

In all other respects the shares rank equally with other fully-paid ordinary shares on issue.

The number of shares granted under the ESGP to participating employees is as follows:

	Group and Company	
	<u>2024</u>	<u>2023</u>
	Units	Units
At 1 January	3,092,045	-
Granted during the financial year	632,479	4,614,993
Vested during the financial year	-	(1,048,300)
Forfeited during the financial year	(3,724,524)	(474,648)
At 31 December	-	3,092,045

During the previous financial year, 1,048,300 units of shares vested and RM691,878 was recognised as part of the share-based payment expenses in the profit or loss.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

26. SHARE BASED PAYMENTS (CONTINUED)

b. Employees' Share Grant Plan ("ESGP") (continued)

(ii) Retention Share Plan ("RSP")

The Company granted RSP to eligible senior management employee subject to continuous employment with the Company for a specified period of time. The shares will be vested in equal tranches over the next three years, with final distribution on 31 December 2026.

	Group and Company	
	<u>2024</u>	<u>2023</u>
	<u>Units</u>	<u>Units</u>
At 1 January	1,247,996	-
Granted during the financial year	278,797	1,819,996
Vested during the financial year	(115,799)	(572,000)
Forfeited during the financial year	(1,410,994)	-
At 31 December	-	1,247,996

During the financial year, 115,799 units of shares vested and RM72,050 has been recognised as share-based payment expenses in the profit or loss. In the previous financial year, 572,000 units of shares vested and RM377,520 has been recognised as share-based payment expenses in the profit or loss.

The ESGP under the Scheme comprising the Value Sharing Plan ("VSP") and Loyalty Shares were terminated during the financial year.

(i) Value Sharing Plan ("VSP")

Ordinary shares of the Company are being granted to eligible senior management employee subject to achievement of the annual performance criteria as determined by the ESS Committee on an on-going basis under VSP.

Under VSP, 4,843,750 fully paid ordinary shares in the Company may be vested to eligible senior management employee on an annual pro-rata basis over 3 years period to 1 March 2024 for no cash consideration. The number of shares granted which may be vested to participants in the ESGP is the offer amount modified based on the achievement of the annual performance criteria as determined by the ESS Committee on an on-going basis. The performance measures and their weightings are determined by the ESS Committee based on the priorities of the Group on an annual basis.

Offers under the ESGP are at the discretion of the ESS Committee, and no offer may be made unless the Group and the respective eligible persons achieve the performance criteria.

In all other respects the shares rank equally with other fully-paid ordinary shares on issue.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

26. SHARE BASED PAYMENTS (CONTINUED)

b. Employees' Share Grant Plan ("ESGP") (continued)

(i) Value Sharing Plan ("VSP") (continued)

The number of shares granted under the ESGP to participating employees is as follows:

	Group and Company	
	2024 Units	2023 Units
At 1 January	-	4,843,750
Vested during the financial year	-	(3,400,000)
Forfeited during the financial year	-	(1,443,750)
At 31 December	-	-

During the previous financial year, 3,400,000 units of shares were vested and 1,443,750 units of shares were forfeited due to expiry of the scheme.

27. CAPITAL CONTRIBUTION

During the financial year, the Group recognised Capital Contribution reserve of RM72,050 (2023: RM1,069,398) in relation to Employees' Share Grant Plan ("ESGP") awarded to employees of the Group by the immediate holding company, as disclosed in Note 26.

28. COMMITMENTS

Capital expenditure

Authorised capital expenditure not provided for in the financial statements is as follows:

	Group	
	2024 RM	2023 RM
Approved and contracted for: Property, plant and equipment	10,224,096	15,628,881

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

29. SIGNIFICANT RELATED PARTY TRANSACTIONS

Parties are considered related if the party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

On 26 March 2024, Liannex Maritime Sdn. Bhd. acquired 272,000,000 ordinary shares in the Company from Hallmark Odyssey Sdn. Bhd. via a direct business transaction. With effect from 26 March 2024, the Directors regard Liannex Maritime Sdn. Bhd., a company incorporated in Malaysia as the immediate holding company, and Liannex Corporation (S) Pte. Ltd., a company incorporated in Singapore as the ultimate holding company.

(i) Related parties and their relationships with the Company are as follows:

Related parties	Relationship
Liannex Corporation (S) Pte. Ltd.	Ultimate holding company (effective 26 March 2024)
Liannex Maritime Sdn. Bhd.	Immediate holding company (effective 26 March 2024)
Yayasan Ekuiti Nasional	Ultimate holding foundation (up to 26 March 2024)
Hallmark Odyssey Sdn. Bhd.	Immediate holding company (up to 26 March 2024)
E-Cap (Internal) One Sdn. Bhd.	Intermediate holding company (up to 26 March 2024)
Ekuiti Nasional Berhad	Intermediate holding company (up to 26 March 2024)
Sempena Fokus Sdn. Bhd.	Fellow subsidiary (up to 26 March 2024)
Icon Ship Management Sdn. Bhd. ("ISM")	Subsidiary
Icon Fleet Sdn. Bhd. ("IFSB")	Subsidiary
Icon Offshore Group Sdn. Bhd. ("IOG")	Subsidiary
Icon Caren (L) Inc.	Subsidiary

Key management personnel

Key management personnel of the Group comprise the Board of Directors and members of the senior leadership team who are directly responsible for the financial and operating policies and decisions of the Group and the Company. Remuneration of key management personnel paid and payable by the Group and the Company during the financial year was as follows:

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Salaries, allowances and bonuses	4,533,220	4,069,090	2,731,160	2,228,662
Defined contribution plan	735,429	605,675	517,577	400,315
Social security contribution	4,888	4,161	1,092	1,213
Share based payments	213,200	1,360,309	213,200	1,261,573
	<u>5,486,737</u>	<u>6,039,235</u>	<u>3,463,029</u>	<u>3,891,763</u>

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

29. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONTINUED)

(ii) Significant related party transactions

In addition to related party disclosures mentioned elsewhere in the financial statements, set out below are other significant related party transactions. The related party transactions described below were carried out on terms and conditions agreed with related parties.

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Advances to ISM	-	-	(9,000,000)	(2,907,990)
Advances from Icon Caren (L) Inc.	-	-	-	35,000,000
Management fee income from subsidiaries	-	-	4,687,834	4,136,894
Dividend income from subsidiary	-	-	-	29,075,142
Dividend paid on behalf by IBSB	-	-	(21,081,874)	-
Settlement of RTL 3 loan balances on behalf of subsidiaries	-	-	(49,556,604)	-
Payment on behalf of the Company made by ISM	-	-	(3,327,276)	(3,568,101)
Share based payment expenses from Employees' Share Grant Plan with fellow subsidiary	72,050	1,069,398	72,050	1,069,398

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

29. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONTINUED)

(iii) Significant related party balances

Included in the Group's and Company's statement of financial position are the following significant related party balances arising from normal business transactions:

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
Amount due from subsidiaries (see Note 17)	-	-	120,814,660	108,230,086
Amount due to subsidiaries	-	-	-	(35,000,000)

Apart from transactions disclosed above, the Group entered into transactions that are collectively, but not individually significant with other government-related entities. These transactions include vessel chartering, drydocking expenditure and repairs and maintenance. They are conducted in the ordinary course of the Group's business on terms consistently applied in accordance with the Group's internal policies and processes.

30. FINANCIAL INSTRUMENTS BY CATEGORY

Analysis of the financial instruments for the Group and the Company are as follows:

	Group		Company	
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
<u>Financial assets at amortised cost:</u>				
Trade and other receivables (excluding prepayments)	94,379,624	40,443,664	-	11,994
Amounts due from subsidiaries (Note 17)	-	-	-	108,230,086
Cash and bank balances (Note 21)	91,557,823	147,358,131	6,801,817	31,414,437
	<u>185,937,447</u>	<u>187,801,795</u>	<u>6,801,817</u>	<u>139,656,517</u>
<u>Financial liabilities at amortised cost:</u>				
Trade and other payables (excluding statutory liabilities) (Note 23)	45,847,086	31,893,326	2,688,832	368,955
Borrowings (Note 24)	160,724,072	248,795,659	-	-
	<u>206,571,158</u>	<u>280,688,985</u>	<u>2,688,832</u>	<u>368,955</u>

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

31. MATERIAL LITIGATION

(i) Icon Offshore Group Sdn. Bhd. vs Sapura Offshore Sdn. Bhd.

Icon Offshore Group Sdn. Bhd. ("IOG"), a wholly-owned subsidiary of Icon Offshore Berhad, had on 21 February 2022 filed a winding up petition at Shah Alam High Court pursuant to Sections 464(1)(b), 465(1)(e) and 466(1)(a) of the Companies Act 2016 against Sapura Offshore Sdn. Bhd. ("Sapura Offshore") due to the failure on the part of the Respondent to pay the total sum of RM3,620,085 to IOG.

Case Management was held on 8 June 2022 wherein IOG was informed that Sapura Offshore had obtained Ex-parte Restraining Order for 9 months and would expire on 10 March 2023. On 8 March 2023, there was another Case Management and Sapura Offshore was obtained another Ex-parte Restraining Order for 3 months and the next Case Management is fixed on 11 June 2023. Further extension of the Restraining Order was obtained by Sapura Offshore on 6 June 2023 for 9 months until 10 March 2024 and next management Case Management was fixed on 14 March 2024. Prior to the Case Management which was fixed on 14 March 2024, Sapura group obtained an Ex-parte Restraining Order dated 7 March 2024 for another 3 months until 10 June 2024. As such the Court fixed the matter for case management on 14 June 2024. Further extension of Ex-parte restraining order dated 7 June 2024 was obtained by Sapura group for another 9 months extension until 10 March 2025 and a management meeting was fixed on 17 March 2025. Sapura group had on 6 March 2025 obtained a Sanction Order wherein Sapura's Scheme of Arrangement was approved. The winding up action is now fixed for further case management on 23 September 2025.

(ii) Icon Offshore Group Sdn. Bhd. vs Sapura Pinewell Sdn. Bhd.

Icon Offshore Group Sdn. Bhd., a wholly-owned subsidiary of Icon Offshore Berhad, had on 24 February 2022 initiated an action towards Sapura Pinewell Sdn. Bhd. ("Sapura Pinewell") for an amount outstanding of RM2,842,272 due to failure on Sapura Pinewell to pay the amount outstanding. A Judgment in Default was entered wherein Sapura Pinewell has to pay IOG the total sum of RM2,842,272 together with the interest at the rate of 1% on the outstanding amounts for each invoices from date of maturity until date of judgment and interest at the rate of 5% on RM2,842,272 from date of judgment until full settlement.

Upon failure of Sapura Pinewell to comply with the payment pursuant to the Judgment in Default and noting the Restraining Order was granted by the High Court of Malaya to Sapura Energy and its subsidiaries which includes Sapura Pinewell under Sections 366 and 368 of the Companies Act 2016. Case Management was held on 8 June 2022 wherein IOG was informed that Sapura Pinewell had obtained Ex-parte Restraining Order for 9 months and would expire on 10 March 2023. On 8 March 2023, there was another Case Management and Sapura Pinewell obtained another Ex-parte Restraining Order for 3 months and the next Case Management is fixed on 11 June 2023. Further extension of Restraining Order has been obtained by Sapura Pinewell on 6 June 2023 for 9 months until 10 March 2024 and next management Case Management is fixed on 14 March 2024. Prior to Case Management which was fixed on 14 March 2024, Sapura group has obtained an Ex-parte Restraining Order dated 7 March 2024 for another 3 months until 10 June 2024. As such the Court fixed the matter for case management on 14 June 2024. Further extension of Ex-parte restraining order dated 7 June 2024 was obtained by Sapura group for another 9 months extension until 10 March 2025 and next management meeting was fixed on 17 March 2025. Sapura group had on 6 March 2025 obtained a Sanction Order wherein Sapura's Scheme of Arrangement was approved. In view of the Sanction Order, all actions have been stayed. The winding up order have been held in abeyance.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

32. SUBSEQUENT EVENTS

- (a) The Company had on 30 August 2024 entered into several conditional share sale and purchase agreements ("SSPA") in relation to the following:
- (i) Proposed acquisition of 100 ordinary shares in Liannex Fleet Pte. Ltd. ("Liannex Fleet"), representing 100% of the issued and paid-up share capital of Liannex Fleet for a purchase consideration of RM182.0 million to be wholly satisfied via the issuance of 206,818,182 new ordinary shares of the Company;
 - (ii) Proposed acquisition of 5,324,400 ordinary shares in Yinson Power Marine Sdn. Bhd. ("YPM") representing 51% of ordinary shares in YPM for a purchase consideration of RM18.0 million to be wholly satisfied via the issuance of 20,454,545 new ordinary shares of the Company;
 - (iii) Proposed acquisition of 525,000 ordinary shares in Regulus Offshore Sdn. Bhd. ("ROSB"), representing 70% ordinary shares in ROSB, and 25,000,000 non-convertible redeemable preference shares ("RPS") in ROSB for a purchase consideration of RM136.0 million to be wholly satisfied via the issuance of 154,545,455 new ordinary shares of the Company;
 - (iv) Proposed acquisition of 1 ordinary share in Yinson Camellia Sdn. Bhd. ("YCSB"), representing 100% of the issued share capital of YCSB for a purchase consideration of RM24.0 million to be wholly satisfied via the issuance of 27,272,727 new ordinary shares of the Company;
 - (v) Proposed acquisition of 1 ordinary share in Yinson Port Ventures Pte. Ltd. ("YPVPL"), representing 100% of the issued and paid-up share capital of YPVPL and 10,289,000 redeemable convertible preference shares ("RCPS") in YPVPL for a purchase consideration of RM16.9 million to be wholly satisfied via the issuance of 19,204,545 new ordinary shares of the Company;
 - (vi) Proposed acquisition of 1 ordinary share in Yinson Premier Limited ("YPL"), representing 100% of the issued and paid-up share capital of YPL, and 1,700,000 RCPS in YPL for a purchase consideration of RM8.7 million to be wholly satisfied via the issuance of 9,886,364 new ordinary shares of the Company;
 - (vii) Proposed acquisition of 49,000 ordinary shares in Icon Bahtera (B) Sdn. Bhd. ("IBSB"), representing 49% of the issued share capital of IBSB, and 3,011,000 non-convertible RPS in IBSB for a purchase consideration of RM33.7 million to be wholly satisfied via the issuance of 38,295,455 Consideration Shares new ordinary shares of the Company; and
 - (viii) Proposed acquisition of 450,000 ordinary shares in Icon Waja (L) Inc. ("IWL"), representing 15% of the issued and paid-up share capital in IWL for a purchase consideration of RM9.8 million to be wholly satisfied via the issuance of 11,136,364 new ordinary shares of the Company.

The transactions relating to ROSB and YCSB completed on 31 January 2025 and the Company now owns 70% of ROSB and 100% of YCSB. The remaining transactions are in progress and expected to be completed within the financial year.

Notes to the Financial Statements

For the Financial Year Ended 31 December 2024 (Continued)

32. SUBSEQUENT EVENTS (CONTINUED)

- (b) The Group had on 27 March 2025, signed a letter of offer with a financier for Commodity Murabahah Term Financing-i Facility of up to RM150 million and Short Term Revolving Credit-I Facility of up to RM30 million ("Facilities"). The purpose of these Facilities are to refinance the existing indebtedness of the Group. The Group plans to sign the definitive agreements by the end of the financial year.
- (c) The Group had on 4 April 2025, via an indirect-wholly owned subsidiary, entered into a memorandum of agreement with an external party for the proposed disposal of one of its vessels for a total cash consideration of USD6.9 million. The proposed disposal is expected to be completed by the second quarter of the financial year ending 31 December 2025.

33. APPROVAL OF FINANCIAL STATEMENTS

The financial statements have been authorised for issue in accordance with a resolution of the Board of Directors dated 28 April 2025.

ANALYSIS OF SHAREHOLDINGS AS AT 28 MARCH 2025

Total number of issued shares : 805,431,833 ordinary shares
 Class of shares : Ordinary shares
 Number of shareholders : 8,326
 Voting rights : One (1) vote per ordinary share

ANALYSIS OF SHAREHOLDINGS

Size of shareholdings	No. of shareholders	Percentage (%) of shareholders	No. of shares held	Percentage (%) of issued capital
1 – 99	4,382	52.63	138,364	0.02
100 – 1,000	1,424	17.10	540,644	0.07
1,001 – 10,000	1,662	19.96	7,563,549	0.94
10,001 – 100,000	680	8.17	21,202,191	2.63
100,001 to 40,271,591 *	175	2.10	241,532,568	29.99
40,271,592 and above **	3	0.04	534,454,517	66.35
Total	8,326	100.00	805,431,833	100.00

Notes:-

* Less than 5% of issued holdings

** 5% and above of issued holdings

DIRECTORS' SHAREHOLDINGS ACCORDING TO THE REGISTER OF DIRECTORS' SHAREHOLDINGS

Directors	Direct Interest		Indirect Interest	
	No. of shares held	Percentage (%)	No. of shares held	Percentage (%)
Lim Chern Wooi	-	-	-	-
Dato' Syed Yasir Arafat bin Syed Abd Kadir	-	-	-	-
Farina binti Farikhullah Khan	-	-	-	-
Dato' Syed Naqiz Shahabuddin bin Syed Abdul Jabbar	-	-	-	-
Ainul Azhar bin Ainul Jamal	-	-	-	-
Adarash Kumar A/L Chranji Lal Amarnath	-	-	-	-
Aliff Omar bin Mohamad Omar (Alternate Director to Dato' Syed Yasir Arafat bin Syed Abd Kadir)	-	-	-	-

ANALYSIS OF SHAREHOLDINGS AS AT 28 MARCH 2025

SUBSTANTIAL SHAREHOLDERS ACCORDING TO THE REGISTER OF SUBSTANTIAL SHAREHOLDERS

Substantial shareholders	Direct Interest		Indirect Interest	
	No. of shares held	Percentage (%)	No. of shares held	Percentage (%)
Liannex Maritime Sdn. Bhd.	352,636,335	43.78	-	-
Liannex Corporation (S) Pte. Ltd.	-	-	352,636,335 ⁽¹⁾	43.78
Yinson Offshore Services Sdn. Bhd.	181,818,182	22.57	-	-
Yinson Holdings Berhad	-	-	181,818,182 ⁽²⁾	22.57
Bah Kim Lian	-	-	181,818,182 ⁽³⁾	22.57
Lim Han Weng	-	-	534,454,517 ⁽⁴⁾	66.36

Notes:

- (1) Deemed interested by virtue of its shareholdings in Liannex Maritime Sdn. Bhd. ("**LMSB**") pursuant to Section 8 of the Companies Act 2016 ("**CA 2016**").
- (2) Deemed interested by virtue of its shareholdings in Yinson Offshore Services Sdn. Bhd. ("**YOSSB**") pursuant to Section 8 of the CA 2016.
- (3) Deemed interested by virtue of her shareholding in YOSSB through Yinson Holdings Berhad ("**YHB**") pursuant to her direct shareholding in YHB, and deemed interested by virtue of her spouse and children's shareholdings in YHB pursuant to Section 59(11)(c) of the CA 2016 and Yinson Legacy Sdn. Bhd.'s ("**YLSB**") direct shareholdings in YHB pursuant to Section 8(4) of the CA 2016.
- (4) Deemed interested by virtue of his shareholdings in: -
 - (a) LMSB through Liannex Corporation (S) Pte. Ltd. ("**Liannex Corporation**") pursuant to Section 8 of the CA 2016; and
 - (b) YOSSB through YHB pursuant his direct shareholding in YHB and deemed interested by virtue of his spouse and children's direct shareholdings in YHB pursuant to Section 59(11)(c) of the CA 2016 and Liannex Corporation's and YLSB's direct shareholdings in YHB pursuant to Section 8(4) of the CA 2016.

THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS

No.	Shareholders	No. of shares held	Percentage (%)
1.	AMSEC NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT - AMBANK (M) BERHAD FOR LIANNEX MARITIME SDN. BHD.	262,636,335	32.61
2.	YINSON OFFSHORE SERVICES SDN. BHD.	181,818,182	22.57
3.	CIMSEC NOMINEES (TEMPATAN) SDN. BHD. - CIMB FOR LIANNEX MARITIME SDN. BHD. (PB)	90,000,000	11.17
4.	HALLMARK ODYSSEY SDN. BHD.	31,303,602	3.89
5.	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. - EXEMPT AN FOR AIA BHD.	25,244,800	3.13

ANALYSIS OF SHAREHOLDINGS AS AT 28 MARCH 2025

THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS (CONTINUED)

No.	Shareholders	No. of shares held	Percentage (%)
6.	HSBC NOMINEES (TEMPATAN) SDN. BHD. - HSBC (M) TRUSTEE BHD. FOR MANULIFE INVESTMENT SHARIAH PROGRESS FUND	13,079,300	1.62
7.	CIMSEC NOMINEES (TEMPATAN) SDN. BHD. - CIMB FOR HADIAN BIN HASHIM (PB)	11,024,710	1.37
8.	KENANGA NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR HADIAN BIN HASHIM	10,000,000	1.24
9.	CITIGROUP NOMINEES (ASING) SDN. BHD. - EXEMPT AN FOR CITIBANK NEW YORK (NORGES BANK 14)	9,619,720	1.19
10.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. - MTRUSTEE BHD. FOR AIIMAN TNB RBTF (EQ) (433139)	6,728,400	0.84
11.	DB (MALAYSIA) NOMINEE (TEMPATAN) SENDIRIAN BERHAD - EXEMPT AN FOR AHAM ASSET MANAGEMENT BERHAD (TSTAC/CLNTT)	5,669,972	0.70
12.	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. - LEMBAGA TABUNG HAJI (UOB)	5,384,580	0.67
13.	LIM SIANG HEE	5,380,100	0.67
14.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR TA WEE DHER (7005303)	4,302,700	0.53
15.	CIMSEC NOMINEES (TEMPATAN) SDN. BHD. - CIMB FOR SOW CHENG KOW (PB)	4,009,800	0.50
16.	CIMB GROUP NOMINEES (TEMPATAN) SDN. BHD. - EXEMPT AN FOR PETROLIAM NASIONAL BERHAD (PET-AHAM-EQSH)	3,715,000	0.46
17.	CITIGROUP NOMINEES (ASING) SDN. BHD. - EXEMPT AN FOR CITIBANK NEW YORK (NORGES BANK 19)	3,493,500	0.43
18.	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. - EXEMPT AN FOR AIA PUBLIC TAKAFUL BHD.	3,270,100	0.41
19.	AMANAHRAYA TRUSTEES BERHAD - AHAM AIIMAN QUANTUM FUND	3,170,200	0.39
20.	UOBM NOMINEES (ASING) SDN. BHD. - UOB ASSET MANAGEMENT (MALAYSIA) BERHAD FOR FWD AGGRESSIVE FUND	3,161,200	0.39

ANALYSIS OF SHAREHOLDINGS AS AT 28 MARCH 2025

THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS (CONTINUED)

No.	Shareholders	No. of shares held	Percentage (%)
21.	DB (MALAYSIA) NOMINEE (TEMPATAN) SENDIRIAN BERHAD - DEUTSCHE TRUSTEES MALAYSIA BERHAD FOR EASTSPRING INVESTMENTSSMALL-CAP FUND	3,092,500	0.39
22.	RHB CAPITAL NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR TAN KAK SENG	3,000,000	0.37
23.	UOBM NOMINEES (ASING) SDN. BHD. - UOB ASSET MANAGEMENT (MALAYSIA) BERHAD FOR FWD STRATEGIC FUND	2,700,000	0.35
24.	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. - KUMPULAN WANG PERSARAAN (DIPERBADANKAN) (MYBK AM SC E)	2,500,000	0.31
25.	TOKIO MARINE LIFE INSURANCE MALAYSIA BHD. - AS BENEFICIAL OWNER (TMEF)	2,371,000	0.29
26.	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. - KUMPULAN WANG PERSARAAN (DIPERBADANKAN) (UOB AM SC EQ)	2,276,700	0.28
27.	TOKIO MARINE LIFE INSURANCE MALAYSIA BHD. - AS BENEFICIAL OWNER (PF)	2,150,000	0.27
28.	YONG KAH WAI	2,072,200	0.26
29.	HSBC NOMINEES (TEMPATAN) SDN. BHD. - HSBC (M) TRUSTEE BHD FOR PERTUBUHAN KESELAMATAN SOSIAL (UOB AMM6939-406)	2,068,700	0.26
30.	AMANAHRAYA TRUSTEES BERHAD - AHAM GROWTH FUND	2,004,400	0.25
TOTAL		707,247,701	87.81

ANALYSIS OF WARRANT HOLDINGS FOR WARRANT A AS AT 28 MARCH 2025

Description	:	Warrants 2020/2028 (" Warrants A ")
Total Outstanding Warrants A	:	129,852,535
Maturity Date	:	13 February 2028
Number of Warrant Holders	:	1,628

ANALYSIS BY SIZE OF WARRANT HOLDINGS FOR WARRANTS A AS PER THE RECORD OF DEPOSITORS

Size of warrant holdings	No. of warrant holders	Percentage (%) of warrant holders	No. of Warrants A held	Percentage (%)
1 – 99	268	16.46	7,400	0.00*
100 – 1,000	454	27.89	231,679	0.18
1,001 – 10,000	544	33.41	2,194,828	1.69
10,001 – 100,000	278	17.08	9,694,329	7.47
100,001 to 6,492,626 **	83	5.10	45,684,299	35.18
6,492,627 and above ***	1	0.06	72,040,000	55.48
Total	1,628	100.00	129,852,535	100.00

Notes:-

* Less than 0.01%

** Less than 5% of issued Warrants A

*** 5% and above of issued Warrants A

DIRECTORS' INTEREST IN WARRANTS A ACCORDING TO THE REGISTER OF DIRECTORS' WARRANT HOLDINGS

Directors	Direct Interest		Indirect Interest	
	No. of Warrants A held	Percentage (%)	No. of Warrants A held	Percentage (%)
Lim Chern Wooi	-	-	-	-
Dato' Syed Yasir Arafat bin Syed Abd Kadir	-	-	-	-
Farina binti Farikhullah Khan	-	-	-	-
Dato' Syed Naqiz Shahabuddin bin Syed Abdul Jabbar	-	-	-	-
Ainul Azhar bin Ainul Jamal	-	-	-	-
Adarash Kumar A/L Chranji Lal Amarnath	-	-	-	-
Aliff Omar bin Mohamad Omar (Alternate Director to Dato' Syed Yasir Arafat bin Syed Abd Kadir)	-	-	-	-

ANALYSIS OF WARRANT HOLDINGS FOR WARRANT A AS AT 28 MARCH 2025

THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS (WARRANTS A)

No.	Warrant holders	No. of Warrants A held	Percentage (%)
1.	HALLMARK ODYSSEY SDN. BHD.	72,040,000	55.48
2.	DB (MALAYSIA) NOMINEE (TEMPATAN) SENDIRIAN BERHAD - EXEMPT AN FOR AHAM ASSET MANAGEMENT BERHAD (TSTAC/CLNTT)	5,794,900	4.46
3.	CIMB GROUP NOMINEES (TEMPATAN) SDN. BHD. - CIMB BANK BERHAD (EDP 2)	4,895,321	3.77
4.	HLB NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR YEOH POH CHOO	2,322,100	1.79
5.	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR TAY MOY KOH (SEGAMAT-CL)	1,160,000	0.89
6.	LAW AH NAI @ LAW CHIN CHEOW	1,150,000	0.89
7.	POH SIN EE	1,150,000	0.89
8.	NG MUN ON	1,093,000	0.84
9.	VICTOR LIM FUNG TUANG	1,080,900	0.83
10.	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR JUDITH CHONG HUIXIN (MF00413)	1,071,700	0.83
11.	MALACCA SECURITIES SDN. BHD. - IVT(017) TEAM MK01	1,000,000	0.77
12.	YAP MING HUI	1,000,000	0.77
13.	MD NOR BIN MANSOR	979,880	0.76
14.	PHILLIP NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR YEOH POH CHOO	967,700	0.74
15.	KENANGA NOMINEES (TEMPATAN) SDN. BHD. - RAKUTEN TRADE SDN. BHD. FOR LEE SIEW WAI	870,000	0.67
16.	TEN THAI SUN	869,000	0.67
17.	ONG SIEW LENG	800,000	0.62
18.	HLIB NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR NGAM KEY SHENG	760,000	0.58

ANALYSIS OF WARRANT HOLDINGS FOR WARRANT A AS AT 28 MARCH 2025

THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS (WARRANTS A) (CONTINUED)

No.	Warrant holders	No. of Warrants A held	Percentage (%)
19.	HARIS BIN MD NOR	748,460	0.58
20.	CIMB GROUP NOMINEES (TEMPATAN) SDN. BHD. - AHAM ASSET MGT BHD FOR SUN LIFE MALAYSIA ASSURANCE BHD.	734,400	0.57
21.	HLIB NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR YEOH ENG HUA	730,000	0.56
22.	CHONG LAI LENG	680,000	0.52
23.	CIMSEC NOMINEES (TEMPATAN) SDN. BHD. - CIMB FOR KEE JU-HUN (PB)	659,600	0.51
24.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. - AHAM ASSET MANAGEMENT BERHAD FOR YAYASAN SABAH (270762)	610,600	0.47
25.	HOW KOK SENG	600,000	0.46
26.	NGAM KEY SHENG	600,000	0.46
27.	CHUAH GUAT GNOH	588,200	0.45
28.	BEH ENG PAR	587,600	0.45
29.	PHILLIP NOMINEES (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR YEOH POH CHOO	557,300	0.43
30.	LEE CHEE BENG	467,608	0.36
TOTAL		106,568,269	82.07

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirteenth Annual General Meeting ("**AGM**") of Lianson Fleet Group Berhad (formerly known as Icon Offshore Berhad) ("**the Company**") will be held at Banquet Hall, Level 1 (Main Lobby), Kuala Lumpur Golf & Country Club on Thursday, 26 June 2025 at 10:00 a.m. for the following purposes:

AGENDA

ORDINARY BUSINESS

- | | |
|---|---|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and the Auditors thereon. | [Please refer to Explanatory Note (i)] |
| 2. To re-elect the following Directors who are retiring in accordance with Clause 107 of the Company's Constitution and being eligible, have offered themselves for re-election: | |
| (a) Encik Ainul Azhar Bin Ainul Jamal | Resolution 1 |
| (b) Captain Adarash Kumar A/L Chranji Lal Amarnath | Resolution 2 |
| 3. To re-elect Puan Farina Binti Farikhullah Khan, who is retiring in accordance with Clause 124 of the Company's Constitution and being eligible, has offered herself for re-election. | Resolution 3 |
| 4. To approve the payment of the Directors' fees of RM728,408.47 for the financial year ended 31 December 2024. | Resolution 4 |
| 5. To approve an amount of up to RM112,500 as benefits payable to the Non-Executive Directors with effect from 27 June 2025, a day after the Company's Thirteenth AGM until the next AGM of the Company to be held in 2026 pursuant to Section 230(1)(b) of the Companies Act 2016. | Resolution 5 |
| 6. To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration. | Resolution 6 |

NOTICE OF ANNUAL GENERAL MEETING

SPECIAL BUSINESS

To consider and, if thought fit, with or without any modification, to pass the following Ordinary Resolutions:

7. **ORDINARY RESOLUTION 1**

Resolution 7

- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS

"THAT subject to the Companies Act 2016, the Constitution of the Company, and the approvals of Bursa Malaysia Securities Berhad and any other governmental/regulatory authorities, the Directors of the Company be and are hereby empowered, pursuant to the Companies Act 2016, to issue and allot shares in the Company at any time to such persons and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares) for the time being;

THAT in connection with the above, pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 58 of the Company's Constitution, that approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to this mandate;

THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company;

AND THAT the Directors of the Company, whether solely or jointly, be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Main Market of Bursa Malaysia Securities Berhad and be hereby authorised to do all such acts and things including executing all relevant documents as he/she/they may consider expedient or necessary to complete and give full effect to the abovesaid mandate."

8. **ORDINARY RESOLUTION 2**

Resolution 8

- PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR - PUAN FARINA BINTI FARIKHULLAH KHAN

"THAT subject to the passing of Resolution 3, Puan Farina Binti Farikhullah Khan, who has served as an Independent Non-Executive Director of the Company for a term limit of more than nine (9) years, be and is hereby retained as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting of the Company."

NOTICE OF ANNUAL GENERAL MEETING

9. To transact any other ordinary business for which due notice has been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)

CHIN MUN YEE (SSM PC NO. 201908002785) (MAICSA 7019243)

Company Secretaries

Kuala Lumpur

30 April 2025

EXPLANATORY NOTES TO ORDINARY BUSINESS/SPECIAL BUSINESS:

- (i) Item 1 of the Agenda - Audited Financial Statements for the financial year ended 31 December 2024

This agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this agenda item is not put forward for voting.

- (ii) Item 2 of the Agenda – Re-election of Directors pursuant to Clause 107 of the Company's Constitution

Clause 107 of the Company's Constitution provides that the Directors shall have power at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board of Directors ("**Board**"), but so that the total number of Directors shall not be increased beyond the maximum number hereinbefore prescribed. Any Director so appointed shall hold office only until the next AGM and shall then be eligible for re-election, but shall not be taken into account in determining the Directors who are to retire by rotation at the meeting.

Encik Ainul Azhar Bin Ainul Jamal ("**En. Ainul Azhar**") and Captain Adarash Kumar A/L Chranji Lal Amarnath ("**Captain Adarash Kumar**") were appointed as Independent Non-Executive Directors of the Company on 25 July 2024 and 2 January 2025, respectively. In accordance with Clause 107 of the Company's Constitution, both Directors will retire and, being eligible, have offered themselves for re-election at the Thirteenth AGM of the Company.

The Nomination and Remuneration Committee ("**NRC**") and the Board had, as part of the appointment process, conducted a comprehensive evaluation of the suitability and fitness of En. Ainul Azhar and Captain Adarash Kumar, in accordance with the Company's Fit and Proper Policy. This assessment considered various criteria, including integrity, professional competence, experience, independence, and commitment to discharge their duties as Independent Non-Executive Directors effectively. The NRC and the Board were satisfied that both candidates possess the necessary qualifications, relevant industry knowledge, leadership capabilities, and ethical standards expected of Directors. Based on this thorough review, the NRC and the Board recommended En. Ainul Azhar and Captain Adarash Kumar for re-election at the Thirteenth AGM of the Company.

The details of En. Ainul Azhar and Captain Adarash Kumar are provided in the Directors' Profile section of the Company's Annual Report 2024.

NOTICE OF ANNUAL GENERAL MEETING

EXPLANATORY NOTES TO ORDINARY BUSINESS/SPECIAL BUSINESS: (CONTINUED)

(iii) Item 3 of the Agenda – Re-election of Director pursuant to Clause 124 of the Company's Constitution

Clause 124 of the Company's Constitution stipulates that at the AGM where one-third (1/3) of the Directors for the time being or if the number is not three (3) or a multiple of three (3) then the number nearest to one-third (1/3) shall retire from office provided always that all Directors including a Managing Director shall retire from office once at least in each three (3) years but shall eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

Puan Farina Binti Farikhullah Khan ("**Pn. Farina**"), who is retiring in accordance with Clause 124 of the Company's Constitution, being eligible, has offered herself for re-election at the Thirteenth AGM of the Company.

The NRC and the Board have conducted a comprehensive evaluation of Pn. Farina's suitability and fitness, in accordance with the Company's Fit and Proper Policy. This assessment considered factors such as integrity, professional competence, experience, independence, and commitment to her role as an Independent Non-Executive Director. Following this thorough evaluation, the NRC and the Board concluded that Pn. Farina possesses the necessary qualifications, industry knowledge, leadership qualities, and ethical standards expected of a Director. Accordingly, the NRC and the Board recommended her re-election at the Thirteenth AGM of the Company.

The details of Pn. Farina is provided in the Directors' Profile section of the Company's Annual Report 2024.

(iv) Item 5 of the Agenda – Benefits payable to the Non-Executive Directors

The proposed benefits payable to the Non-Executive Directors comprise solely of meeting attendance allowances.

The total estimated amount is based on the anticipated number of scheduled Board and Board Committee meetings, as well as any additional unscheduled meetings that may be convened as necessary from 27 June 2025 until the next AGM in 2026.

(v) Item 7 of the Agenda - Authority to issue shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights

The Company wishes to renew the mandate on the authority to issue and allot shares pursuant to the Companies Act 2016 at the Thirteenth AGM of the Company (hereinafter referred to as the "**General Mandate**").

The Company had been granted a general mandate by its shareholders at the Twelfth AGM of the Company held on 30 May 2024 (hereinafter referred to as the "**Previous Mandate**"). As of the date of this notice, no new shares in the Company have been issued pursuant to the Previous Mandate.

The proposed resolution, if passed, will provide flexibility to the Directors of the Company to undertake any possible fund raising activities, including but not limited to placement of shares, for the purpose of funding Company's future investment projects, working capital, acquisitions and/or such other purposes as the Directors may deem fit, without having to convene a general meeting, provided that the aggregate

NOTICE OF ANNUAL GENERAL MEETING

EXPLANATORY NOTES TO ORDINARY BUSINESS/SPECIAL BUSINESS: (CONTINUED)

number of the shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company (excluding treasury shares). This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

Pursuant to Section 85(1) of the Companies Act 2016 be read together with Clause 58 of the Company's Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.

The proposed Resolution 7, if passed, will exclude your pre-emptive rights to be offered new shares and/or convertible securities to be issued by the Company pursuant to the said resolution.

(vi) Item 8 of the Agenda – Proposed retention of Independent Non-Executive Director

Pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance, the tenure of an independent director should not exceed a term limit of nine (9) years. Upon completion of the nine (9) 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 (9) years, shareholders' approval must be sought through a two-tier process, and the board must provide justifications for the retention.

The proposed Resolution 8 is intended to retain Pn. Farina as an Independent Non-Executive Director of the Company, as she will have served in this capacity for a cumulative term exceeding nine (9) years as of 18 May 2025. The Board, based on the recommendation of the NRC, proposed that she continue to act as an Independent Non-Executive Director, supported by the following justifications:

- (a) Pn. Farina continues to meet the criteria for Independence as defined in the Listing Requirements of Bursa Malaysia Securities Berhad and is able to provide effective checks and balances, contributing objectivity to Board deliberations.
- (b) Her extended tenure on the Board has not compromised her independence of judgement or her ability to act in the best interests of the Company and the Group. On the contrary, her familiarity with the Group's business operations has enhanced her active participation in Board and Board Committee discussions, where she consistently offers independent views.
- (c) Throughout her tenure, Pn. Farina has demonstrated due care, skill, and competence in the discharge of her duties, providing independent and objective judgement that supports the Board's decision-making process and serves the best interests of the Company and its shareholders.

Notes:

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 June 2025 (General Meeting Record of Depositors) shall be eligible to attend, speak, and vote at the Thirteenth AGM of the Company or appoint proxy(ies) to attend, participate, speak and vote in his/her stead.
2. A member who is entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint up to two (2) proxies to participate and vote in his/her stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.

NOTICE OF ANNUAL GENERAL MEETING

EXPLANATORY NOTES TO ORDINARY BUSINESS/SPECIAL BUSINESS: (CONTINUED)

Notes: (continued)

3. A proxy may, but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint any person as his/her proxy to participate and vote instead of the member at the Thirteenth AGM of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the Thirteenth AGM of the Company shall have the same rights as the member to speak at the Thirteenth AGM of the Company.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("**SICDA**") ("**authorised nominee**"), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which ordinary shares of the Company standing to the credit of the said securities account.
5. Where an authorised nominee appoints two (2) proxies, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
6. Where a member is an exempt authorised nominee that holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**") ("**exempt authorised nominee**"), there is no limit to the number of proxies that the exempt authorised nominee may appoint in respect of each omnibus account it holds. Where an exempt authorised nominee appoints two (2) or more proxies to attend and vote at the same meeting, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy. An exempt authorised nominee refers to an authorised nominee defined under the SICDA, which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
7. The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the Thirteenth AGM of the Company or adjourned general meeting at which the person named in the appointment proposes to vote:
 - (a) By electronic form - The form of proxy can be electronically lodged with the share registrar of the Company via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (applicable to individual members, corporate shareholders, authorised nominee, and exempt authorised nominee). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of the form of proxy via the Boardroom Smart Investor Portal.
 - (b) In hard copy form - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the share registrar of the Company at Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.
8. Please refer to the Administrative Guide for shareholders/proxies/corporate representatives attending the Thirteenth AGM of the Company for further details.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING (“AGM”)

Date of AGM	: Thursday, 26 June 2025
Time	: 10:00 a.m.
Venue	: Banquet Hall, Level 1 (Main Lobby), Kuala Lumpur Golf & Country Club

PARKING

1. Please park at the Multi-Storey Car Park.
2. Proceed to Level 2 and take the buggy to the Main Lobby.

REGISTRATION

1. Registration will start at 8:00 a.m. and will remain open until the conclusion of the AGM or such time as may be determined by the Chairman of the meeting.
2. Please read the signage to ascertain the registration area to register yourself for the meeting and join the queue accordingly.
3. Please produce your original MyKad/Identity Card (“IC”) or Passport (for foreigners) to the registration staff for verification and ensure you collect your MyKad/IC or Passport thereafter.
4. Upon verification and successful registration, you will be given:-
 - (a) Identification wristband which will be provided at the registration counter.
 - (b) Special QR code will be generated for shareholders, proxies, authorised representatives and attorneys to scan and access to the e-poll system using own smartphone/tablet.
 - (c) If you are attending the AGM as a shareholder as well as a proxy, you will be registered once and will only be given one identification wristband. No person will be allowed to enter the meeting hall without a wristband.
5. There will be no replacement in the event that you lost or misplaced identification wristband.
6. After registration, please vacate the registration area immediately and proceed to the meeting hall.
7. No person will be allowed to register on behalf of another person even with the original IC of that other person.
8. The registration counter will handle only verification of identity and registration. If you have any enquiry, please proceed to the Help Desk located next to the registration counter.

VOTING PROCEDURE

1. The voting procedure will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad’s (“Bursa Malaysia”) Main Market Listing Requirements. The Company appointed Boardroom Share Registrars Sdn. Bhd. (“Boardroom”) as the “Poll Administrator” to conduct the poll by way of electronic voting (“e-voting”) and SKY Corporate Services Sdn. Bhd. as the “Scrutineers” to verify and validate the poll results.
2. For purposes of this AGM, e-voting may be carried out. Please follow the instructions given for the e-polling process.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING ("AGM")

LODGEMENT OF FORM OF PROXY

1. If you are unable to attend the AGM in person and wish to appoint the Chairman of the Meeting or another person as your proxy to vote on your behalf, the instrument appointing proxy(ies) may be made in the following manner not less than forty-eight (48) hours before the time for holding the AGM or any adjournment thereof:-

- (a) In hardcopy form

Deposit at the office of Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Any alteration to the Form of Proxy must be initialled.

- (b) By electronic means

The proxy form may also be electronically lodged with Share Registrar's website, Boardroom Smart Investor Portal ("BSIP") at <https://investor.boardroomlimited.com>.

For further information, kindly refer to the steps below for proxy appointment via BSIP.

Register Online with BSIP (for first-time registration only)

[Note: If you have already signed up with BSIP, you are not required to register again]

- (a) Access the website at <https://investor.boardroomlimited.com>.
- (b) Click "**Register**" to sign up as a user.
- (c) Complete registration with all the required information. Upload and attach a softcopy of your Identity Card ("NRIC") (front and back) or Passport. Click "Register".
- (d) You will receive an email from BSIP Online for email address verification. Click on "**Verify Email Address**" from the email received to continue with the registration.
- (e) For corporate shareholder, kindly upload the authorisation letter as well. Click "**Sign up**".
- (f) Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number.
- (g) Click on "**Request OTP Code**" and an OTP code will be sent to the registered mobile number. You will need to enter the OTP code and click "**Enter**" to complete the process.
- (h) Once your mobile number is verified, registration of your new BSIP account will be pending for final verification.
- (i) An email will be sent to you to inform the approval of your BSIP account within one (1) business day. Subsequently, you can login at <https://investor.boardroomlimited.com> with the email address and password filled up by you during the registration to proceed.

For Individual/ Corporate Shareholders

- i. Log in to <https://investor.boardroomlimited.com>.
- ii. Select "**Lianson Fleet Group Berhad 13th Annual General Meeting**" from the list of Meeting Event(s) and click "**Enter**".
- iii. Click "Submit eProxy Form".

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING ("AGM")

- iv. For Corporate Shareholders, select the company you would like to represent (if more than one). (Boardroom Smart Investor Portal now facilitates registration of Corporate Shareholders).
- v. Enter your CDS account no. and number of shares held. Read and accept General Terms and Conditions by clicking "Next".
- vi. Then, insert your proxy details and voting instructions. If you wish your proxy(ies) to act upon his/her discretion, please indicate "Discretionary".
- vii. Review and confirm your proxy(ies) appointment and click "Next".
- viii. Download or print the eProxy form as acknowledgement.

For Authorised Nominees and Exempt Authorised Nominees

- i. Log in to <https://investor.boardroomlimited.com>.
- ii. Select "**Lianson Fleet Group Berhad 13th Annual General Meeting**" from the list of Meeting Event(s) and click "Enter".
- iii. Click "Submit eProxy Form".
- iv. Select the company you would like to represent (if more than one).
- v. Proceed to download the file format for "Submission of Proxy Form".
- vi. Prepare the file for the appointment of proxy(ies) by inserting the required data.
- vii. Proceed to upload the duly completed Proxy Appointment file.
- viii. Review and confirm your proxy(ies) appointment(s) and click "Submit".
- ix. Download or print the eProxy form as acknowledgement.

REVOCATION OF PROXY

If you have submitted your Form of Proxy prior to the AGM and subsequently decide to appoint another person or wish to participate in the AGM yourself, please write in to bsr.helpdesk@boardroomlimited.com or via electronic means (as the case may be) to revoke the earlier appointed proxy(ies) at least forty-eight (48) hours before the AGM or proceed to Help Desk Counter on the AGM day for proxy revocation. Upon revocation, your proxy(ies) will not be allowed to participate in the AGM. In such event, you should inform your proxy(ies) accordingly.

RECORDING OR PHOTOGRAPHY AT 13TH AGM

No screen recording or any other form of recording or photography of the AGM's proceedings is allowed without prior written permission of the Company.

GIFT POLICY

There will be **NO DISTRIBUTION** of door gifts for shareholders/proxies who join or participate in the AGM.

2024 ANNUAL REPORT – GO DIGITAL & PAPERLESS

1. As part of our commitment to sustainable practices, 2024 Annual Report can be downloaded from our website at www.lianson.com under Investor Relations as well as Bursa Malaysia's website at www.bursamalaysia.com under Company Announcements. There will be **NO DISTRIBUTION** of 2024 Annual Report during the meeting.
2. If you wish to request for the printed copy of 2024 Integrated Annual Report, please forward your request by completing the Request Form provided by us.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING (“AGM”)

ENQUIRY

For enquiries on the voting procedure and e-polling process, please refer to Boardroom during office hours (Monday to Friday from 8:30 a.m. to 5:30 p.m.):

Help Desk

Boardroom Share Registrars Sdn. Bhd.

Telephone No. : +603-7890 4700

Email : bsr.helpdesk@boardroomlimited.com

PERSONAL DATA PROTECTION CONSENT

The processing of your personal data is subject to Lianson Fleet Group's Privacy Notice, as published on its website.

FORM OF PROXY

CDS Account No.	
No. of shares held	
Contact no.	

I/We, _____ NRIC/Passport/Registration/Company No.: _____
(Full name in block letters)

of _____
(Full address)

being a *member/members of **Lianson Fleet Group Berhad** (formerly known as Icon Offshore Berhad) ("**Company**"), hereby appoint the following person(s):

Proxy	Full Name (in Block Letters) as per NRIC/Passport	Tel. No.	NRIC/Passport No.	No. of shares	%
1					
	Email Address:				
2					
	Email Address:				

or failing *him/her, the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the Thirteenth Annual General Meeting ("AGM") of the Company to be held at Banquet Hall, Level 1 (Main Lobby), Kuala Lumpur Golf & Country Club on Thursday, 26 June 2025 at 10:00 a.m. or at any adjournment thereof.

The proxy is to vote on the business before the Thirteenth AGM of the Company as indicated below (if no indication is given, the proxy will vote as he/she thinks fit or abstain from voting):

Item	Agenda			
1.	To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and the Auditors thereon.			
Ordinary Business			Ordinary Resolution	For
2(a).	To re-elect Encik Ainul Azhar Bin Ainul Jamal, who retires pursuant to Clause 107 of the Company's Constitution and, being eligible, has offered himself for re-election.	Resolution 1		
2(b).	To re-elect Captain Adarash Kumar A/L Chranji Lal Amarnath, who retires pursuant to Clause 107 of the Company's Constitution and, being eligible, has offered himself for re-election.	Resolution 2		
3.	To re-elect Puan Farina Binti Farikhullah Khan, who retires pursuant to Clause 124 of the Company's Constitution and, being eligible, has offered herself for re-election.	Resolution 3		
4.	To approve the payment of the Directors' fees of RM728,408.47 for the financial year ended 31 December 2024.	Resolution 4		
5.	To approve an amount of up to RM112,500 as benefits payable to the Non-Executive Directors with effect from 27 June 2025, a day after the Company's Thirteenth AGM until the next AGM of the Company to be held in 2026 pursuant to Section 230(1)(b) of the Companies Act 2016.	Resolution 5		
6.	To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.	Resolution 6		
Special Business				
7.	Authority to issue shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights.	Resolution 7		
8.	Proposed retention of Independent Non-Executive Director - Puan Farina Binti Farikhullah Khan.	Resolution 8		
9.	To transact any other ordinary business for which due notice has been given in accordance with the Companies Act 2016 and the Constitution of the Company.			

* Strike out whichever is not applicable

As witness *my/our hand this day of 2025

.....
Signature/Common seal

Notes:

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 June 2025 (General Meeting Record of Depositors) shall be eligible to attend, speak, and vote at the Thirteenth AGM of the Company or appoint proxy(ies) to attend, participate, speak and vote in his/her stead.
2. A member who is entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint up to two (2) proxies to participate and vote in his/her stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
3. A proxy may, but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint any person as his/her proxy to participate and vote instead of the member at the Thirteenth AGM of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the Thirteenth AGM of the Company shall have the same rights as the member to speak at the Thirteenth AGM of the Company.
7. The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the Thirteenth AGM of the Company or adjourned general meeting at which the person named in the appointment proposes to vote:
 - (a) By electronic form - The form of proxy can be electronically lodged with the share registrar of the Company via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (applicable to individual members, corporate shareholders, authorised nominee, and exempt authorised nominee). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of the form of proxy via the Boardroom Smart Investor Portal.

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SHARE REGISTRAR

Boardroom Share Registrars Sdn. Bhd.

[Registration No. 199601006647 (378993-D)]

11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan

AFFIX
STAMP

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4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("**SICDA**") ("**authorised nominee**"), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which ordinary shares of the Company standing to the credit of the said securities account.
5. Where an authorised nominee appoints two (2) proxies, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
6. Where a member is an exempt authorised nominee that holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**") ("**exempt authorised nominee**"), there is no limit to the number of proxies that the exempt authorised nominee may appoint in respect of each omnibus account it holds. Where an exempt authorised nominee appoints two (2) or more proxies to attend and vote at the same meeting, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy. An exempt authorised nominee refers to an authorised nominee defined under the SICDA, which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
- (b) In hard copy form - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the share registrar of the Company at Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.
8. Please refer to the Administrative Guide for shareholders/proxies/corporate representatives attending the Thirteenth AGM of the Company for further details.

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LIANSON FLEET GROUP BERHAD

(formerly known as Icon Offshore Berhad)

Suite 28.01, Level 28, Menara Southpoint,
Mid Valley City, Lingkaran Syed Putra,
59200 Kuala Lumpur, Malaysia

T: 603 270 0500

W: www.lianson.com