THIS CIRCULAR/STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant, or other professional advisers immediately.

Bursa Malaysia Securities Berhad ("**Bursa Securities**") has only perused the contents of this Circular/Statement in respect of the proposed new shareholders' mandate for recurrent related party transactions of a revenue or trading nature on a limited review basis pursuant to the provisions of Practice Note 18 of the Main Market Listing Requirements of Bursa Securities.

Bursa Securities has not perused the contents of this Circular/Statement in relation to the proposed renewal of share buy-back authority for the Company to purchase of up to 10% of the total number of issued shares of the Company prior to its issuance as it is an exempt document pursuant to the provisions of Practice Note 18 of the Main Market Listing Requirements of Bursa Securities

Bursa Securities takes no responsibility for the contents of this Circular/Statement, makes no representation as to its accuracy or completeness, and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular/Statement.

INFOLINE TEC GROUP BERHAD
[Registration No. 202101032489 (1432789-M)]
(Incorporated in Malaysia)

CIRCULAR/STATEMENT TO SHAREHOLDERS IN RELATION TO THE

PART A

PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

PART B

PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY FOR THE COMPANY TO PURCHASE OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY

(COLLECTIVELY REFERRED TO AS THE "PROPOSALS")

The resolutions in respect of the Proposals will be tabled as Special Business at the Fifth Annual General Meeting ("**AGM**") of the Company, which is scheduled to be held at Mutiara 3, Royale Chulan Damansara, No. 2, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Friday, 28 August 2026 at 9:30 a.m. or any adjournment thereof. The Notice and Form of Proxy are set out in the Annual Report of the Company for the financial year ended 31 March 2026 which is available at the Company's website at https://www.infolinetec.com/.

If you are unable to attend and vote at the Fifth AGM, the Form of Proxy must be completed and deposited at the Company's Registered Office at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than 48 hours before the time set for holding the Fifth AGM. The lodging of the Form of Proxy will not preclude you from attending, participating, speaking, and voting in person at the Fifth AGM should you subsequently wish to do so.

Day, date and time of the Fifth AGM	:	Friday, 28 August 2026 at 9:30 a.m.
Last day, date and time for lodging the Form of Proxy	:	Wednesday, 26 August 2026 at 9:30 a.m.

This Circular/Statement is dated 27 July 2026

DEFINITIONS

For the purpose of this Circular/Statement and the accompanying appendix, except where the context otherwise requires, the following definitions shall apply: -

"Act"	–	Companies Act 2016, as amended from time to time and any re-enactment thereof
"AGM"	–	Annual General Meeting
"Annual Report 2026"	–	Annual Report of Infoline Tec issued for the financial year ended 31 March 2026
"Board"	–	Board of Directors of Infoline Tec
"Bursa Securities"	–	Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
"CWC"	–	Choo Wei Chuen
"Circular/Statement"	–	Circular/Statement to Shareholders dated 27 July 2026
"CL Heritage"	–	CL Heritage SPV Sdn. Bhd. [Registration No. 202401005065 (1550915-K)]
"CL Heritage Group"	–	CL Heritage and its subsidiary and associated companies, collectively
"CMSA"	–	Capital Markets and Services Act 2007, as amended from time to time and any re-enactment thereof
"Director(s)"	–	Shall have the same meaning given in Section 2(1) of the CMSA and for the purpose of the Proposed New Shareholders' Mandate, includes any person who is or was within the preceding 6 months of the date on which the terms of the transactions were agreed upon, a director or a chief executive of the Company or any other company which is its subsidiary or holding company, in accordance with the definition in Chapter 10 of the Listing Requirements
"EPS"	–	Earnings per share
"FYE"	–	Financial year ended/ending 31 March, as the case may be
"I-Ducations"	–	I-Ducations Sdn. Bhd. [Registration No. 201001003546 (888134-P)]
"Infoline Tec" or "the Company"	–	Infoline Tec Group Berhad [Registration No. 202101032489 (1432789-M)]
"Infoline IT"	–	Infoline IT Solutions Sdn. Bhd. [Registration No. 201301015421 (1045254-P)]
"Infoline M&E"	–	Infoline M&E Solutions Sdn. Bhd. [Registration No. 202301033398 (1527321-P)]
"Infoline Group" or "the Group"	–	Collectively, Infoline Tec and its subsidiaries
"Infoline Shares" or "Share(s)"	–	Ordinary share(s) in Infoline Tec

"Interested Directors"	–	CWC, LWH and TYM
"Listing Requirements"	–	Main Market Listing Requirements of Bursa Securities, including any amendments thereto that may be made from time to time
"LPD"	-	30 June 2026, being the latest practicable date prior to the date of this Circular/Statement
"LWH"	-	Loo Wai Hong
"Major Shareholder(s)"	-	A person who has an interest or interests in one or more voting shares in the Company and the number or the aggregate number of those shares is: - (a) 10% or more of the total number of voting shares in the Company; or (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company. For the purpose of the Proposed New Shareholders' Mandate, it includes any person who is or was within the preceding 6 months of the date on which the terms of the transactions were agreed upon, a major shareholder of the Company as defined under Paragraph 1.01 of the Listing Requirements or any other company which is its subsidiary or holding company. For the purpose of this definition, "interest" shall have the same meaning of "interest in shares".
"NA"	–	Net assets attributable to ordinary equity holders of Infoline Tec
"Person(s) Connected"	–	In relation to any person (referred to as "**said Person**") means such person who falls under any one of the following categories: - i) a family member of the said Person. Family in relation to a person means such person who falls within any one of the following categories: - (a) spouse; (b) parent; (c) child including an adopted child and step-child; (d) brother or sister; and (e) spouse of the person referred to in subparagraphs (c) and (d) above.

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"Person(s) Connected" *(cont'd)*	-	ii) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary; iii) a partner of the said Person; iv) a person, or where a person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person; v) a person, or where a person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes of the said Person is accustomed or is under an obligation, whether formal or informal, to act; vi) a body corporate in which the said Person or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or vii) a body corporate which is a related corporation of the said Person.
"Prevailing Laws"	-	Any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities including but not limited to the Listing Requirements
"Proposed Renewal of Share Buy-Back Authority"	-	Proposed Renewal of share buy-back authority for the Company to purchase its own Shares of up to ten percent (10%) of the total number of issued shares of the Company
"Proposed New Shareholders' Mandate"	-	Proposed New Shareholders' Mandate for RRPT(s) to be entered into by Infoline Group from the date of the forthcoming AGM until the next AGM
"Purchased Shares"		Infoline Shares purchased pursuant to Proposed Renewal of Share Buy-Back Authority
"Related Corporation"	-	A corporation is deemed to be related to each other if it is: - (a) a holding company of another corporation; (b) a subsidiary of another corporation; or (c) a subsidiary of the holding company of another corporation.
"Related Party(ies)"	-	As defined in the Listing Requirements, a Director, Major Shareholder, or Person Connected with such Director or Major Shareholder
"Recurrent Related Party Transaction(s)" or "RRPT(s)"	-	Recurrent related party transactions of a revenue or trading nature, which are necessary for the day-to-day operations and are to be entered into by Infoline Group in the ordinary course of business of Infoline Group involving the direct and/or indirect interests of Related Party(ies)

"RM" and "sen"	–	Ringgit Malaysia and sen, respectively
"Rules"	–	Rules on Take-Overs, Mergers and Compulsory Acquisitions as issued by the SC, as amended from time to time and any re-enactment thereof
"SC"	–	Securities Commission Malaysia
"Substantial Shareholders"	–	A person who has an interest or interests in one (1) or more voting shares in the Company and the number or the aggregate number of such shares is not less than 5% of the total number of all the voting shares included in the Company as defined under Section 136 of the Act
"Treasury Shares"	–	The Shares purchased by the Company which are or will be retained in treasury and shall have the meaning given under Section 127 of the Act
"TYM"	-	Too Yit Meng
"ZZCSB"	-	Zero Zero Capital Sdn. Bhd. [Registration No. 202201040342 (1486039-A)]

Unless otherwise stated, the information set out above in relation to the Major Shareholder(s), Director(s), and Person(s) Connected is as at the LPD.

Words denoting the singular shall, where applicable, include the plural and vice versa. Words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders and vice versa. Reference to persons shall include corporations, unless otherwise specified.

Any reference to any enactment in this Circular/Statement is a reference to that enactment as for the time being amended or re-enacted.

Any reference to a time of day shall be a reference to Malaysian time unless otherwise stated.

Any discrepancies in the tables included in this Circular/Statement between the amounts listed, actual figures and the totals thereof are due to rounding.

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CONTENTS

PART A - PROPOSED NEW SHAREHOLDERS' MANDATE

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PART B - PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

PAGE

CIRCULAR/STATEMENT TO THE SHAREHOLDERS OF INFOLINE TEC CONTAINING: -

APPENDICES

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PART A

PROPOSED NEW SHAREHOLDERS' MANDATE

INFOLINE TEC GROUP BERHAD
[Registration No. 202101032489 (1432789-M)]
(Incorporated in Malaysia)

Registered Office:
Level 7, Menara Milenium,
Jalan Damanlela,
Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur,
Wilayah Persekutuan

27 July 2026

Board of Directors: -
Ang Seng Wong *(Independent Non-Executive Chairman)*
Choo Wei Chuen *(Non-Independent Executive Director / Chief Executive Officer)*
Loo Wai Hong *(Non-Independent Executive Director / Chief Operating Officer)*
Too Yit Meng *(Non-Independent Executive Director / Chief Marketing Officer)*
Tan Mui Ping *(Independent Non-Executive Director)*
Olivia Lim *(Independent Non-Executive Director)*
Alwizah Al-Yafii Binti Ahmad Kamal (*Independent Non-Executive Director)*

To: The shareholders of Infoline Tec

Dear Sir/Madam,

PROPOSED NEW SHAREHOLDERS' MANDATE

1.0 INTRODUCTION

The Company had on 9 July 2026 announced to Bursa Securities its intention to seek the shareholders' approval for the Proposed New Shareholders' Mandate at the forthcoming Fifth AGM of the Company.

The purpose of Part A of this Circular/Statement is to provide you with details of the Proposed New Shareholders' Mandate and seek your approval for the ordinary resolution to be tabled at the forthcoming Fifth AGM of the Company. The Notice of the Fifth AGM and the Form of Proxy are enclosed in the Annual Report 2026.

The Company advises you to read and carefully consider the contents of Part A of this Circular/Statement before voting on the ordinary resolution in relation to the Proposed New Shareholders' Mandate to be tabled at the forthcoming Fifth AGM.

2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE

2.1 The Listing Requirements

Paragraph 10.09(2) of the Listing Requirements provides that a listed issuer may seek a mandate from its shareholders for RRPT(s), subject to the following:-

2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.1 The Listing Requirements (cont'd)

(i) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Parties than those generally available to the public;

(ii) the shareholders' mandate is subject to annual renewal, and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year (based on the type of transactions, names of Related Parties involved in each type of transaction made and their relationship with the listed issuer), where the aggregate value is equal to or more than the thresholds below in relation to a listed issuer with an issued share capital of less than RM60 million: -

(a) the consideration, value of the assets, capital outlay, or costs of the aggregated transactions is RM1 million or more; or

(b) the percentage ratio of such aggregated transactions is 1% or more,

whichever is the lower;

(iii) the listed issuer's circular to shareholders for the shareholders' mandate includes the information as may be prescribed by Bursa Securities. The draft circular must be submitted to Bursa Securities together with a checklist showing compliance with such information;

(iv) in a meeting to obtain the shareholders' mandate, the relevant Related Party must comply with the following requirements:-

(a) a Related Party with any interest, direct or indirect ("**Interested Related Party**"), must not vote on the resolution in respect of the RRPT;

(b) an Interested Related Party who is a Director or Major Shareholder must ensure that Persons Connected with them abstain from voting on the resolution in respect of the RRPT; and

(c) where the Interested Related Party is a Person Connected with a Director or Major Shareholder, such Interested Related Party must not vote on the resolution in respect of the RRPT.

(v) the listed issuer immediately announces to Bursa Securities when the actual value of a RRPT entered into by the listed issuer exceeds the estimated value of the RRPT disclosed in the circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

Accordingly, the Board proposes to seek the shareholders' approval for the Proposed New Shareholders' Mandate pursuant to Paragraph 10.09(2) of the Listing Requirements and the provision under paragraphs 3.1 and 3.2 of Practice Note 12 of the Listing Requirements. The Proposed New Shareholders' Mandate will allow Infoline Group, in the normal course of business, to enter into the RRPT(s) referred to in Section 2.5 with the

2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.1 The Listing Requirements (cont'd)

Related Party(ies), provided that such transactions are made at arm's length, on Infoline Group's normal commercial terms and terms not more favourable to the Related Party(ies) than those generally available to the public and are not to the detriment of the minority shareholders of Infoline Tec.

2.2 Validity Period of the Proposed New Shareholders' Mandate

The authority to be conferred pursuant to the Proposed New Shareholders' Mandate, if approved by the shareholders, shall take effect from the date of passing of the ordinary resolution proposed at the forthcoming AGM and shall continue to be in force until: -

(a) the conclusion of the next AGM of the Company following the general meeting at which such mandate was passed, at which time it will lapse, unless by a resolution passed at a general meeting, the authority is renewed;

(b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by resolution passed by the shareholders of the Company in general meeting,

whichever is earlier.

2.3 Principal Activities of Infoline Group

Infoline Tec is principally engaged in investment holding.

The principal activities of the subsidiaries of Infoline Tec as at the LPD are as follows: -

Name	Place of Incorporation	Principal Activities	Effective Equity Interest (%)
Infoline IT	Malaysia	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware and related services	100.00
Infoline M&E	Malaysia	Provision of mechanical and electrical services	100.00
Infoline Technology (Shenzhen) Limited	The People's Republic of China	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware and related services	100.00

2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.3 Principal Activities of Infoline Group (cont'd)

Name	Place of Incorporation	Principal Activities	Effective Equity Interest (%)
Infoline Tec Solutions India Private Limited	India	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, and related services	100.00
Infoline Tec International Pte. Ltd.	Singapore	Provision of information technology infrastructure and cybersecurity solutions and related services	100.00
Infoline Tec Japan K.K.	Japan	Provision of information technology infrastructure and cybersecurity solutions and related services	100.00
Inline Technologies Pte. Ltd.	Singapore	Provision of information infrastructure equipment sales and services	100.00

It is envisaged that, in the normal course of Infoline Group's businesses, transactions of a revenue or trading nature between companies in Infoline Group and the Related Party(ies) are likely to occur, which are necessary for its day-to-day operations.

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2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.4 Classes of Related Parties

The Related Parties in which the Proposed New Shareholders' Mandate is applicable are as follows: -

<table>
<tr><th>Name</th><th>Background Information</th></tr>
<tr><td>CL Heritage</td><td>CL Heritage was incorporated on 5 February 2024 under the Act. CL Heritage is principally engaged in investment holding. Through its subsidiaries, CL Heritage principally engaged in education and training, this includes tertiary education, continuing professional development and pre-university, primary and secondary programmes.

As at the LPD, the Directors of CL Heritage are as follows: -

1. Chan Eu-Khin
2. Datin Low Kam Yoke
3. Dato' Dr. Thong Kok Cheong
4. Ong Seng Pheow
5. Datuk Shireen Ann Zaharah Binti Muhiudeen
6. CWC
7. Lim Sia Peng (Lin Xiaping)

As at the LPD, the shareholders of CL Heritage and their respective shareholdings are as follows: -

<table><tr><th>Shareholders</th><th>No. of Shares</th><th>% of Shareholding</th></tr><tr><td>Chan Eu-Khin</td><td>69,950,000</td><td>69.95%</td></tr><tr><td>Corston-smith Asset Management Sdn. Bhd.</td><td>20,006,800</td><td>20.00%</td></tr><tr><td>ZZCSB</td><td>10,000,000</td><td>10.00%</td></tr><tr><td>Datin Low Kam Yoke</td><td>50,000</td><td>0.05%</td></tr><tr><td>Total</td><td>100,006,800</td><td>100%</td></tr></table>
Save for ZZCSB, the abovementioned shareholders and directors are not persons connected to CWC, LWH, TYM and any other Directors of Infoline Group.</td></tr>
<tr><td>ZZCSB</td><td>ZZCSB was incorporated on 31 October 2022 under the Act. ZZCSB is principally engaged in investment holding in trust, fund and financial entities.

As at the LPD, the Directors of ZZCSB are as follows:-

1. CWC
2. LWH
3. TYM

As at the LPD, the shareholders of ZZCSB and their respective shareholdings are as follows: -

<table><tr><th>Shareholders</th><th>No. of Shares</th><th>% of Shareholding</th></tr><tr><td>CWC</td><td>35</td><td>35.00%</td></tr><tr><td>LWH</td><td>35</td><td>35.00%</td></tr><tr><td>TYM</td><td>30</td><td>30.00%</td></tr><tr><td>Total</td><td>100</td><td>100%</td></tr></table></td></tr>
</table>

2.4 Classes of Related Parties (cont'd)

<table>
<tr><th>Name</th><th>Background Information</th></tr>
<tr><td>I-Ducations</td><td>
I-Ducations was incorporated on 28 January 2010 under the Act. I-Ducations is principally engaged in computer and information technology training.

As at the LPD, the Directors of I-Ducations are as follows:-

1. CWC
2. Tan Bee Hwa

As at the LPD, the shareholders of I-Ducations and their respective shareholdings are as follows: -

<table>
<tr><th>Shareholders</th><th>No. of Shares</th><th>% of Shareholding</th></tr>
<tr><td>CWC</td><td>558,951</td><td>55.90%</td></tr>
<tr><td>Lee Su Guat</td><td>441,049</td><td>44.10%</td></tr>
<tr><td>Total</td><td>1,000,000</td><td>100%</td></tr>
</table>

Save for Lee Su Guat being the spouse of CWC and accordingly a person connected to CWC, Tan Bee Hwa and Lee Su Guat do not have any direct or indirect interest in the Infoline Group.
</td></tr>
</table>

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2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.5 Details of RRPT(s) contemplated under the Proposed New Shareholders' Mandate

The details and nature of RRPT(s) which Infoline Group and the Related Parties will enter into are set out below:-

Transacting Parties		Nature of Transaction	Interested Directors/Major Shareholders and Persons Connected to them	Estimated aggregate value from the forthcoming AGM until the next AGM * (RM'000)
Recipient	Provider			
CL Heritage Group	Infoline IT#	Provision of information technology infrastructure and cybersecurity solutions, trading of ancillary hardware, technical consultancy services, mechanical, electrical and engineering works.	CWC (1) LWH (2) TYM (3)	20,000
Infoline IT#	CWC	Rental expense for the office premises *(approximately 1,330 square feet respectively)* located at 51-2 & 51-3, Jalan PJU 5/20E, Pusat Perdagangan Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan. The rental is paid on a monthly basis. The rental of the premises is for the tenure of two (2) years, commencing on 1 September 2025 and expiring on 31 August 2027.	CWC (1)	58
Infoline IT#	I-Ducations	Rental expense for the office premises *(approximately 1,330 square feet respectively)* located at 53-1, 53-2 & 53-3, Jalan PJU 5/20E, Pusat Perdagangan Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan.	CWC (1)	84

2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.5 Details of RRPT(s) contemplated under the Proposed New Shareholders' Mandate (cont'd)

Transacting Parties		Nature of Transaction	Interested Directors/Major Shareholders and Persons Connected to them	Estimated aggregate value from the forthcoming AGM until the next AGM * (RM'000)
Recipient	Provider			
		The rental is paid on a monthly basis. The rental of the premises is for the tenure of two (2) years, commencing on 1 November 2024 and expiring on 31 October 2026 for 53-1; commencing on 15 July 2025 and expiring on 14 July 2027 for 53-2 as well as commencing on 1 August 2026 and expiring on 31 July 2028 for 53-3.[(4)]		
Infoline IT[#]	CWC	Rental expense for the office premise *(approximately 1,330 square feet)* located at No. 51-G, Jalan PJU 5/20E, Pusat Perdagangan Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan. The rental is paid on a monthly basis. The rental of the premises is for the tenure of two (2) years, commencing on 1 June 2026 and expiring on 31 May 2028.	CWC [(1)]	78

Notes:-

* *The estimated values as set out above are based on management's estimates of the value of transactions to be undertaken for the period from the forthcoming 5th AGM to the next AGM. However, the value of transactions may be subject to changes.*

\# *Infoline IT is a wholly-owned subsidiary of Infoline Tec.*

(1) *CWC is a Director and Major Shareholder of Infoline Tec. He is also a Director and deemed Major Shareholder of CL Heritage by virtue of his shareholdings in ZZCSB, and a Director and shareholder of I-Ducations.*

2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.5 Details of RRPT(s) contemplated under the Proposed New Shareholders' Mandate (cont'd)

(2) *LWH is a Director and Major Shareholder of Infoline Tec, is also deemed a Major Shareholder of CL Heritage by virtue of his shareholdings in ZZCSB.*

(3) *TYM is a Director of Infoline Tec, is also deemed a Major Shareholder of CL Heritage by virtue of his shareholdings in ZZCSB.*

(4) *The tenancies in respect of 53-1 and 53-2, Jalan PJU 5/20E, Pusat Perdagangan Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, are intended to be renewed upon the expiry of the current tenancy agreements. Accordingly, the estimated aggregate value of RM84,000.00 includes the rental payable during the renewed tenancy period.*

(5) *The premises rented from CWC and I-Ducations are used as office workspace for the Group's business operations.*

The Company confirms that the RRPT contemplated under the Proposed Shareholders' Mandate are in the ordinary course of business, on terms which are not more favourable to the related parties than those generally available to the public, are not detrimental to the minority shareholders of the Company, and in compliance with Paragraph 10.09(2) of the Listing Requirements as well as Paragraphs 3.1 and 3.2 of Practice Note 12 of the Listing Requirements.

The Company confirms that the aggregate percentage ratio in respect of all tenancy contracts entered into by Infoline Group as specified in Section 2.5 of the Part A of the Circular/Statement up to the LPD did not exceed 1%. Accordingly, no announcement was required pursuant to Paragraph 10.09(1)(b) of the Listing Requirements of Bursa Securities.

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2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.6 Amount Due and Owing to Infoline Group by Related Parties

As at the LPD, there is no amount due and owing to Infoline Group by its Related Parties, which exceeded the credit term. Therefore, the disclosures as required under Paragraphs 16A and 16B in Annexure PN12-A of the Listing Requirements are not applicable.

2.7 Review Procedures for the RRPT(s)

The procedures and processes to ensure that the RRPT(s) are conducted at arm's length and on normal commercial terms which are consistent with Infoline Tec's usual business practices and policies are envisaged as follows:-

(a) Each Director is required to make full disclosure at once of any interest he or she may have in any business enterprise with an existing or proposed business relationship or transaction with the Company and/or its subsidiaries.

(b) A list of Related Parties of Infoline Group will be circulated to the Directors and the management of the Group where considerations would be made after taking into account the pricing and contract rates, terms and conditions, level of service and expertise required, and the quality of products and services provided, compared with the prevailing market prices and rates, industry norms and standards, as well as general practices, adopted by service providers of similar capacities and capabilities generally available in the open market. In addition, wherever practicable and/or feasible, at least 2 other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as a comparison for determining whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by unrelated third parties.

    In the event that quotations or comparative pricing from unrelated third parties cannot be obtained for the proposed RRPT(s), the pricing of any RRPT(s) entered into will be determined based on usual business practices and policies of the Group to ensure that the RRPT(s) are not detrimental to the Group.

(c) There are no specific thresholds for approval of RRPT(s) within the Group. However, all potential RRPT(s) have to be disclosed. Through the Audit Committee, the Board will subsequently review the RRPT(s) and ensure compliance with internal control procedures and the provisions of the Listing Requirements. The review includes the examination of the nature of the transaction, and if necessary, its supporting documents and/or such data deemed necessary by the Audit Committee. All RRPT(s) entered into will be recorded in a register to be maintained by the Company.

(d) The interested Directors in the RRPT(s) must abstain from the Board deliberations and voting on the relevant resolution(s) regarding the RRPT(s).

2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE (CONT'D)

2.7 Review Procedures for the RRPT(s) (cont'd)

(e) The internal audit plan shall incorporate a periodic review of identified and reported related party transactions to determine whether internal guidelines and procedures have been complied with to ensure that the transactions are at arms' length. In addition, an annual review of the system of controls to ensure all related party transactions are adequately identified and reported and that review procedures were adhered to; and

(f) The Board and the Audit Committee of Infoline Tec shall periodically review the internal audit plan to ascertain that review procedures established to monitor the RRPT(s) are complied with. The interested Directors in the RRPT(s) must abstain from the Board deliberations and voting on the relevant resolution(s) regarding the RRPT(s).

2.8 Statement by the Audit Committee

The Audit Committee of Infoline Tec has seen and reviewed the procedures as set out in Section 2.7 of Part A of this Circular/Statement and is of the view that the procedures are sufficient to ensure that the RRPT(s) are not favourable to the Related Parties than those generally available to the public and not detrimental to the interests of the minority shareholders of Infoline Tec.

The Audit Committee is satisfied that Infoline Group has in place adequate procedures and processes to monitor, track and identify the RRPT(s) in a timely and orderly manner. The Audit Committee conducts the review of these procedures and processes on an annual basis.

2.9 Rationale and Benefits of the Proposed New Shareholders' Mandate

The Proposed New Shareholders' Mandate will enable the Group to grow its business and potentially improve its future earnings by securing contracts from the relevant Related Parties.

Accordingly, the Proposed New Shareholders' Mandate will enable the Group to secure and undertake the RRPT(s) expeditiously without announcing and convening separate general meetings (if applicable) from time to time to seek shareholders' mandate for such transaction(s). Further, certain transactions, such as the award of contracts, could be time-sensitive in nature, making it impractical to seek shareholders' approval on a case-to-case basis. Hence, the Proposed New Shareholders' Mandate will substantially reduce the expenses, time and resources associated with convening general meetings on an ad hoc basis.

The Proposed New Shareholders' Mandate will enable the Group to continue leasing office premises from Related Parties, which allows the Group to operate from strategically located premises that are suitable for its business operations. The rental rates and other commercial terms of the tenancy arrangements are comparable to those prevailing in the open market and are negotiated on an arm's length basis, ensuring that the transactions are fair, reasonable and in the best interests of the Group.

Further, the Proposed New Shareholders' Mandate will enable the Group to pursue available business opportunities expeditiously and, in turn, achieve the business objectives of the Group.

3.0 INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

Based on the Record of Depositors as at the LPD, the direct and indirect interests of the Directors, Major Shareholders and/or Persons Connected to them who are interested in the Proposed New Shareholders' Mandate are as follows: -

Interested Directors/ Major Shareholders/ Persons Connected to the Interested Directors/Major Shareholders	**Direct**		**Indirect**	
	No. of Shares	**%***	**No. of Shares**	**%**
Directors and Major Shareholders				
CWC	154,585,606	42.67	-	-
LWH	54,605,861	15.07	-	-
Director				
TYM	14,430,253	3.98	-	-

Notes: -

* *Based on the total number of 362,287,520 ordinary shares (excluding 941,600 Shares already purchased and retained as treasury shares) as at the LPD.*

The abovementioned interested Directors have abstained and will continue to abstain from Board deliberations and voting on the resolution pertaining to the Proposed New Shareholders' Mandate at the Board meetings.

The abovementioned interested Directors, Major Shareholders and/or Person Connected to Directors and/or Major Shareholders will abstain from voting on the resolution pertaining to the Proposed New Shareholders' Mandate at the forthcoming AGM.

The abovementioned interested Directors and Major Shareholders have undertaken to ensure that the Persons Connected to them will abstain from voting in respect of their direct and/or indirect shareholdings on the resolution pertaining to the Proposed New Shareholders' Mandate at the forthcoming AGM.

4.0 FINANCIAL EFFECTS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE

The Proposed New Shareholders' Mandate is not expected to have any material impact on the issued share capital, NA, gearing, EPS, and substantial shareholders' shareholdings of Infoline Tec and/or Infoline Group.

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5.0 APPROVAL REQUIRED

The Proposed New Shareholders' Mandate is subject to the approval of the shareholders of Infoline Tec at the forthcoming Fifth AGM to be convened or at any adjournment thereof.

6.0 DIRECTORS' RECOMMENDATION

The Board (save for the Interested Directors), having considered all aspects of the Proposed New Shareholders' Mandate, including the rationale and prospects, is of the opinion that the Proposed New Shareholders' Mandate is fair, reasonable, and in the best interest of Infoline Group.

Accordingly, the Board (save for the Interested Directors) recommends that you vote in favour of the resolution pertaining to the Proposed New Shareholders' Mandate at the forthcoming AGM of the Company.

7.0 AGM

The Fifth AGM, Notice of which is enclosed in the Annual Report 2026, will be held at Mutiara 3, Royale Chulan Damansara, No. 2, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Friday, 28 August 2026 at 9:30 a.m. or any adjournment thereof for the purpose of considering and, if thought fit, approving, inter alia, with or without modifications, the ordinary resolution on the Proposed New Shareholders' Mandate as set out in the said Notice.

If you are unable to attend and vote in person at the Fifth AGM, you may complete the Form of Proxy and deposit it at the Company's Registered Office at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than 48 hours before the time set for holding the Fifth AGM. The lodging of the Form of Proxy will not preclude you from attending, participating, speaking, and voting in person at the Fifth AGM should you subsequently wish to do so.

8.0 FURTHER INFORMATION

You are advised to refer to the attached Appendix II for further information.

Yours faithfully,

For and on behalf of the Board of Directors
INFOLINE TEC GROUP BERHAD

ANG SENG WONG
INDEPENDENT NON-EXECUTIVE CHAIRMAN

PART B

PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

INFOLINE TEC GROUP BERHAD
[Registration No. 202101032489 (1432789-M)]
(Incorporated in Malaysia)

INTRODUCTION

The Company had on 22 July 2026 announced to Bursa Securities its intention to seek the shareholders' approval for the Proposed Renewal of Share Buy-Back Authority at the forthcoming Fifth AGM of the Company.

The purpose of this Statement is to provide you with details of the Proposed Renewal of Share Buy-Back Authority and seek your approval for the ordinary resolution pertaining to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming Fifth AGM of the Company. The Notice of the Fifth AGM and the Form of Proxy are enclosed in the Annual Report 2026.

SHAREHOLDERS OF INFOLINE TEC ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS STATEMENT TOGETHER WITH THE APPENDICES CAREFULLY BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY AT THE FORTHCOMING FIFTH AGM.

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1.0 INFORMATION ON THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

1.1 Details of the Proposed Renewal of Share Buy-Back Authority

The Board proposes to seek approval from the Company's shareholders for the authority for the Company to purchase its own Shares of up to ten percent (10%) of the total number of issued shares of the Company as quoted on Bursa Securities at any point of time.

The Proposed Renewal of Share Buy-Back Authority shall be effective upon the passing of the ordinary resolution at the forthcoming Fifth AGM of the Company and shall continue to be in force until: -

(a) the conclusion of the next AGM of the Company following the general meeting at which such resolution is passed, at which time it will lapse, unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or

(b) the expiration of the period within which the next AGM after that date is required by law to be held; or

(c) revoked or varied by an ordinary resolution passed by the shareholders in general meeting,

whichever occurs first.

1.2 Maximum Limit

The maximum aggregate number of Shares which may be purchased by the Company shall not exceed ten percent (10%) of the total number of issued shares of the Company at any point of time.

Based on the number of issued shares of the Company as at the LPD of 363,229,120 ordinary shares, the number of shares which may be purchased by the Company is up to 36,322,912 ordinary shares representing ten percent (10%) of the total number of issued shares of the Company inclusive of 941,600 ordinary shares that have been purchased and retained as treasury shares. As such, the balance that can be purchased by the Company is 35,381,312 Shares.

The actual number of Shares to be purchased and the timing of such purchase will depend on, among others, the prevailing equity market conditions and sentiments of the stock market, as well as the retained profits and financial resources available to the Company at the time of the purchase(s). The Proposed Renewal of Share Buy-Back shall only be effected on the open market of the Bursa Securities via its automated trading system and shall exclude any direct business transactions as defined under the rules of Bursa Securities. All share buy-back transactions will be undertaken through the Company's appointed stockbroker(s).

1.3 Treatment of Purchased Shares

In accordance with Section 127 of the Act, the Directors would be able to deal with any Infoline Shares purchased by the Company in the following manner:

(i) to cancel the Purchased Shares;

(ii) to retain the Purchased Shares in treasury for distribution as dividend to the shareholders and/or resale on the market of Bursa Securities and/or transfer under an employees' share scheme (if any) and/or transfer as purchase consideration;

1.0 INFORMATION ON THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY (CONT'D)

1.3 Treatment of Purchased Shares (cont'd)

(iii) to retain part of the Purchased Shares as Treasury Shares and cancel the remainder; and/or

(iv) to deal in such other manner as prescribed by the Act, rules, regulations and guidelines made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

In considering how the Purchased Shares will be dealt with, an immediate announcement will be made to Bursa Securities upon each purchase, cancellation and/or resale of Purchased Shares pursuant to the Proposed Renewal of Share Buy-Back.

1.4 Purchase Price

In accordance with Paragraph 12.17 of the Listing Requirements, Infoline Tec may only purchase its own shares on Bursa Securities at a price which is not more than 15% above the weighted average market price of Infoline Shares for the past 5 market days immediately preceding the date of purchase(s).

1.5 Resale or Transfer Price

In the case of resale or transfer of Treasury Shares (if any), the Company may only resell the Treasury Shares on Bursa Securities or transfer Treasury Shares pursuant to Section 127(7) of the Act at:

(i) a price which is not less than the weighted average market price for the shares for the 5 market days immediately before the resale or transfer; or

(ii) a discounted price of not more than 5% to the weighted average market price for the shares for the 5 market days immediately before the resale or transfer provided that:

  (a) the resale or transfer takes place not earlier than 30 days from the date of purchase; and

  (b) the resale or transfer price is not less than the cost of purchase of the shares being resold or transferred.

2.0 REASONS/RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The Proposed Renewal of Share Buy-Back Authority will enable the Company to utilise any of its surplus financial resources to purchase its own shares from the open market. The Company may be able to stabilise the supply and demand of the Infoline Shares traded on the Main Market of Bursa Securities and thereby support its fundamental value. Further, the increase in EPS, if any, arising from the Proposed Renewal of Share Buy-Back Authority is expected to benefit the shareholders of the Company.

The Purchased Shares can be held as Treasury Shares and resold or transferred on Bursa Securities with the intention of realising a potential gain without affecting the total number of issued shares of the Company. Should any Treasury Shares be distributed as share dividends, this would serve to reward the shareholders of the Company.

3.0 SOURCE OF FUNDS

In accordance with the Listing Requirements, the total maximum amount of funds to be allocated for the Proposed Renewal of Share Buy-Back Authority shall not exceed the aggregate of the retained profits of the Company at the time of purchase. Based on the latest audited financial statements of the Company for the financial year ended 31 March 2025 and 31 March 2026 respectively, the retained profits/(accumulated loss) of the Company are as follows:-

	Audited	Audited
	As at 31 March 2025 RM'000	**As at 31 March 2026 RM'000**
Retained Profits/(Accumulated Loss)	597	(212)

Regardless of the above, the Company will ensure that it maintains sufficient retained profits at the Company level before undertaking any share buy-back. The Company will also ensure that the maximum funds utilised do not exceed its aggregate retained profits at the time of purchase.

4.0 POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

4.1 Potential Advantages

The potential advantages of the Proposed Renewal of Share Buy-Back Authority are as follows:

(i) Infoline Tec may be able to stabilise the supply and demand of Infoline Shares in the open market and thereby support its fundamental value;

(ii) General investors' confidence in the stability of Infoline Shares' price is expected to be enhanced as Infoline Tec is empowered to implement the Proposed Renewal of Share Buy-Back Authority;

(iii) The Infoline Group will be able to utilise its financial resources for which it has no immediate usage except for the purchase of Infoline Shares;

(iv) Allows Infoline Tec flexibility in achieving the desired capital structure, in terms of debt and equity composition and the size of equity;

(v) The Proposed Renewal of Share Buy-Back Authority will help enhance value for shareholders from a resultant reduction in the number of shares in the market, all things being equal. Further, it may increase the EPS when the Purchased Shares are cancelled, thereby making the shares more attractive to investors; and

(vi) Infoline Tec may utilise the Treasury Shares as future dividend payout to Infoline shareholders and/or for resale in the open market should opportunities arise in the future.

4.2 Potential Disadvantages

The potential disadvantages of the Proposed Renewal of Share Buy-Back Authority are as follows:

(i) The Proposed Renewal of Share Buy-Back Authority will reduce the financial resources of the Company, which may result in the Company foregoing other investment opportunities that may emerge in the future; and

4.0 POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY (CONT'D)

4.2 Potential Disadvantages (cont'd)

(ii) As Proposed Renewal of Share Buy-Back Authority can only be made out of the retained profits of the Company, it may result in the reduction of financial resources available for distribution to shareholders in the immediate future.

Nevertheless, the Proposed Renewal of Share Buy-Back Authority is not expected to have any potential material disadvantage to the Company and the shareholders, as it will be implemented only after careful consideration of the financial resources of the Group and its resultant impact.

5.0 DIRECTORS' AND SUBSTANTIAL/MAJOR SHAREHOLDERS' SHAREHOLDINGS

The following tables show the proforma effects of the Proposed Renewal of Share Buy-Back Authority on the direct and indirect interests of the Directors and Substantial/Major Shareholders and any person connected with the Directors and/or Substantial/Major Shareholders in the proposed purchase as at LPD:-

	As at LPD				After full implementation of the Proposed Renewal of Share Buy-Back Authority*			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%#	No. of Shares	%#	No. of Shares	%	No. of Shares	%
Directors								
Ang Seng Wong	-	-	-	-	-	-	-	-
Choo Wei Chuen	154,585,606	42.67	-	-	154,585,606	47.29	-	-
Loo Wai Hong	54,605,861	15.07	-	-	54,605,861	16.70	-	-
Too Yit Meng	14,430,253	3.97	-	-	14,430,253	4.41	-	-
Tan Mui Ping	-	-	-	-	-	-	-	-
Alwizah Al-Yafii binti Ahmad Kamal	35,000	0.01	-	-	35,000	0.01	-	-
Olivia Lim	50,000	0.01	-	-	50,000	0.02	-	-
Substantial/ Major Shareholders								
Choo Wei Chuen	154,585,606	42.67	-	-	154,585,606	47.29	-	-
Loo Wai Hong	54,605,861	15.07	-	-	54,605,861	16.70	-	-

Note:

Based on the total number of 362,287,520 ordinary shares (excluding 941,600 Shares already purchased and retained as Treasury Shares) as at the LPD.

* Assuming that 36,322,912 Shares, being the maximum number of shares of not more than ten percent (10%) of the total number of issued shares of the Company as at LPD, are bought back and subsequently cancelled or retained as Treasury Shares, and there is no change in the number of shares held by Directors and Substantial/Major Shareholders.

5.0 DIRECTORS' AND SUBSTANTIAL/MAJOR SHAREHOLDERS' SHAREHOLDINGS (CONT'D)

Save for the resulting increase in percentage shareholdings as a consequence of the Proposed Renewal of Share Buy-Back Authority, none of the Directors, Substantial/Major Shareholders or Persons Connected to them has any interest, direct or indirect, in the Proposed Renewal of Share Buy-Back Authority or the resale of Treasury Shares, if any.

6.0 PUBLIC SHAREHOLDINGS SPREAD

Pursuant to Paragraph 8.02(1) of the Listing Requirements, a listed issuer must ensure that at least 25% of its total listed shares (excluding treasury shares) are in the hands of public shareholders.

As at LPD, the public shareholdings spread of the Company was 38.25%, excluding the Treasury Shares.

7.0 IMPLICATIONS RELATING TO THE RULES

As it is not intended for the Proposed Renewal of Share Buy-Back Authority to trigger the obligation to undertake a mandatory general offer by any of its Substantial Shareholders and/or persons acting in concert with them, the Company is mindful that only such number of shares are purchased, retained as Treasury Shares, cancelled or distributed such that the Rules will not be triggered. However, in the event that an obligation to undertake a mandatory offer should arise with respect to any parties from the Proposed Renewal of Share Buy-Back Authority, the relevant parties shall make necessary application to SC for an exemption from undertaking a mandatory offer under the Rules before a mandatory offer is triggered.

8.0 FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

On the assumption that the Proposed Renewal of Share Buy-Back Authority is carried out in full, the effects of the Proposed Renewal of Share Buy-Back Authority on the share capital, NA, working capital and EPS of the Company are set out below:

a) Share Capital

The effects of the Proposed Renewal of Share Buy-Back Authority on the share capital of the Company will depend on the intention of the Board as to the treatment of the Shares purchased.

In the event that the Company acquires the maximum ten percent (10%) of the total number of issued shares of the Company authorised under the Proposed Renewal of Existing Share Buy-Back Authority and all the Infoline Shares so acquired are cancelled, the total number of issued shares of the Company will be as follows:

	No. of Shares
Total number of issued shares as at LPD	363,229,120
Less: Assuming the Proposed Share Buy-Back is implemented in full and cancelled (up to 10%)	(36,322,912)
Resultant total number of issued shares	326,906,208

8.0 FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY (CONT'D)

However, the Proposed Renewal of Share Buy-Back Authority will have no effect on the total number of issued shares of Infoline if all Infoline Shares bought back are to be retained as Treasury Shares, resold or distributed to the shareholders.

b) Net Assets

The Proposed Renewal of Share Buy-Back Authority may increase or decrease the NA per share of the Infoline Group depending on the purchase price in comparison to the NA per share of the Infoline Group at the time that the Shares are purchased.

In the event the Shares which are retained as Treasury Shares are resold, the NA of the Infoline Group will increase or decrease depending on whether a gain or a loss is realised upon the resale. The quantum of the increase or decrease in NA will depend on the actual disposal price and the number of the Shares purchased, retained as Treasury Shares, which are resold.

c) Working Capital

The Proposed Renewal of Share Buy-Back Authority will reduce the working capital and cash flow of the Infoline Group, the quantum of which depends on, amongst others, the number of Shares eventually purchased and the purchase price of the Shares.

For Shares purchased which are kept as Treasury Shares, upon resale of such shares, the working capital and cash flow of the Infoline Group will increase assuming that a gain has been realised. The quantum of the increase in the working capital will depend on the actual selling price of the Treasury Shares and the number of Treasury Shares resold.

d) EPS

The effect of the Proposed Renewal of Share Buy-Back Authority on the EPS of the Infoline Group will depend on, inter-alia, actual number of Shares bought back, and the price paid and the effective cost of funding to Infoline Group, or any loss in interest income to Infoline.

In the event the Shares which are retained as Treasury Shares are resold, the extent of the effect on the earnings of the Infoline Group will depend on the actual selling prices, the number of Treasury Shares resold and effective gain or interest savings arising therefrom.

9.0 DETAILS OF PURCHASED SHARES IN THE PREVIOUS TWELVE (12) MONTHS

During the previous twelve (12) months up to LPD, the Company had purchased 941,600 of its own Shares, details of which are set out in Appendix I of this Statement. As at LPD, all 941,600 Purchased Shares were retained as Treasury Shares.

The Company had not resold, redistributed, transferred or cancelled any Treasury Shares in the previous twelve (12) months.

10.0 HISTORICAL SHARE PRICES

The monthly highest and lowest prices of Shares as traded on Bursa Securities for the preceding twelve (12) months from July 2025 to June 2026 are as follows:

10.0 HISTORICAL SHARE PRICES (CONT'D)

Month	Shares Prices	
	High (RM)	Low (RM)
July 2025	0.545	0.490
August 2025	0.520	0.400
September 2025	0.445	0.385
October 2025	0.495	0.420
November 2025	0.420	0.345
December 2025	0.395	0.320
January 2026	0.455	0.400
February 2026	0.415	0.330
March 2026	0.380	0.330
April 2026	0.410	0.330
May 2026	0.380	0.340
June 2026	0.380	0.305

(Source: Bloomberg)

The last transacted price of Infoline Shares on 30 June 2026, being LPD before printing of this Statement is RM 0.305.

11.0 APPROVALS REQUIRED

The Proposed Renewal of Share Buy-Back Authority is subject to and conditional upon the approval of the shareholders at the forthcoming Fifth AGM of the Company.

12.0 DIRECTORS' RECOMMENDATION

The Directors, having considered the rationale for the Proposed Renewal of Share Buy-Back Authority, is of the opinion that it is in the best interest of the Company and its shareholders and accordingly, recommends that the shareholders of Infoline vote in favour of the resolution for the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming Fifth AGM.

13.0 FIFTH AGM

The Fifth AGM of the Company will be held at Mutiara 3, Royale Chulan Damansara, No. 2, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Friday, 28 August 2026 at 9:30 a.m. The Notice of the Fifth AGM, a copy of this Circular/Statement to Shareholders together with the Form of Proxy are available on the Company's website at www.infolinetec.com.

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13.0 FIFTH AGM (CONT'D)

Should you not be able to participate and vote at the Fifth AGM, you are entitled to appoint one (1) or more proxies to participate and vote on your behalf. You should complete, sign and lodge the Form of Proxy enclosed in the Company's Annual Report 2026 at the Company's Share Registrar at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, or submit via fax at 03-2094 9940 / 03-2095 0292 or email to info@sshsb.com.my, not less than 48 hours before the time stipulated for holding the Fifth AGM as indicated below. The lodging of the Form of Proxy will not preclude you from participating and voting at the Fifth AGM should you subsequently wish to do so.

14.0 FURTHER INFORMATION

You are requested to refer to the attached Appendix II contained in this Statement for further information.

Yours faithfully,

For and on behalf of the Board of Directors
INFOLINE TEC GROUP BERHAD

ANG SENG WONG
INDEPENDENT NON-EXECUTIVE CHAIRMAN

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APPENDIX I

DETAILS OF PURCHASED SHARES IN THE PREVIOUS TWELVE (12) MONTHS

During the previous twelve (12) months and up to the LPD the details of the Purchased Shares were as follows: -

Date	No. of Purchased Shares	Purchase Price Per Share (RM)		Average Price Per Share (RM)	Total Amount Paid (RM)
		Lowest	Highest		
24.12.2025	7,000	0.365	0.365	0.365	2,556.00
26.12.2025	3,000	0.380	0.380	0.380	1,140.00
31.12.2025	4,000	0.395	0.395	0.395	1,580.00
05.01.2026	12,600	0.440	0.440	0.440	5,544.00
09.01.2026	40,000	0.445	0.445	0.445	17,800.00
16.01.2026	15,000	0.430	0.430	0.430	6,450.00
08.06.2026	50,000	0.370	0.380	0.375	18,750.00
09.06.2026	50,000	0.370	0.370	0.370	18,500.00
10.06.2026	50,000	0.370	0.370	0.370	18,500.00
11.06.2026	50,000	0.365	0.370	0.368	18,390.00
12.06.2026	50,000	0.370	0.370	0.370	18,500.00
15.06.2026	50,000	0.370	0.380	0.375	18,750.00
16.06.2026	54,000	0.365	0.365	0.365	19,710.00
18.06.2026	55,400	0.345	0.360	0.353	19,543.00
19.06.2026	54,800	0.355	0.360	0.358	19,589.00
22.06.2026	56,000	0.350	0.355	0.353	19,855.00
23.06.2026	54,100	0.355	0.360	0.358	19,440.50
24.06.2026	56,000	0.350	0.355	0.353	19,665.00
25.06.2026	56,000	0.345	0.355	0.350	19,770.00
26.06.2026	56,000	0.340	0.350	0.345	19,350.00
29.06.2026	58,000	0.335	0.340	0.335	19,471.50
30.06.2026	59,700	0.330	0.335	0.333	19,791.00
Total	**941,600**	**-**	**-**	**-**	**342,645.00**

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been seen and approved by the Board, who collectively and individually, accept full responsibility for the accuracy of the information contained in this Statement and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein misleading.

2. MATERIAL CONTRACTS

Save as disclosed below, the Group has not entered into any material contracts (not being contract entered into in the ordinary course of business) within the past 2 years immediately preceding the date of this Circular/Statement:-

On 8 April 2026, Infoline IT, a wholly-owned subsidiary of the Company had entered into the following sale and purchase agreements:

(i) sale and purchase agreement with Huayi (SEA) Sdn Bhd for the acquisition of a 3-storey semi-detached factory building built on the leasehold land, H.S.(D) 296779, PT No. 12703, Pekan Baru Sungai Buloh, Daerah Petaling, Negeri Selangor for a cash consideration of RM9,288,888.00; and

(ii) Sale and purchase agreement with Orionis Technology (M) Sdn Bhd for the acquisition of a 3-storey semi-detached factory building built on the leasehold land, H.S.(D) 296780, PT No. 12704, Pekan Baru Sungai Buloh, Daerah Petaling, Negeri Selangor for a cash consideration of RM9,288,888.00.

3. MATERIAL LITIGATION, CLAIM, OR ARBITRATION

There is no material litigation, claim or arbitration, either as plaintiff or defendant, which will have a material and/or adverse effect on the financial position or business of the Group, and the Board is not aware of any proceedings pending or threatened against the Group, or of any facts likely to give rise to any proceedings which may materially or adversely affect the financial position or business of the Group.

4. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents (or copies thereof) in respect of the Company are available for inspection at the Registered Office at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan during the normal business hours from Mondays to Fridays but excluding public holidays for the period commencing from the date of this Statement up to and including the date of the forthcoming 5th AGM:-

(i) Constitution of Infoline Tec; and

(ii) The audited financial statements of the Group for the past 2 FYEs 2025 and 2026; and

(iii) The material contracts referred to in Section 2 of Appendix I of this Circular/Statement.

INFOLINE TEC GROUP BERHAD
[Registration No. 202101032489 (1432789-M)]
(Incorporated in Malaysia)

EXTRACT OF NOTICE OF THE FIFTH ANNUAL GENERAL MEETING ("5TH AGM") OF INFOLINE TEC GROUP BERHAD ("THE COMPANY") WILL BE HELD AT MUTIARA 3, ROYALE CHULAN DAMANSARA, NO. 2, JALAN PJU 7/3, MUTIARA DAMANSARA, 47810 PETALING JAYA, SELANGOR DARUL EHSAN ON FRIDAY, 28 AUGUST 2026 AT 9:30 A.M. (MALAYSIAN TIME)

ORDINARY RESOLUTION
- PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

"**THAT** subject to the compliance with Section 127 of the Companies Act 2016 ("**the Act**"), the Constitution of the Company, the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authority, approval be and is hereby given to the Company to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit and expedient in the interest of the Company, provided that:-

(i) the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution shall not exceed ten percent (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and
(ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements (where applicable) available at the time of the purchase.

THAT upon completion of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares purchased in their absolute discretion in the following manner:-

(i) cancel all the shares so purchased; and/or
(ii) retain the shares so purchased in treasury for distribution as dividend to the shareholders and/or resell on the market of Bursa Securities; and/or
(iii) retain part thereof as treasury shares and cancel the remainder; or in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

THAT such authority conferred by this resolution shall commence upon the passing of this resolution and shall continue to be in force until:

(a) the conclusion of the next AGM of the Company following this AGM at which such resolution was passed, at which time it will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
(b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
(c) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting; whichever occurs first.

AND THAT the Directors of the Company be authorised to give effect to the Proposed Share Buy-Back Authority with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to take such steps and do all such acts and things as they may deem fit and expedient in the best interest of the Company."

ORDINARY RESOLUTION
- PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RRPT MANDATE")

"**THAT** subject to the provisions of the Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and its subsidiaries ("**Group**") to enter into and to give effect to the category of the recurrent related party transactions of a revenue or trading nature from time to time with the related parties as specified in Section 2.5, Part A of the Circular/Statement to Shareholders dated 27 July 2026 provided that such transactions are:-

(i) recurrent transactions of a revenue or trading nature;
(ii) necessary for the Group's day-to-day operations;
(iii) carried out in the ordinary course of business on normal commercial terms which are not more favourable to the related parties than those generally available to the public; and
(iv) not detrimental to the minority shareholders of the Company.

AND THAT such authority shall commence upon the passing of this resolution and shall continue to be in force until: -

(i) the conclusion of the next AGM of the Company following this AGM at which the Proposed RRPT Mandate was passed, at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed;
(ii) the expiration of the period within which the next AGM of the Company after that date it is required to be held pursuant to Section 340(2) of the Act but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act; or
(iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is earlier.

AND FURTHER THAT the Directors be authorised to complete and do all such acts and things (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Proposed RRPT Mandate."

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